

Name of Respondent Public Service Company of New Hampshire	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
FOOTNOTE DATA			

Note that at the end of the year, the total balance of Accumulated Deferred Income

Taxes in Account 190480 (Reserve for Disputed Transactions) includes a transmission related component of \$0.

**Information on Formula Rates:**

Calculated per company records and in accordance with Schedule 21-ES, Attachment H under ISO New England Inc. Transmission, Markets and Services Tariff, Section II.  
See page 106 line 1.

Calculated per company records as stipulated per contract. See page 106 lines 13, 17, 21 and 25.

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CAPITAL STOCKS (Account 201 and 204)				
<p>1. Report below the particulars (details) called for concerning common and preferred stock at end of year, distinguishing separate series of any general class. Show separate totals for common and preferred stock. If information to meet the stock exchange reporting requirement outlined in column (a) is available from the SEC 10-K Report Form filing, a specific reference to report form (i.e., year and company title) may be reported in column (a) provided the fiscal years for both the 10-K report and this report are compatible.</p> <p>2. Entries in column (b) should represent the number of shares authorized by the articles of incorporation as amended to end of year.</p>				
Line No.	Class and Series of Stock and Name of Stock Series  (a)	Number of shares Authorized by Charter  (b)	Par or Stated Value per share  (c)	Call Price at End of Year  (d)
1	COMMON STOCK (Account 201)			
2	Common Stock - Not Publicly Traded	100,000,000	1.00	
3	Total Common Stock	100,000,000		
4				
5				
6				
7	PREFERRED STOCK (Account 204)			
8	NONE			
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CAPITAL STOCKS (Account 201 and 204) (Continued)

3. Give particulars (details) concerning shares of any class and series of stock authorized to be issued by a regulatory commission which have not yet been issued.  
4. The identification of each class of preferred stock should show the dividend rate and whether the dividends are cumulative or non-cumulative.  
5. State in a footnote if any capital stock which has been nominally issued is nominally outstanding at end of year.  
Give particulars (details) in column (a) of any nominally issued capital stock, reacquired stock, or stock in sinking and other funds which is pledged, stating name of pledgee and purposes of pledge.

OUTSTANDING PER BALANCE SHEET (Total amount outstanding without reduction for amounts held by respondent)		HELD BY RESPONDENT				Line No.
Shares (e)	Amount (f)	AS REACQUIRED STOCK (Account 217)		IN SINKING AND OTHER FUNDS		
		Shares (g)	Cost (h)	Shares (i)	Amount (j)	
						1
301	301					2
301	301					3
						4
						5
						6
						7
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						10
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OTHER PAID-IN CAPITAL (Accounts 208-211, inc.)				
<p>Report below the balance at the end of the year and the information specified below for the respective other paid-in capital accounts. Provide a subheading for each account and show a total for the account, as well as total of all accounts for reconciliation with balance sheet, Page 112. Add more columns for any account if deemed necessary. Explain changes made in any account during the year and give the accounting entries effecting such change.</p> <p>(a) Donations Received from Stockholders (Account 208)-State amount and give brief explanation of the origin and purpose of each donation.  (b) Reduction in Par or Stated value of Capital Stock (Account 209): State amount and give brief explanation of the capital change which gave rise to amounts reported under this caption including identification with the class and series of stock to which related.  (c) Gain on Resale or Cancellation of Reacquired Capital Stock (Account 210): Report balance at beginning of year, credits, debits, and balance at end of year with a designation of the nature of each credit and debit identified by the class and series of stock to which related.  (d) Miscellaneous Paid-in Capital (Account 211)-Classify amounts included in this account according to captions which, together with brief explanations, disclose the general nature of the transactions which gave rise to the reported amounts.</p>				
Line No.	Item (a)	Amount (b)		
1	Donations Received from Stockholders (Account 208)			
2	None			
3				
4				
5	Reduction in Par or Stated Value of Capital Stock (Account 209)			
6	None			
7				
8				
9	Gain on Resale or Cancellation of Reacquired			
10	Capital Stock (Account 210)			
11	None			
12				
13				
14	Miscellaneous Paid in Capital (Account 211)			
15	Miscellaneous	547,331,821		
16	ESOP Adjustment	2,802,323		
17	Total Account 211	550,134,144		
18				
19				
20				
21				
22				
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25				
26				
27				
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40	TOTAL	550,134,144		

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CAPITAL STOCK EXPENSE (Account 214)				
<p>1. Report the balance at end of the year of discount on capital stock for each class and series of capital stock.  2. If any change occurred during the year in the balance in respect to any class or series of stock, attach a statement giving particulars (details) of the change. State the reason for any charge-off of capital stock expense and specify the account charged.</p>				
Line No.	Class and Series of Stock (a)	Balance at End of Year (b)		
1				
2				
3	NONE			
4				
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22	TOTAL			

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LONG-TERM DEBT (Account 221, 222, 223 and 224)				
<p>1. Report by balance sheet account the particulars (details) concerning long-term debt included in Accounts 221, Bonds, 222, Reacquired Bonds, 223, Advances from Associated Companies, and 224, Other long-Term Debt.</p> <p>2. In column (a), for new issues, give Commission authorization numbers and dates.</p> <p>3. For bonds assumed by the respondent, include in column (a) the name of the issuing company as well as a description of the bonds.</p> <p>4. For advances from Associated Companies, report separately advances on notes and advances on open accounts. Designate demand notes as such. Include in column (a) names of associated companies from which advances were received.</p> <p>5. For receivers, certificates, show in column (a) the name of the court -and date of court order under which such certificates were issued.</p> <p>6. In column (b) show the principal amount of bonds or other long-term debt originally issued.</p> <p>7. In column (c) show the expense, premium or discount with respect to the amount of bonds or other long-term debt originally issued.</p> <p>8. For column (c) the total expenses should be listed first for each issuance, then the amount of premium (in parentheses) or discount. Indicate the premium or discount with a notation, such as (P) or (D). The expenses, premium or discount should not be netted.</p> <p>9. Furnish in a footnote particulars (details) regarding the treatment of unamortized debt expense, premium or discount associated with issues redeemed during the year. Also, give in a footnote the date of the Commission's authorization of treatment other than as specified by the Uniform System of Accounts.</p>				
Line No.	Class and Series of Obligation, Coupon Rate (For new issue, give commission Authorization numbers and dates) (a)	Principal Amount Of Debt issued (b)	Total expense, Premium or Discount (c)	
1	Bonds (Account 221)			
2	2005 Series M 5.60% Fixed Rate Bonds	50,000,000	578,925	
3			115,500	D
4	2009 Series P 4.50% Fixed Rate Bonds	150,000,000	1,176,834	
5			580,500	D
6	2011 Series Q 4.05% Fixed Rate Bonds	122,000,000	1,136,324	
7			318,420	D
8	2011 Series R 3.20% Fixed Rate Bonds	160,000,000	1,275,211	
9			675,200	
10	2013 Series S 3.50% Fixed Rate Bonds	325,000,000	2,750,628	
11			915,000	D
12			-2,039,250	P
13	Subtotal	807,000,000	7,483,292	
14				
15	Reacquired Bonds (Account 222)			
16	None			
17				
18	Advances From Associated Companies (Account 223)			
19	Advances related to Rate Reduction Bonds			
20	Subtotal			
21				
22	Other Long-Term Debt (Account 224)			
23	Pollution Control Revenue Bonds			
24				
25	Additional Footnote.			
26				
27	Retired Bonds			
28	2001 Auction Rate Series A. As debt was redeemed early in 11/2018			
29	2008 Series O 6.00% Fixed Rate Bonds. Paid 05/2018			
30				
31				
32				
33	TOTAL	807,000,000	7,483,292	

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LONG-TERM DEBT (Account 221, 222, 223 and 224) (Continued)

10. Identify separate undisposed amounts applicable to issues which were redeemed in prior years.  
11. Explain any debits and credits other than debited to Account 428, Amortization and Expense, or credited to Account 429, Premium on Debt - Credit.  
12. In a footnote, give explanatory (details) for Accounts 223 and 224 of net changes during the year. With respect to long-term advances, show for each company: (a) principal advanced during year, (b) interest added to principal amount, and (c) principle repaid during year. Give Commission authorization numbers and dates.  
13. If the respondent has pledged any of its long-term debt securities give particulars (details) in a footnote including name of pledgee and purpose of the pledge.  
14. If the respondent has any long-term debt securities which have been nominally issued and are nominally outstanding at end of year, describe such securities in a footnote.  
15. If interest expense was incurred during the year on any obligations retired or reacquired before end of year, include such interest expense in column (i). Explain in a footnote any difference between the total of column (i) and the total of Account 427, interest on Long-Term Debt and Account 430, Interest on Debt to Associated Companies.  
16. Give particulars (details) concerning any long-term debt authorized by a regulatory commission but not yet issued.

Nominal Date of Issue (d)	Date of Maturity (e)	AMORTIZATION PERIOD		Outstanding (Total amount outstanding without reduction for amounts held by respondent) (h)	Interest for Year Amount (i)	Line No.
		Date From (f)	Date To (g)			
						1
10/05/2005	10/05/2035	10/05	09/35	50,000,000	2,800,000	2
						3
12/14/2009	12/01/2019	12/09	11/19	150,000,000	6,750,000	4
						5
05/26/2011	06/01/2021	05/11	05/21	122,000,000	4,941,000	6
						7
09/13/2011	09/01/2021	09/11	08/21	160,000,000	5,120,000	8
						9
11/14/2013	11/01/2023	11/13	10/23	325,000,000	11,375,000	10
						11
						12
				807,000,000	30,986,000	13
						14
						15
						16
						17
						18
				608,350,380	14,369,619	19
				608,350,380	14,369,619	20
						21
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					2,327,244	28
					2,200,000	29
						30
						31
						32
				1,415,350,380	49,882,863	33

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Public Service Company of New Hampshire			
FOOTNOTE DATA			

**Schedule Page: 256 Line No.: 19 Column: h**

*Rate Reduction Bonds:* PSNH Funding LLC 3 (PSNH Funding) is a bankruptcy remote, special purpose, wholly-owned subsidiary of PSNH. PSNH Funding was formed solely to issue rate reduction bonds (RRBs) to finance PSNH's unrecovered remaining costs associated with the divestiture of its generation assets.

On May 8, 2018, PSNH Funding issued \$635.7 million of securitized RRBs in multiple tranches with a weighted average interest rate of 3.66 percent, and final maturity dates ranging from 2026 to 2035. The RRBs are expected to be repaid by February 1, 2033. RRB payments consist of principal and interest and will be paid semi-annually, beginning on February 1, 2019. The RRBs were issued pursuant to a finance order issued by the NHPUC on January 30, 2018 to recover remaining costs resulting from the divestiture of PSNH's generation assets.

The proceeds were used by PSNH Funding to purchase PSNH's stranded cost asset-recovery property, including its vested property right to bill, collect and adjust a non-bypassable stranded cost recovery charge from PSNH's retail customers. The collections will be used to pay principal, interest and other costs in connection with the RRBs. The RRBs are secured by the stranded cost asset-recovery property. Cash collections from the stranded cost recovery charges and funds on deposit in trust accounts are the sole source of funds to satisfy the debt obligation. PSNH is not the owner of the RRBs, and PSNH Funding's assets and revenues are not available to pay PSNH's creditors. The RRBs are non-recourse senior secured obligations of PSNH Funding and are not insured or guaranteed by PSNH or Eversource Energy.

However, a Rate Reduction Bond related Advance From Associated Companies (223) and related interest is held at PSNH and is presented herein.

**Schedule Page: 256 Line No.: 25 Column: a**

**Reconcile Page 256 to Income Statement:**

Total interest for the year includes \$14,369,619 (Account 430) of interest associated with inter-company Rate Reduction Bonds and excludes \$25,947 additional credit for interest related to Other Comprehensive Income.

Total Interest on Long Term Debt (427)	35,487,297
Rate Reduction Bonds Interest to Assoc. Companies (430)	14,369,619
Interest of Other Comprehensive Income	25,947
Total Line 33, Column (i)	49,882,863

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<b>RECONCILIATION OF REPORTED NET INCOME WITH TAXABLE INCOME FOR FEDERAL INCOME TAXES</b>				
<p>1. Report the reconciliation of reported net income for the year with taxable income used in computing Federal income tax accruals and show computation of such tax accruals. Include in the reconciliation, as far as practicable, the same detail as furnished on Schedule M-1 of the tax return for the year. Submit a reconciliation even though there is no taxable income for the year. Indicate clearly the nature of each reconciling amount.</p> <p>2. If the utility is a member of a group which files a consolidated Federal tax return, reconcile reported net income with taxable net income as if a separate return were to be filed, indicating, however, intercompany amounts to be eliminated in such a consolidated return. State names of group member, tax assigned to each group member, and basis of allocation, assignment, or sharing of the consolidated tax among the group members.</p> <p>3. A substitute page, designed to meet a particular need of a company, may be used as long as the data is consistent and meets the requirements of the above instructions. For electronic reporting purposes complete Line 27 and provide the substitute Page in the context of a footnote.</p>				
Line No.	Particulars (Details) (a)	Amount (b)		
1	Net Income for the Year (Page 117)	115,875,789		
2				
3				
4	Taxable Income Not Reported on Books			
5				
6				
7				
8				
9	Deductions Recorded on Books Not Deducted for Return			
10	Employee Compensation and Benefits	3,673,055		
11	Current and Deferred Federal and State Income Taxes	47,448,325		
12	Other	1,488,324		
13				
14	Income Recorded on Books Not Included in Return			
15	Other	2,252,257		
16				
17				
18				
19	Deductions on Return Not Charged Against Book Income			
20	Book/Tax Property Differences	-184,083,723		
21	Amortization/Deferral of Regulatory Assets	52,258,896		
22	Bad Debts	587,575		
23				
24				
25				
26				
27	Federal Tax Net Income	39,497,498		
28	Show Computation of Tax:			
29	Federal Income Tax @ 21%	8,294,475		
30				
31	Prior Years Taxes and Other	3,735,695		
32				
33	Federal Income Tax	12,030,170		
34	Federal Income Tax - Other Income/Deductions - Page 117, Line 53	-741,063		
35				
36	Federal Income Tax (Page 114 Line 15)	12,771,233		
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FOOTNOTE DATA			

**Schedule Page: 261 Line No.: 27 Column: b**

This company is a member of an affiliated group, Eversource Energy and Subsidiaries, which will file a 2018 consolidated federal income tax return on or before October 15, 2019.

Members of the group are:

Eversource Energy  
The Connecticut Light and Power Company  
The Connecticut Steam Company  
Electric Power, Inc.  
NGS Sub, Inc.  
Harbor Electric Energy Company  
Hopkinton LNG Corp.  
HWP Company  
North Atlantic Energy Corporation  
North Atlantic Energy Service Corporation  
Northeast Generation Services Company  
Northeast Nuclear Energy Company  
Eversource Energy Service Company  
NSTAR Electric Company  
NSTAR Gas Company  
NU Enterprises, Inc.  
Eversource Energy Transmission Ventures, Inc.  
The Nutmeg Power Company  
Properties, Inc.  
Public Service Company of New Hampshire  
Renewable Properties, Inc.  
The Rocky River Realty Company  
Yankee Energy System, Inc.  
Yankee Gas Services Company  
Eversource Holdco Corporation  
Eversource Water Ventures, Inc.  
Eversource Aquarion Holdings, Inc.  
Aquarion Company  
Homeowner Safety Valve Company  
Aquarion Water Company  
Aquarion Water Company of New Hampshire  
Aquarion Water Capital of Massachusetts, Inc.  
Aquarion Water Company of Massachusetts, Inc.  
Aquarion Water Company of Connecticut

The above entities are parties to a tax allocation agreement under which taxable subsidiaries do not pay any more taxes than they would have otherwise paid had they filed a separate Company tax return, and subsidiaries generating tax losses, if any, are paid for their losses when utilized.

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TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR

1. Give particulars (details) of the combined prepaid and accrued tax accounts and show the total taxes charged to operations and other accounts during the year. Do not include gasoline and other sales taxes which have been charged to the accounts to which the taxed material was charged. If the actual, or estimated amounts of such taxes are known, show the amounts in a footnote and designate whether estimated or actual amounts.
2. Include on this page, taxes paid during the year and charged direct to final accounts, (not charged to prepaid or accrued taxes.) Enter the amounts in both columns (d) and (e). The balancing of this page is not affected by the inclusion of these taxes.
3. Include in column (d) taxes charged during the year, taxes charged to operations and other accounts through (a) accruals credited to taxes accrued, (b) amounts credited to proportions of prepaid taxes chargeable to current year, and (c) taxes paid and charged direct to operations or accounts other than accrued and prepaid tax accounts.
4. List the aggregate of each kind of tax in such manner that the total tax for each State and subdivision can readily be ascertained.

Line No.	Kind of Tax (See instruction 5) (a)	BALANCE AT BEGINNING OF YEAR		Taxes Charged During Year (d)	Taxes Paid During Year (e)	Adjustments (f)
		Taxes Accrued (Account 236) (b)	Prepaid Taxes (Include in Account 165) (c)			
1	FEDERAL					
2	Unemployment	24,374		20,799	28,783	
3	FICA	587,795		3,141,424	3,165,867	
4	Income		3,432,005	12,030,170	35,213,981	
5	Medicare	137,469		852,153	857,870	
6	Highway Use			5,856	5,856	
7	Subtotal	749,638	3,432,005	16,050,402	39,272,357	
8						
9	STATE OF					
10	NEW HAMPSHIRE					
11	Unemployment	119,829		-44,419	72,484	
12	Business Profits		3,530,634	-545,318	-4,970,721	
13	Business Enterprise			772,397	772,397	
14	Excise Tax					
15	Consumption			4,631	4,631	
16	Subtotal	119,829	3,530,634	187,291	-4,121,209	
17						
18	LOCAL NEW HAMPSHIRE					
19	Property		20,429,485	81,830,336	76,507,369	
20	Subtotal		20,429,485	81,830,336	76,507,369	
21						
22	DISTRICT OF COLUMBIA					
23	Unemployment			31	31	
24	Subtotal			31	31	
25						
26	LOCAL MAINE					
27	Property			479,875	479,875	
28	Subtotal			479,875	479,875	
29						
30	STATE OF VERMONT					
31	Income			300	300	
32	VT Use Tax			2,551	2,551	
33	Subtotal			2,851	2,851	
34						
35	LOCAL VERMONT					
36	Property			94,788	94,788	
37	Subtotal			94,788	94,788	
38						
39						
40	STATE OF CONNECTICUT					
41	TOTAL	869,467	27,392,124	98,793,592	112,384,080	

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**TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR**

1. Give particulars (details) of the combined prepaid and accrued tax accounts and show the total taxes charged to operations and other accounts during the year. Do not include gasoline and other sales taxes which have been charged to the accounts to which the taxed material was charged. If the actual, or estimated amounts of such taxes are known, show the amounts in a footnote and designate whether estimated or actual amounts.
2. Include on this page, taxes paid during the year and charged direct to final accounts, (not charged to prepaid or accrued taxes.) Enter the amounts in both columns (d) and (e). The balancing of this page is not affected by the inclusion of these taxes.
3. Include in column (d) taxes charged during the year, taxes charged to operations and other accounts through (a) accruals credited to taxes accrued, (b) amounts credited to proportions of prepaid taxes chargeable to current year, and (c) taxes paid and charged direct to operations or accounts other than accrued and prepaid tax accounts.
4. List the aggregate of each kind of tax in such manner that the total tax for each State and subdivision can readily be ascertained.

Line No.	Kind of Tax (See instruction 5) (a)	BALANCE AT BEGINNING OF YEAR		Taxes Charged During Year (d)	Taxes Paid During Year (e)	Adjustments (f)
		Taxes Accrued (Account 236) (b)	Prepaid Taxes (Include in Account 165) (c)			
1	Unemployment			37,937	37,937	
2	Connecticut Excise Tax			34,456	34,456	
3	Subtotal			72,393	72,393	
4						
5						
6	COMMONWEALTH OF					
7	MASSACHUSETTS					
8	Unemployment			26,715	26,715	
9	Universal Health			4,880	4,880	
10	Income			31,025	31,025	
11	Mfg. Corp. Excise			13,005	13,005	
12	Subtotal			75,625	75,625	
13						
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26						
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37						
38						
39						
40						
41	TOTAL	869,467	27,392,124	98,793,592	112,384,080	

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<b>TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR (Continued)</b>						
<p>5. If any tax (exclude Federal and State income taxes)- covers more than one year, show the required information separately for each tax year, identifying the year in column (a).</p> <p>6. Enter all adjustments of the accrued and prepaid tax accounts in column (f) and explain each adjustment in a foot- note. Designate debit adjustments by parentheses.</p> <p>7. Do not include on this page entries with respect to deferred income taxes or taxes collected through payroll deductions or otherwise pending transmittal of such taxes to the taxing authority.</p> <p>8. Report in columns (i) through (l) how the taxes were distributed. Report in column (l) only the amounts charged to Accounts 408.1 and 409.1 pertaining to electric operations. Report in column (l) the amounts charged to Accounts 408.1 and 109.1 pertaining to other utility departments and amounts charged to Accounts 408.2 and 409.2. Also shown in column (l) the taxes charged to utility plant or other balance sheet accounts.</p> <p>9. For any tax apportioned to more than one utility department or account, state in a footnote the basis (necessity) of apportioning such tax.</p>						
<b>BALANCE AT END OF YEAR</b>		<b>DISTRIBUTION OF TAXES CHARGED</b>				Line No.
(Taxes accrued Account 236) (g)	Prepaid Taxes (Incl. in Account 165) (h)	Electric (Account 408.1, 409.1) (i)	Extraordinary Items (Account 409.3) (j)	Adjustments to Ret. Earnings (Account 439) (k)	Other (l)	
						1
16,390		20,799				2
563,352		3,141,424				3
	26,615,816	12,771,233			-741,063	4
131,752		852,153				5
		5,856				6
711,494	26,615,816	16,791,465			-741,063	7
						8
						9
						10
2,926		-44,419				11
894,769		-242,812			-302,506	12
		772,397				13
		4,631				14
		4,631				15
897,695		489,797			-302,506	16
						17
						18
	15,106,518	71,743,628			10,086,708	19
	15,106,518	71,743,628			10,086,708	20
						21
						22
		31				23
		31				24
						25
						26
		479,875				27
		479,875				28
						29
						30
		300				31
		2,551				32
		2,851				33
						34
						35
		94,788				36
		94,788				37
						38
						39
						40
1,609,189	41,722,334	89,750,453			9,043,139	41

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
<b>TAXES ACCRUED, PREPAID AND CHARGED DURING YEAR (Continued)</b>						
<p>5. If any tax (exclude Federal and State income taxes)- covers more than one year, show the required information separately for each tax year, identifying the year in column (a).</p> <p>6. Enter all adjustments of the accrued and prepaid tax accounts in column (f) and explain each adjustment in a foot- note. Designate debit adjustments by parentheses.</p> <p>7. Do not include on this page entries with respect to deferred income taxes or taxes collected through payroll deductions or otherwise pending transmittal of such taxes to the taxing authority.</p> <p>8. Report in columns (i) through (l) how the taxes were distributed. Report in column (l) only the amounts charged to Accounts 408.1 and 409.1 pertaining to electric operations. Report in column (l) the amounts charged to Accounts 408.1 and 109.1 pertaining to other utility departments and amounts charged to Accounts 408.2 and 409.2. Also shown in column (l) the taxes charged to utility plant or other balance sheet accounts.</p> <p>9. For any tax apportioned to more than one utility department or account, state in a footnote the basis (necessity) of apportioning such tax.</p>						
<b>BALANCE AT END OF YEAR</b>		<b>DISTRIBUTION OF TAXES CHARGED</b>				Line No.
(Taxes accrued Account 236) (g)	Prepaid Taxes (Incl. in Account 165) (h)	Electric (Account 408.1, 409.1) (i)	Extraordinary Items (Account 409.3) (j)	Adjustments to Ret. Earnings (Account 439) (k)	Other (l)	
		37,937				1
		34,456				2
		72,393				3
						4
						5
						6
						7
		26,715				8
		4,880				9
		31,025				10
		13,005				11
		75,625				12
						13
						14
						15
						16
						17
						18
						19
						20
						21
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						32
						33
						34
						35
						36
						37
						38
						39
						40
1,609,189	41,722,334	89,750,453			9,043,139	41

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

**Schedule Page: 262 Line No.: 2 Column: i**  
Federal Unemployment Taxes charged to operating expense includes a transmission related component of \$2,040.

**Schedule Page: 262 Line No.: 3 Column: i**  
FICA Taxes charged to operating expense includes a transmission related component of \$307,874.

**Schedule Page: 262 Line No.: 4 Column: i**  
Federal Income Taxes charged to operating expense includes a transmission related component of \$12,622,589.

**Schedule Page: 262 Line No.: 4 Column: i**  
Federal Income Taxes charged to other accounts includes a transmission related component of (\$289,333).

**Schedule Page: 262 Line No.: 5 Column: i**  
Medicare Taxes charged to operating expense includes a transmission related component of \$81,777.

**Schedule Page: 262 Line No.: 6 Column: i**  
Federal Highway Use Taxes charged to other accounts includes a transmission related component of \$-0-.

**Schedule Page: 262 Line No.: 11 Column: i**  
State of New Hampshire Unemployment Taxes charged to operating expense includes a transmission related component of (\$1,864).

**Schedule Page: 262 Line No.: 12 Column: i**  
State of New Hampshire Business Profits Taxes charged to operating expense includes a transmission related component of \$2,806,623.

**Schedule Page: 262 Line No.: 12 Column: i**  
State of New Hampshire Business Profits Taxes charged to other accounts includes a transmission related component of (\$118,332).

**Schedule Page: 262 Line No.: 13 Column: i**  
State of New Hampshire Enterprise Taxes charged to operating expense includes a transmission related component of \$172,230.

**Schedule Page: 262 Line No.: 15 Column: i**  
State of New Hampshire Consumption Taxes charged to operating expense includes a transmission related component of \$-0-.

**Schedule Page: 262 Line No.: 19 Column: i**

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Public Service Company of New Hampshire	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) / /	2018/Q4
FOOTNOTE DATA			

New Hampshire local property taxes charged to operating expense includes a transmission related component of \$26,868,469.

**Schedule Page: 262 Line No.: 19 Column: 1**

State of New Hampshire local property taxes charged to other accounts of \$10,086,708 includes amounts charged to capital and O&M accounts. There is a total transmission related component of \$3,777,472.

**Schedule Page: 262 Line No.: 20 Column: 1**

**Information of Formula Rates:**

Calculated per company records and in accordance with Schedule 21-ES, Schedule 1 under ISO New England Inc. Transmission, Markets and Services Tarriff, Section II.

Reference page 106, line 1.

Calculated per company records as stipulated per contract.  
Reference page 106, lines 14, 18 and 22.

**Schedule Page: 262 Line No.: 23 Column: 1**

District of Columbia Unemployment Taxes charged to operating expense includes a transmission related component of \$5.

**Schedule Page: 262 Line No.: 27 Column: 1**

Maine local property taxes charged to operating expense includes a transmission related component of \$179,713.

**Schedule Page: 262 Line No.: 31 Column: 1**

State of Vermont Income Taxes charged to operating expense includes a transmission related component of \$-0-.

**Schedule Page: 262 Line No.: 32 Column: 1**

State of Vermont Use Tax charged to operating expense includes a transmission related component of \$-0-.

**Schedule Page: 262 Line No.: 36 Column: 1**

Vermont local property taxes charged to operating expense includes a transmission related component of \$35,498.

**Schedule Page: 262.1 Line No.: 1 Column: 1**

State of Connecticut Unemployment Taxes charged to operating expense includes a transmission related component of \$5,584.

**Schedule Page: 262.1 Line No.: 2 Column: 1**

State of Connecticut Excise Taxes charged to operating expense includes a transmission related component of \$17,201.

**Schedule Page: 262.1 Line No.: 8 Column: 1**

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

Commonwealth of Massachusetts Unemployment Taxes charged to operating expense includes a transmission related component of \$3,932.

**Schedule Page: 262.1 Line No.: 9 Column: i**

Commonwealth of Massachusetts Universal Health Taxes charged to operating expense includes a transmission related component of \$718.

**Schedule Page: 262.1 Line No.: 10 Column: i**

Commonwealth of Massachusetts Income Taxes charged to operating expense includes a transmission related component of \$-0-.

**Schedule Page: 262.1 Line No.: 11 Column: i**

Commonwealth of Massachusetts Excise Taxes charged to operating expense includes a transmission related component of \$-0-.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /		Year/Period of Report End of 2018/Q4	
<b>ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255)</b>							
Report below information applicable to Account 255. Where appropriate, segregate the balances and transactions by utility and nonutility operations. Explain by footnote any correction adjustments to the account balance shown in column (g). Include in column (i) the average period over which the tax credits are amortized.							
Line No.	Account Subdivisions (a)	Balance at Beginning of Year (b)	Deferred for Year		Allocations to Current Year's Income		Adjustments (g)
			Account No. (c)	Amount (d)	Account No. (e)	Amount (f)	
1	Electric Utility						
2	3%						
3	4%	9,640			411.4	5,632	
4	7%						
5	10%	23,998			411.4	14,022	
6		86,988			411.4	2,373	
7							
8	<b>TOTAL</b>	<b>120,626</b>				<b>22,027</b>	
9	Other (List separately and show 3%, 4%, 7%, 10% and TOTAL)						
10							
11							
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
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48							

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
ACCUMULATED DEFERRED INVESTMENT TAX CREDITS (Account 255) (continued)					
Balance at End of Year (h)	Average Period of Allocation to Income (i)	ADJUSTMENT EXPLANATION			Line No.
					1
					2
4,008					3
					4
9,976					5
84,615					6
					7
98,599					8
					9
					10
					11
					12
					13
					14
					15
					16
					17
					18
					19
					20
					21
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					47
					48

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

**Schedule Page: 266 Line No.: 8 Column: b**

Note that at the beginning of the year, the balance of Accumulated Deferred Investment Tax Credits in Account 255 includes a transmission related component of \$3,989.

**Information on Formula Rates:**

Calculated per company records as stipulated per contract.

Page 106 lines 13, 17, 21 and 25.

**Schedule Page: 266 Line No.: 8 Column: f**

The amortization charged to account 411.4 includes a transmission related component of \$445 for the year ended December 31, 2018.

**Schedule Page: 266 Line No.: 8 Column: h**

Note that at the end of the year, the balance of Accumulated Deferred Investment Tax Credits in Account 255 includes a transmission related component of \$3,544.

**Information on Formula Rates:**

Calculated per company records as stipulated per contract.

Page 106 lines 13, 17, 21 and 25.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
OTHER DEFERRED CREDITS (Account 253)						
1. Report below the particulars (details) called for concerning other deferred credits.						
2. For any deferred credit being amortized, show the period of amortization.						
3. Minor items (5% of the Balance End of Year for Account 253 or amounts less than \$100,000, whichever is greater) may be grouped by classes.						
Line No.	Description and Other Deferred Credits (a)	Balance at Beginning of Year (b)	DEBITS		Credits (e)	Balance at End of Year (f)
			Contra Account (c)	Amount (d)		
1	Rehabilitation Tax Credit	800,040	407	34,044		765,996
2						
3	Deferred Contract Obligation-CYAPC	220,537	182/234	14,114	5,175	211,598
4						
5	Deferred Contract Obligation-MYAPC	294,121	182/234	16,215	4,776	282,682
6						
7	Tax Lease - Garvin Falls	113,773	456	113,773		
8						
9	Transmission Generator					
10	Interconnection Deposits	2,689,425	252/431	2,780,378	90,953	
11						
12	Deferred Compensation-Executive	538,774	Various		14,268	553,042
13						
14	Clean Energy Fund	5,000,000				5,000,000
15						
16	Minor Items (4)	422,729	Various	435,763	491,621	478,587
17						
18						
19						
20						
21						
22						
23						
24						
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
46						
47	TOTAL	10,079,399		3,394,287	606,793	7,291,905

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
<b>ACCUMULATED DEFERRED INCOME TAXES - ACCELERATED AMORTIZATION PROPERTY (Account 281)</b>					
1. Report the information called for below concerning the respondent's accounting for deferred income taxes relating to amortizable property.					
2. For other (Specify), include deferrals relating to other income and deductions.					
Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR		
			Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)	
1	Accelerated Amortization (Account 281)				
2	Electric				
3	Defense Facilities				
4	Pollution Control Facilities	47,512,306			
5	Other (provide details in footnote):				
6					
7					
8	TOTAL Electric (Enter Total of lines 3 thru 7)	47,512,306			
9	Gas				
10	Defense Facilities				
11	Pollution Control Facilities				
12	Other (provide details in footnote):				
13					
14					
15	TOTAL Gas (Enter Total of lines 10 thru 14)				
16					
17	TOTAL (Acct 281) (Total of 8, 15 and 16)	47,512,306			
18	Classification of TOTAL				
19	Federal Income Tax	29,972,538			
20	State Income Tax	17,539,768			
21	Local Income Tax				
NOTES					

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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ACCUMULATED DEFERRED INCOME TAXES \_ ACCELERATED AMORTIZATION PROPERTY (Account 281) (Continued)

3. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Debits		Credits			
		Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)		
							1
							2
							3
		282	47,512,306				4
							5
							6
							7
			47,512,306				8
							9
							10
							11
							12
							13
							14
							15
							16
			47,512,306				17
							18
			29,972,538				19
			17,539,768				20
							21

NOTES (Continued)

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report
Public Service Company of New Hampshire		/ /	2018/Q4
FOOTNOTE DATA			

**Schedule Page: 272 Line No.: 4 Column: h**  
The account was cleared during to the sale of PSNH's generating assets.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
<b>ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282)</b>					
1. Report the information called for below concerning the respondent's accounting for deferred income taxes relating to property not subject to accelerated amortization					
2. For other (Specify), include deferrals relating to other income and deductions.					
Line No.	Account  (a)	Balance at Beginning of Year  (b)	CHANGES DURING YEAR		
			Amounts Debited to Account 410.1 (c)		Amounts Credited to Account 411.1 (d)
1	Account 282				
2	Electric	711,980,662	52,487,935		1,018,053
3	Gas				
4					
5	TOTAL (Enter Total of lines 2 thru 4)	711,980,662	52,487,935		1,018,053
6	Other	-267,873,648			
7					
8					
9	TOTAL Account 282 (Enter Total of lines 5 thru 8)	444,107,014	52,487,935		1,018,053
10	Classification of TOTAL				
11	Federal Income Tax	363,457,656	27,535,094		608,818
12	State Income Tax	80,649,360	24,952,841		409,235
13	Local Income Tax				
NOTES					

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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ACCUMULATED DEFERRED INCOME TAXES - OTHER PROPERTY (Account 282) (Continued)

3. Use footnotes as required.

CHANGES DURING YEAR		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Debits		Credits			
		Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)		
				281	47,512,304	810,962,848	1
							2
							3
					47,512,304	810,962,848	4
			140,405,956			-408,279,604	5
							6
							7
			140,405,956		47,512,304	402,683,244	8
							9
			96,856,469		29,972,538	323,500,001	10
			43,549,489		17,539,766	79,183,243	11
							12
							13

NOTES (Continued)

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Public Service Company of New Hampshire	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) / /	2018/Q4
FOOTNOTE DATA			

**Schedule Page: 274 Line No.: 9 Column: b**

Note at the beginning of the year, the total balance of Accumulated Deferred Income Taxes in Account 282 includes a transmission related component of \$146,288,015. In addition, Account 254 includes a transmission related component of \$79,629,952 transferred from this account as a result of the Federal Income Tax Act.

**Schedule Page: 274 Line No.: 9 Column: k**

Note at the end of the year, the total balance of Accumulated Deferred Income Taxes in Account 282 includes a transmission related component of \$156,627,397.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
<b>ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283)</b>				
1. Report the information called for below concerning the respondent's accounting for deferred income taxes relating to amounts recorded in Account 283.				
2. For other (Specify), include deferrals relating to other income and deductions.				
Line No.	Account (a)	Balance at Beginning of Year (b)	CHANGES DURING YEAR	
			Amounts Debited to Account 410.1 (c)	Amounts Credited to Account 411.1 (d)
1	Account 283			
2	Electric			
3		160,171,879	9,385,353	38,025,987
4		4,179,201		
5				
6				
7				
8				
9	TOTAL Electric (Total of lines 3 thru 8)	164,351,080	9,385,353	38,025,987
10	Gas			
11				
12				
13				
14				
15				
16				
17	TOTAL Gas (Total of lines 11 thru 16)			
18	Other Income and Deductions	1,846,021		
19	TOTAL (Acct 283) (Enter Total of lines 9, 17 and 18)	166,197,101	9,385,353	38,025,987
20	Classification of TOTAL			
21	Federal Income Tax	150,090,929	6,612,050	27,118,469
22	State Income Tax	16,106,172	2,773,303	10,907,518
23	Local Income Tax			
NOTES				

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4		
ACCUMULATED DEFERRED INCOME TAXES - OTHER (Account 283) (Continued)							
3. Provide in the space below explanations for Page 276 and 277. Include amounts relating to insignificant items listed under Other.							
4. Use footnotes as required.							
CHANGES DURING YEAR		ADJUSTMENTS				Balance at End of Year (k)	Line No.
Amounts Debited to Account 410.2 (e)	Amounts Credited to Account 411.2 (f)	Debits		Credits			
		Account Credited (g)	Amount (h)	Account Debited (i)	Amount (j)		
				Various	128,953,942	260,485,187	1
						4,179,201	2
							3
							4
							5
							6
							7
							8
					128,953,942	264,664,388	9
							10
							11
							12
							13
							14
							15
							16
							17
89,637	251,094					1,684,564	18
89,637	251,094				128,953,942	266,348,952	19
							20
63,757	178,295				86,553,196	216,023,168	21
25,880	72,799				42,400,746	50,325,784	22
							23
NOTES (Continued)							

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

**Schedule Page: 276 Line No.: 19 Column: b**

Note that at the beginning of the year, the total balance of Accumulated Deferred Income Taxes in Account 283 includes a transmission related component of \$7,188,393. In addition, Account 254 includes a transmission related component of \$34,325,162 transferred from this account as a result of the Federal Income Tax Act.

**Schedule Page: 276 Line No.: 19 Column: k**

**Annual Report of PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE  
For Year Ended December 31, 2018  
Accumulated Deferred Income Taxes (Account 283)**

	Beginning Balance	Activity	Ending Balance
<b>Account 283DG</b>			
ASC 740 Gross-Up (FAS109)	\$ 11,391,700	(3,328,998)	\$ 8,062,702
<b>Account 283DK0</b>			
FAS 109 Regulatory Asset	(30,450,610)	12,351,931	(18,098,679)
<b>Account 283GN0</b>			
FAS 109 - Generation	-	225,661,044	225,661,044
<b>Account 283GN1</b>			
ADIT - Generation	-	(80,312,532)	(80,312,532)
<b>Account 28399</b>			
Employee Benefits	1,680,986	(265,671)	1,415,315
Property Taxes	5,505,182	(293,397)	5,211,785
Regulatory Deferrals	103,613,464	(54,106,712)	49,506,752
Other	74,456,379	(19,553,814)	54,902,565
Sub-Total Account 28399	185,256,011	(74,219,593)	111,036,418
<b>Total Account 283</b>	<u>\$ 166,197,101</u>	<u>\$ 100,151,851</u>	<u>\$ 266,348,952</u>

Note that at the end of the year, the total balance of Accumulated Deferred Income Taxes in Account 283 includes a transmission related component of \$6,799,664.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
OTHER REGULATORY LIABILITIES (Account 254)						
1. Report below the particulars (details) called for concerning other regulatory liabilities, including rate order docket number, if applicable. 2. Minor items (5% of the Balance in Account 254 at end of period, or amounts less than \$100,000 which ever is less), may be grouped by classes. 3. For Regulatory Liabilities being amortized, show period of amortization.						
Line No.	Description and Purpose of Other Regulatory Liabilities (a)	Balance at Beginning of Current Quarter/Year (b)	DEBITS		Credits (e)	Balance at End of Current Quarter/Year (f)
			Account Credited (c)	Amount (d)		
1	FASB ASC 740 Regulatory Liability	7,146,833	190	2,284,702		4,862,131
2						
3	NWPP Deferral					
4	Docket No. DE 03-166	912,065	Various	2,240,800	1,328,735	
5						
6	Docket No. DE 99-099	112,732	Various	49,287	21,183	84,628
7						
8	TCAM Deferral					
9	Docket No. 06-028	2,584,980	565,431	26,146,111	43,587,427	20,026,296
10						
11	MedVantage APBO	107,225	228,926	100,400	80,302	87,127
12						
13	Electric Assistance Program					
14	Docket No. DE 02-034	372,886				372,886
15						
16	SCRC Deferral					
17	Docket No DE 99-09	160,581	407,431	19,356,015	20,473,897	1,278,463
18						
19	C&LM Deferral					
20	Docket No. 05-164	475,030	908	18,287,433	19,157,988	1,345,585
21						
22	RGGI SCRC Deferral					
23	Docket No DE 99-09	1,764,543	407,431	4,569,172	4,367,618	1,562,989
24						
25	Medicare Deferred Tax	344,978	407,421	796,830	1,951,852	1,500,000
26						
27	Generation Divestiture Deferred Gain	748,208	421	20,145,000	19,396,792	
28						
29	Regulatory Liability From					
30	Federal Income Tax Rate Reduction	405,113,634	Various	6,147,198		398,966,436
31						
32	Minor Items (4)	81,640	Various	13,118,966	13,321,982	284,656
33						
34	Transmission Tariff Deferral					
35	FERC Docket No. ER 03-1247		Various	36,775,581	37,102,625	327,044
36						
37	Reliability Enhancement					
38	Program Deferral		407	605,146	1,816,091	1,210,945
39						
40	New Hampshire Assessment Deferral		928	356,460	451,848	95,388
41	TOTAL	419,925,335		152,373,443	171,439,805	438,991,697

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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OTHER REGULATORY LIABILITIES (Account 254)

1. Report below the particulars (details) called for concerning other regulatory liabilities, including rate order docket number, if applicable.
2. Minor items (5% of the Balance in Account 254 at end of period, or amounts less than \$100,000 which ever is less), may be grouped by classes.
3. For Regulatory Liabilities being amortized, show period of amortization.

Line No.	Description and Purpose of Other Regulatory Liabilities (a)	Balance at Beginning of Current Quarter/Year (b)	DEBITS		Credits (e)	Balance at End of Current Quarter/Year (f)
			Account Credited (c)	Amount (d)		
1						
2	Energy Service Deferral					
3	Docket No. DE 05-164		407,431	1,394,342	8,381,465	6,987,123
4						
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41	TOTAL	419,925,335		152,373,443	171,439,805	438,991,697

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report
Public Service Company of New Hampshire		/ /	2018/Q4
FOOTNOTE DATA			

**Schedule Page: 278 Line No.: 1 Column: b**  
Note that the balance of FASB ASC 740 regulatory liability at December 31, 2017 includes a transmission related component of (\$42,652).

**Schedule Page: 278 Line No.: 1 Column: f**  
Note that the balance of FASB ASC 740 regulatory liability at December 31, 2018 includes a transmission related component of \$17,549.

**Schedule Page: 278 Line No.: 30 Column: f**

On December 22, 2017, the President signed into law the Tax Cuts and Jobs Act (TCJA). The TCJA, among other things, reduced the federal corporate income tax rate from 35 percent to 21 percent, effective January 1, 2018. This means that, beginning January 1, 2018, companies subject to the Commission’s jurisdiction will compute income taxes owed to the Internal Revenue Service based on a 21 percent tax rate. The tax rate reduction will result in less corporate income tax expense going forward.

(1) In accounting for the impact of the income tax rate change, FERC accounts 190, 282, and 283 were reduced to reflect lower required balances in Accumulated Deferred Income Taxes (“ADIT”). FERC account 254 was increased for the amount of the ADIT surplus caused by the rate change from 35% to 21%.

(2) The affected ADIT accounts were remeasured by comparing ADIT on cumulative temporary differences for each item in accounts 190, 282, 283 at a Federal income rate of 21% to the ADIT at 35%. The difference between the two represents the excess ADIT.

(3) The related amounts associated with the reversal and elimination of ADIT balances in these accounts is as follows:

	Unprotected 190 and 283	Protected 282	Revenue Requirement Adjustment	Total ADIT Decrease
PSNH Distribution				
Distribution	\$ 15,767,949	\$ 124,124,064	\$ 54,931,653	\$ 194,823,666
Generation *	10,872,735	52,249,455	28,196,134	91,318,324
Total PSNH Distribution	26,640,684	176,373,519	83,127,787	286,141,990
PSNH Transmission	2,223,899	76,974,044	33,626,503	112,824,446
Total PSNH Company	\$ 28,864,583	\$ 253,347,563	\$ 116,754,290	\$ 398,966,436
* Excess ADIT from Generation division was assumed by Distribution division.				

(4) The amount of excess ADIT that is protected and unprotected is included in the table in item 3.

(5) The excess ADIT will be amortized to account 411.1.

(6) The amortization period of the excess ADIT to be refunded through rates ranges from 5 years to 10 years for unprotected ADIT. Protected ADIT will be refunded using the Average Rate Assumption

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report
Public Service Company of New Hampshire		/ /	2018/Q4
FOOTNOTE DATA			

Method.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
<b>ELECTRIC OPERATING REVENUES (Account 400)</b>				
<p>1. The following instructions generally apply to the annual version of these pages. Do not report quarterly data in columns (c), (e), (f), and (g). Unbilled revenues and MWH related to unbilled revenues need not be reported separately as required in the annual version of these pages.</p> <p>2. Report below operating revenues for each prescribed account, and manufactured gas revenues in total.</p> <p>3. Report number of customers, columns (f) and (g), on the basis of meters, in addition to the number of flat rate accounts; except that where separate meter readings are added for billing purposes, one customer should be counted for each group of meters added. The -average number of customers means the average of twelve figures at the close of each month.</p> <p>4. If increases or decreases from previous period (columns (c),(e), and (g)), are not derived from previously reported figures, explain any inconsistencies in a footnote.</p> <p>5. Disclose amounts of \$250,000 or greater in a footnote for accounts 451, 456, and 457.2.</p>				
Line No.	Title of Account (a)	Operating Revenues Year to Date Quarterly/Annual (b)	Operating Revenues Previous year (no Quarterly) (c)	
1	Sales of Electricity			
2	(440) Residential Sales	557,497,739	537,438,851	
3	(442) Commercial and Industrial Sales			
4	Small (or Comm.) (See Instr. 4)	312,485,488	292,410,436	
5	Large (or Ind.) (See Instr. 4)	79,250,829	72,370,943	
6	(444) Public Street and Highway Lighting	4,447,346	4,931,795	
7	(445) Other Sales to Public Authorities			
8	(446) Sales to Railroads and Railways			
9	(448) Interdepartmental Sales			
10	TOTAL Sales to Ultimate Consumers	953,681,402	907,152,025	
11	(447) Sales for Resale	67,976,847	40,207,095	
12	TOTAL Sales of Electricity	1,021,658,249	947,359,120	
13	(Less) (449.1) Provision for Rate Refunds	25,987,199	-4,584,050	
14	TOTAL Revenues Net of Prov. for Refunds	995,671,050	951,943,170	
15	Other Operating Revenues			
16	(450) Forfeited Discounts	959,162	2,627,082	
17	(451) Miscellaneous Service Revenues	3,108,541	3,494,505	
18	(453) Sales of Water and Water Power			
19	(454) Rent from Electric Property	7,608,715	7,616,795	
20	(455) Interdepartmental Rents			
21	(456) Other Electric Revenues	-11,551,915	880,773	
22	(456.1) Revenues from Transmission of Electricity of Others	51,213,859	27,649,084	
23	(457.1) Regional Control Service Revenues			
24	(457.2) Miscellaneous Revenues			
25				
26	TOTAL Other Operating Revenues	51,338,362	42,268,239	
27	TOTAL Electric Operating Revenues	1,047,009,412	994,211,409	

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
<b>ELECTRIC OPERATING REVENUES (Account 400)</b>					
<p>6. Commercial and industrial Sales, Account 442, may be classified according to the basis of classification (Small or Commercial, and Large or Industrial) regularly used by the respondent if such basis of classification is not generally greater than 1000 Kw of demand. (See Account 442 of the Uniform System of Accounts. Explain basis of classification in a footnote.)</p> <p>7. See pages 108-109, Important Changes During Period, for important new territory added and important rate increase or decreases.</p> <p>8. For Lines 2,4,5,and 6, see Page 304 for amounts relating to unbilled revenue by accounts.</p> <p>9. Include unmetered sales. Provide details of such Sales in a footnote.</p>					
MEGAWATT HOURS SOLD		AVG.NO. CUSTOMERS PER MONTH			Line No.
Year to Date Quarterly/Annual (d)	Amount Previous year (no Quarterly) (e)	Current Year (no Quarterly) (f)	Previous Year (no Quarterly) (g)		
					1
3,256,188	3,133,523	439,078	435,447		2
					3
3,298,677	3,267,151	74,742	74,245		4
1,347,135	1,342,107	2,757	2,797		5
12,786	15,236	772	815		6
					7
					8
					9
7,914,786	7,758,017	517,349	513,304		10
876,388	358,372	12	12		11
8,791,174	8,116,389	517,361	513,316		12
					13
8,791,174	8,116,389	517,361	513,316		14
<p>Line 12, column (b) includes \$ -2,451,111 of unbilled revenues.</p> <p>Line 12, column (d) includes -39,671 MWH relating to unbilled revenues</p>					

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

**Schedule Page: 300 Line No.: 10 Column: b**  
Total revenues derived from retail customers included \$(2,451,111) of unbilled revenues for the year 2018. See page 304 for details of unbilled revenues by customer class.

**Schedule Page: 300 Line No.: 10 Column: c**  
Total revenues derived from retail customers included \$8,444,401 of unbilled revenues for the year 2017.

**Schedule Page: 300 Line No.: 10 Column: d**  
The total "Megawatt Hours Sold" to PSNH retail customers represents the delivery of energy to all distribution customers including those customers who have chosen third party suppliers. In addition, this includes (39,671) MWHs related to unbilled revenues for the year 2018.

**Schedule Page: 300 Line No.: 10 Column: e**  
The total "Megawatt Hours Sold" to PSNH retail customers represents the delivery of energy to all distribution customers including energy for those customers who have chosen third party suppliers. In addition it includes 72,910 MWHs related to unbilled revenues for the year 2017.

**Schedule Page: 300 Line No.: 17 Column: b**  
Account 451 includes revenues of \$2,319,437 reconnection fees and \$757,620 collection charges for the year 2018.

**Schedule Page: 300 Line No.: 17 Column: c**  
Account 451 includes revenues of \$2,564,967 reconnection fees, and \$882,486 collection charges for the year 2017.

**Schedule Page: 300 Line No.: 19 Column: b**  
Account 454 includes \$1,885,213 Rental Revenue related to transmission for the year 2018.

**Schedule Page: 300 Line No.: 19 Column: c**  
Account 454 includes \$1,823,532 Rental Revenue related to transmission for the year 2017.

**Schedule Page: 300 Line No.: 21 Column: b**  
Account 456 includes \$(12,185,671) revenue for Northern Wood Power Project & Premium on REC Transfers, \$340,645 of Other Revenues for the year 2018.

**Schedule Page: 300 Line No.: 21 Column: c**  
Account 456 includes \$(741,213) revenue for Northern Wood Power Project & Premium on REC Transfers, \$736,657 credits from ISO-NE Reliability Issues, and \$792,553 from NOATT Schedule 2 revenues for the year 2017.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
REGIONAL TRANSMISSION SERVICE REVENUES (Account 457.1)					
1. The respondent shall report below the revenue collected for each service (i.e., control area administration, market administration, etc.) performed pursuant to a Commission approved tariff. All amounts separately billed must be detailed below.					
Line No.	Description of Service (a)	Balance at End of Quarter 1 (b)	Balance at End of Quarter 2 (c)	Balance at End of Quarter 3 (d)	Balance at End of Year (e)
1	Not Applicable				
2					
3					
4					
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43					
44					
45					
46	TOTAL				

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
<b>SALES OF ELECTRICITY BY RATE SCHEDULES</b>						
<p>1. Report below for each rate schedule in effect during the year the MWh of electricity sold, revenue, average number of customer, average Kwh per customer, and average revenue per Kwh, excluding date for Sales for Resale which is reported on Pages 310-311.</p> <p>2. Provide a subheading and total for each prescribed operating revenue account in the sequence followed in "Electric Operating Revenues," Page 300-301. If the sales under any rate schedule are classified in more than one revenue account, List the rate schedule and sales data under each applicable revenue account subheading.</p> <p>3. Where the same customers are served under more than one rate schedule in the same revenue account classification (such as a general residential schedule and an off peak water heating schedule), the entries in column (d) for the special schedule should denote the duplication in number of reported customers.</p> <p>4. The average number of customers should be the number of bills rendered during the year divided by the number of billing periods during the year (12 if all billings are made monthly).</p> <p>5. For any rate schedule having a fuel adjustment clause state in a footnote the estimated additional revenue billed pursuant thereto.</p> <p>6. Report amount of unbilled revenue as of end of year for each applicable revenue account subheading.</p>						
Line No.	Number and Title of Rate schedule (a)	MWh Sold (b)	Revenue (c)	Average Number of Customers (d)	KWh of Sales Per Customer (e)	Revenue Per KWh Sold (f)
1	Residential (440)					
2	R - Residential	3,237,412	554,616,418	439,039	7,374	0.1713
3	R - OTOD - Time of Day	462	88,990	39	11,846	0.1926
4	OL - Outdoor Lighting	1,653	828,243	3,207	515	0.5011
5	LCS - Load Controlled	36,777	4,407,869	3,622	10,154	0.1199
6	Unbilled Revenue	-20,116	-2,443,781			0.1215
7	Less: Duplicate Customer Col d			-6,829		
8	Total Residential	3,256,188	557,497,739	439,078	7,416	0.1712
9						
10	Commercial & Industrial (442)					
11	G - General Service	1,725,821	219,382,463	75,698	22,799	0.1271
12	G - OTOD - Time of Day	846	254,541	38	22,263	0.3009
13	LG - Large Controlled	1,171,324	51,494,525	104	11,262,731	0.0440
14	GV - Primary General	1,665,526	110,615,801	1,384	1,203,415	0.0664
15	OL - Outdoor Lighting	14,147	4,693,657	6,599	2,144	0.3318
16	LCS - Load Controlled	4,510	322,919	199	22,663	0.0716
17	B - Backup Service	83,191	4,980,370	25	3,327,640	0.0599
18	Unbilled Revenue	-19,553	-7,959			0.0004
19	Less: Duplicate Customer Col d			-6,548		
20	Total Comm & Ind	4,645,812	391,736,317	77,499	59,947	0.0843
21						
22	Public Street Lighting (444)					
23	EOL/OL - Outdoor Lighting	12,788	4,446,717	772	16,565	0.3477
24	Unbilled Revenue	-2	629			-0.3145
25	Less: Duplicate Customer Col d					
26	Total Public Street Lighting	12,786	4,447,346	772	16,562	0.3478
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41	TOTAL Billed	7,954,457	956,132,513	517,349	15,375	0.1202
42	Total Unbilled Rev.(See Instr. 6)	-39,671	-2,451,111	0	0	0.0618
43	TOTAL	7,914,786	953,681,402	517,349	15,299	0.1205

Name of Respondent		This Report Is:		Date of Report	Year/Period of Report	
Public Service Company of New Hampshire		(1) <input checked="" type="checkbox"/> An Original	(2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) / /	End of 2018/Q4	
<b>SALES FOR RESALE (Account 447)</b>						
<p>1. Report all sales for resale (i.e., sales to purchasers other than ultimate consumers) transacted on a settlement basis other than power exchanges during the year. Do not report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges on this schedule. Power exchanges must be reported on the Purchased Power schedule (Page 326-327).</p> <p>2. Enter the name of the purchaser in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the purchaser.</p> <p>3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:  RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projected load for this service in its system resource planning). In addition, the reliability of requirements service must be the same as, or second only to, the supplier's service to its own ultimate consumers.  LF - for long-term service. "Long-term" means five years or Longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for Long-term firm service which meets the definition of RQ service. For all transactions identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or setter can unilaterally get out of the contract.  IF - for intermediate-term firm service. The same as LF service except that "intermediate-term" means longer than one year but Less than five years.  SF - for short-term firm service. Use this category for all firm services where the duration of each period of commitment for service is one year or less.  LU - for Long-term service from a designated generating unit. "Long-term" means five years or Longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of designated unit.  IU - for intermediate-term service from a designated generating unit. The same as LU service except that "intermediate-term" means Longer than one year but Less than five years.</p>						
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Requirement Service:					
2	National Grid	RQ	5			
3						
4	Municipals:					
5	New Hampshire Electric Cooperative, Inc	RQ	185			
6	New Hampshire Electric Cooperative, Inc	RQ	187			
7	New Hampton Village Precinct	RQ	1			
8	Ashland Electric Department	RQ	1			
9	Town of Wolfeboro, NH	RQ	1			
10						
11	Nonassociated Utilities/Companies:					
12	ISO New England	OS	5			
13	UNITIL Energy Systems Inc.	OS	ISO-NE			
14						
	Subtotal RQ			0	0	0
	Subtotal non-RQ			0	0	0
	<b>Total</b>			<b>0</b>	<b>0</b>	<b>0</b>

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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SALES FOR RESALE (Account 447) (Continued)

OS - for other service. use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote.  
AD - for Out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.  
4. Group requirements RQ sales together and report them starting at line number one. After listing all RQ sales, enter "Subtotal - RQ" in column (a). The remaining sales may then be listed in any order. Enter "Subtotal-Non-RQ" in column (a) after this Listing. Enter "Total" in column (a) as the Last Line of the schedule. Report subtotals and total for columns (9) through (k)  
5. In Column (c), identify the FERC Rate Schedule or Tariff Number. On separate Lines, List all FERC rate schedules or tariffs under which service, as identified in column (b), is provided.  
6. For requirements RQ sales and any type of-service involving demand charges imposed on a monthly (or Longer) basis, enter the average monthly billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.  
7. Report in column (g) the megawatt hours shown on bills rendered to the purchaser.  
8. Report demand charges in column (h), energy charges in column (i), and the total of any other types of charges, including out-of-period adjustments, in column (j). Explain in a footnote all components of the amount shown in column (j). Report in column (k) the total charge shown on bills rendered to the purchaser.  
9. The data in column (g) through (k) must be subtotaled based on the RQ/Non-RQ grouping (see instruction 4), and then totaled on the Last -line of the schedule. The "Subtotal - RQ" amount in column (g) must be reported as Requirements Sales For Resale on Page 401, line 23. The "Subtotal - Non-RQ" amount in column (g) must be reported as Non-Requirements Sales For Resale on Page 401, line 24.  
10. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Sold (g)	REVENUE			Total (\$) (h+i+j) (k)	Line No.
	Demand Charges (\$) (h)	Energy Charges (\$) (i)	Other Charges (\$) (j)		
					1
12	159	588	670	1,417	2
					3
					4
	1,541,220		180,000	1,721,220	5
	23,821		6,000	29,821	6
	8,536		6,000	14,536	7
	40,944		6,000	46,944	8
	145,737		6,000	151,737	9
					10
					11
876,376		41,961,560	21,083,886	63,045,446	12
	2,965,726			2,965,726	13
					14
12	1,760,417	588	204,670	1,965,675	
876,376	2,965,726	41,961,560	21,083,886	66,011,172	
<b>876,388</b>	<b>4,726,143</b>	<b>41,962,148</b>	<b>21,288,556</b>	<b>67,976,847</b>	

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

<b>Schedule Page: 310 Line No.: 2 Column: c</b>
MBR Tariff, Market Based Tariff 5.0.0
<b>Schedule Page: 310 Line No.: 5 Column: b</b>
Delivery Service.
<b>Schedule Page: 310 Line No.: 6 Column: b</b>
Delivery Service.
<b>Schedule Page: 310 Line No.: 7 Column: b</b>
Delivery Service.
<b>Schedule Page: 310 Line No.: 7 Column: c</b>
FERC Electric Tariff, First Revised Volume No. 1, Original Service Agreement No. 25.
<b>Schedule Page: 310 Line No.: 8 Column: b</b>
Delivery Service.
<b>Schedule Page: 310 Line No.: 8 Column: c</b>
FERC Electric Tariff, First Revised Volume No. 1, Original Service Agreement No. 24.
<b>Schedule Page: 310 Line No.: 9 Column: b</b>
Delivery Service.
<b>Schedule Page: 310 Line No.: 9 Column: c</b>
FERC Electric Tariff, First Revised Volume No. 1, Original Service Agreement No. 26.
<b>Schedule Page: 310 Line No.: 12 Column: b</b>
Short-term energy and capacity sales.
<b>Schedule Page: 310 Line No.: 12 Column: c</b>
MBR Tariff, Market Based Tariff 5.0.0
<b>Schedule Page: 310 Line No.: 13 Column: b</b>
Delivery Service.
<b>Schedule Page: 310 Line No.: 13 Column: c</b>
ISO-NE Transmission, Markets and Services Tariff

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
<b>ELECTRIC OPERATION AND MAINTENANCE EXPENSES</b>				
If the amount for previous year is not derived from previously reported figures, explain in footnote.				
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)	
1	<b>1. POWER PRODUCTION EXPENSES</b>			
2	<b>A. Steam Power Generation</b>			
3	Operation			
4	(500) Operation Supervision and Engineering	496,610		4,236,886
5	(501) Fuel	15,300,059		47,650,158
6	(502) Steam Expenses	32,090		2,767,297
7	(503) Steam from Other Sources			
8	(Less) (504) Steam Transferred-Cr.			
9	(505) Electric Expenses	66,747		2,415,345
10	(506) Miscellaneous Steam Power Expenses	539,979		5,947,138
11	(507) Rents	40,499		51,312
12	(509) Allowances	-7,368,054		-4,801,979
13	<b>TOTAL Operation (Enter Total of Lines 4 thru 12)</b>	<b>9,107,930</b>		<b>58,266,157</b>
14	Maintenance			
15	(510) Maintenance Supervision and Engineering	325,410		4,230,645
16	(511) Maintenance of Structures	25,026		547,801
17	(512) Maintenance of Boiler Plant	890,079		13,772,308
18	(513) Maintenance of Electric Plant	286,222		6,313,788
19	(514) Maintenance of Miscellaneous Steam Plant	209,285		2,124,684
20	<b>TOTAL Maintenance (Enter Total of Lines 15 thru 19)</b>	<b>1,736,022</b>		<b>26,989,226</b>
21	<b>TOTAL Power Production Expenses-Steam Power (Entr Tot lines 13 &amp; 20)</b>	<b>10,843,952</b>		<b>85,255,383</b>
22	<b>B. Nuclear Power Generation</b>			
23	Operation			
24	(517) Operation Supervision and Engineering			
25	(518) Fuel			
26	(519) Coolants and Water			
27	(520) Steam Expenses			
28	(521) Steam from Other Sources			
29	(Less) (522) Steam Transferred-Cr.			
30	(523) Electric Expenses			
31	(524) Miscellaneous Nuclear Power Expenses			
32	(525) Rents			
33	<b>TOTAL Operation (Enter Total of lines 24 thru 32)</b>			
34	Maintenance			
35	(528) Maintenance Supervision and Engineering			
36	(529) Maintenance of Structures			
37	(530) Maintenance of Reactor Plant Equipment			
38	(531) Maintenance of Electric Plant			
39	(532) Maintenance of Miscellaneous Nuclear Plant			
40	<b>TOTAL Maintenance (Enter Total of lines 35 thru 39)</b>			
41	<b>TOTAL Power Production Expenses-Nuc. Power (Entr tot lines 33 &amp; 40)</b>			
42	<b>C. Hydraulic Power Generation</b>			
43	Operation			
44	(535) Operation Supervision and Engineering	245,979		386,679
45	(536) Water for Power	113,526		151,151
46	(537) Hydraulic Expenses	281,285		120,573
47	(538) Electric Expenses	49,750		100,725
48	(539) Miscellaneous Hydraulic Power Generation Expenses	824,226		858,493
49	(540) Rents	25,470		43,063
50	<b>TOTAL Operation (Enter Total of Lines 44 thru 49)</b>	<b>1,540,236</b>		<b>1,660,684</b>
51	<b>C. Hydraulic Power Generation (Continued)</b>			
52	Maintenance			
53	(541) Maintenance Supervision and Engineering	245,981		386,683
54	(542) Maintenance of Structures	13,783		24,367
55	(543) Maintenance of Reservoirs, Dams, and Waterways	12,715		26,940
56	(544) Maintenance of Electric Plant	4,168,045		4,236,275
57	(545) Maintenance of Miscellaneous Hydraulic Plant	34,238		273,613
58	<b>TOTAL Maintenance (Enter Total of lines 53 thru 57)</b>	<b>4,474,762</b>		<b>4,947,878</b>
59	<b>TOTAL Power Production Expenses-Hydraulic Power (tot of lines 50 &amp; 58)</b>	<b>6,014,998</b>		<b>6,608,562</b>

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)				
If the amount for previous year is not derived from previously reported figures, explain in footnote.				
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)	
60	D. Other Power Generation			
61	Operation			
62	(546) Operation Supervision and Engineering			
63	(547) Fuel	606		550,079
64	(548) Generation Expenses	1,503		13,335
65	(549) Miscellaneous Other Power Generation Expenses			
66	(550) Rents			
67	TOTAL Operation (Enter Total of lines 62 thru 66)	2,109		563,414
68	Maintenance			
69	(551) Maintenance Supervision and Engineering			
70	(552) Maintenance of Structures			
71	(553) Maintenance of Generating and Electric Plant	-233,112		1,529,036
72	(554) Maintenance of Miscellaneous Other Power Generation Plant	14,126		254,469
73	TOTAL Maintenance (Enter Total of lines 69 thru 72)	-218,986		1,783,505
74	TOTAL Power Production Expenses-Other Power (Enter Tot of 67 & 73)	-216,877		2,346,919
75	E. Other Power Supply Expenses			
76	(555) Purchased Power	325,885,908		170,746,725
77	(556) System Control and Load Dispatching	97,128		73,732
78	(557) Other Expenses	31,050		34,879
79	TOTAL Other Power Supply Exp (Enter Total of lines 76 thru 78)	326,014,086		170,855,336
80	TOTAL Power Production Expenses (Total of lines 21, 41, 59, 74 & 79)	342,656,159		265,066,200
81	2. TRANSMISSION EXPENSES			
82	Operation			
83	(560) Operation Supervision and Engineering	2,344,956		1,435,008
84				
85	(561.1) Load Dispatch-Reliability	1,058,717		929,939
86	(561.2) Load Dispatch-Monitor and Operate Transmission System	115,683		111,538
87	(561.3) Load Dispatch-Transmission Service and Scheduling			
88	(561.4) Scheduling, System Control and Dispatch Services	2,819,823		2,947,918
89	(561.5) Reliability, Planning and Standards Development	631,806		486,630
90	(561.6) Transmission Service Studies	211,267		222,797
91	(561.7) Generation Interconnection Studies			
92	(561.8) Reliability, Planning and Standards Development Services	259,985		582,701
93	(562) Station Expenses	3,427,464		831,534
94	(563) Overhead Lines Expenses	303,104		488,040
95	(564) Underground Lines Expenses	26		66
96	(565) Transmission of Electricity by Others	31,659,889		31,286,755
97	(566) Miscellaneous Transmission Expenses	506,937		489,175
98	(567) Rents	16,117		81,598
99	TOTAL Operation (Enter Total of lines 83 thru 98)	43,355,774		39,893,699
100	Maintenance			
101	(568) Maintenance Supervision and Engineering	464,703		344,262
102	(569) Maintenance of Structures	299,485		298,480
103	(569.1) Maintenance of Computer Hardware			
104	(569.2) Maintenance of Computer Software			
105	(569.3) Maintenance of Communication Equipment			
106	(569.4) Maintenance of Miscellaneous Regional Transmission Plant			
107	(570) Maintenance of Station Equipment	235,820		366,008
108	(571) Maintenance of Overhead Lines	8,571,907		9,771,576
109	(572) Maintenance of Underground Lines	26		66
110	(573) Maintenance of Miscellaneous Transmission Plant			
111	TOTAL Maintenance (Total of lines 101 thru 110)	9,571,941		10,780,392
112	TOTAL Transmission Expenses (Total of lines 99 and 111)	52,927,715		50,674,091

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)				
If the amount for previous year is not derived from previously reported figures, explain in footnote.				
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)	
113	3. REGIONAL MARKET EXPENSES			
114	Operation			
115	(575.1) Operation Supervision			
116	(575.2) Day-Ahead and Real-Time Market Facilitation			
117	(575.3) Transmission Rights Market Facilitation			
118	(575.4) Capacity Market Facilitation			
119	(575.5) Ancillary Services Market Facilitation			
120	(575.6) Market Monitoring and Compliance			
121	(575.7) Market Facilitation, Monitoring and Compliance Services	1,568,251		2,944,103
122	(575.8) Rents			
123	Total Operation (Lines 115 thru 122)	1,568,251		2,944,103
124	Maintenance			
125	(576.1) Maintenance of Structures and Improvements			
126	(576.2) Maintenance of Computer Hardware			
127	(576.3) Maintenance of Computer Software			
128	(576.4) Maintenance of Communication Equipment			
129	(576.5) Maintenance of Miscellaneous Market Operation Plant			
130	Total Maintenance (Lines 125 thru 129)			
131	TOTAL Regional Transmission and Market Op Exps (Total 123 and 130)	1,568,251		2,944,103
132	4. DISTRIBUTION EXPENSES			
133	Operation			
134	(580) Operation Supervision and Engineering	9,244,133		12,987,463
135	(581) Load Dispatching	902,616		1,168,519
136	(582) Station Expenses	2,412,414		1,888,385
137	(583) Overhead Line Expenses	2,880,695		2,969,227
138	(584) Underground Line Expenses	1,782,691		1,108,161
139	(585) Street Lighting and Signal System Expenses	486,119		465,685
140	(586) Meter Expenses	2,278,523		2,406,090
141	(587) Customer Installations Expenses	6,187		44,272
142	(588) Miscellaneous Expenses	2,506,532		2,448,923
143	(589) Rents	1,202,901		1,160,547
144	TOTAL Operation (Enter Total of lines 134 thru 143)	23,702,811		26,647,272
145	Maintenance			
146	(590) Maintenance Supervision and Engineering	211,480		205,303
147	(591) Maintenance of Structures	243,666		131,614
148	(592) Maintenance of Station Equipment	1,649,388		1,472,849
149	(593) Maintenance of Overhead Lines	38,832,062		39,685,349
150	(594) Maintenance of Underground Lines	877,354		1,110,261
151	(595) Maintenance of Line Transformers	1,008,243		1,167,432
152	(596) Maintenance of Street Lighting and Signal Systems	48,487		263,488
153	(597) Maintenance of Meters	334,368		300,482
154	(598) Maintenance of Miscellaneous Distribution Plant	14,260		20,677
155	TOTAL Maintenance (Total of lines 146 thru 154)	43,219,308		44,357,455
156	TOTAL Distribution Expenses (Total of lines 144 and 155)	66,922,119		71,004,727
157	5. CUSTOMER ACCOUNTS EXPENSES			
158	Operation			
159	(901) Supervision	614		13,982
160	(902) Meter Reading Expenses	2,377,537		2,460,686
161	(903) Customer Records and Collection Expenses	19,507,043		19,383,040
162	(904) Uncollectible Accounts	6,590,251		6,935,827
163	(905) Miscellaneous Customer Accounts Expenses	88,472		20,792
164	TOTAL Customer Accounts Expenses (Total of lines 159 thru 163)	28,563,917		28,814,327

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
ELECTRIC OPERATION AND MAINTENANCE EXPENSES (Continued)				
If the amount for previous year is not derived from previously reported figures, explain in footnote.				
Line No.	Account (a)	Amount for Current Year (b)	Amount for Previous Year (c)	
165	6. CUSTOMER SERVICE AND INFORMATIONAL EXPENSES			
166	Operation			
167	(907) Supervision			
168	(908) Customer Assistance Expenses	23,317,678		16,234,532
169	(909) Informational and Instructional Expenses			
170	(910) Miscellaneous Customer Service and Informational Expenses	10,186		66,912
171	TOTAL Customer Service and Information Expenses (Total 167 thru 170)	23,327,864		16,301,444
172	7. SALES EXPENSES			
173	Operation			
174	(911) Supervision	895		
175	(912) Demonstrating and Selling Expenses			
176	(913) Advertising Expenses			
177	(916) Miscellaneous Sales Expenses	1,524		72
178	TOTAL Sales Expenses (Enter Total of lines 174 thru 177)	2,419		72
179	8. ADMINISTRATIVE AND GENERAL EXPENSES			
180	Operation			
181	(920) Administrative and General Salaries	39,397,909		42,186,292
182	(921) Office Supplies and Expenses	3,438,733		3,386,657
183	(Less) (922) Administrative Expenses Transferred-Credit	2,190,237		2,401,224
184	(923) Outside Services Employed	13,411,378		16,939,322
185	(924) Property Insurance	-205,184		1,533,039
186	(925) Injuries and Damages	4,099,298		4,217,926
187	(926) Employee Pensions and Benefits	4,911,202		9,724,528
188	(927) Franchise Requirements			
189	(928) Regulatory Commission Expenses	6,538,453		5,519,688
190	(929) (Less) Duplicate Charges-Cr.			
191	(930.1) General Advertising Expenses	115,722		140,467
192	(930.2) Miscellaneous General Expenses	2,008,180		4,761,456
193	(931) Rents	568,504		895,909
194	TOTAL Operation (Enter Total of lines 181 thru 193)	72,093,958		86,904,060
195	Maintenance			
196	(935) Maintenance of General Plant	176,866		129,323
197	TOTAL Administrative & General Expenses (Total of lines 194 and 196)	72,270,824		87,033,383
198	TOTAL Elec Op and Maint Expns (Total 80,112,131,156,164,171,178,197)	588,239,268		521,838,347

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report
Public Service Company of New Hampshire		//	2018/Q4
FOOTNOTE DATA			

**Schedule Page: 320 Line No.: 112 Column: b**  
**Information on Formula Rates:**

Calculated per company records as stipulated per contract.

Page 106 lines 13, 17, 21 and 25.

**Schedule Page: 320 Line No.: 112 Column: c**  
**Information on Formula Rates:**

Calculated per company records as stipulated per contract.

Page 106 lines 13, 17, 21 and 25.

**Schedule Page: 320 Line No.: 185 Column: b**

For the year ended December 31, 2018, the total amount of Property Insurance in Account 924 includes a transmission related component of \$159,810.

**Schedule Page: 320 Line No.: 185 Column: c**

For the year ended December 31, 2017, the total amount of Property Insurance in Account 924 includes a transmission related component of \$175,323.

**Schedule Page: 320 Line No.: 189 Column: b**

For the year ended December 31, 2018, the total amount of Regulatory Commission Expenses in Account 928 includes a transmission related component of \$912,085.

**Schedule Page: 320 Line No.: 189 Column: c**

For the year ended December 31, 2017, the total amount of Regulatory Commission Expenses in Account 928 includes a transmission related component of \$974,070.

**Schedule Page: 320 Line No.: 191 Column: b**

For the year ended December 31, 2018, the total amount of General Advertising Expenses in Account 930.1 includes a transmission related component of \$1,485.

**Schedule Page: 320 Line No.: 191 Column: c**

For the year ended December 31, 2017, the total amount of General Advertising Expenses in Account 930.1 includes a transmission related component of \$7,448.

**Schedule Page: 320 Line No.: 197 Column: b**

For the year ended December 31, 2018, the total amount of Administrative and General Expenses in Accounts 920 through 935 includes a transmission related component of \$14,068,737.

**Schedule Page: 320 Line No.: 197 Column: c**

For the year ended December 31, 2017, the total amount of Administrative and General Expenses in Accounts 920 through 935 includes a transmission related component of \$15,116,751, which includes transmission merger amortization expense of \$1,250,000.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
PURCHASED POWER (Account 555) (Including power exchanges)						
<p>1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.</p> <p>2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.</p> <p>3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:</p> <p>RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.</p> <p>LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.</p> <p>IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.</p> <p>LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.</p> <p>IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.</p> <p>OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.</p>						
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Nonassociated Utilities/Companies:					
2	Central Maine Power Company	OS				
3	Competitive Suppliers	OS				
4	Equus Energy Group, LLC	OS				
5	Exelon Generation Company, LLC	OS				
6	ISO New England	OS	ISO-NE			
7	ISO New England	OS	ISO-NE			
8	Morgan Stanley Capital Group, Inc.	OS				
9	NextEra Energy Power Marketing, LLC.	OS				
10	NextEra Energy Power Marketing, LLC	OS				
11	Portland Nat Gas Transmission Systems	OS				
12	Vermont Yankee Nuclear Power Corp.	LU	VYNPC 12			
13						
14	Municipals:					
	Total					

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
PURCHASED POWER (Account 555) (Including power exchanges)						
<p>1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.</p> <p>2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.</p> <p>3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:</p> <p>RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.</p> <p>LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.</p> <p>IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.</p> <p>LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.</p> <p>IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.</p> <p>OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.</p>						
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	New Hampshire Electric Cooperative	LU				
2						
3	Other Sellers:					
4	Burgess BioPower, LLC	LU				
5	Errol Hydro	LU				
6	Four Hills Landfill	OS				
7	Lempster Wind	LU				
8	Milton Mills Hydro	OS				
9	Turnkey Rochester	OS				
10	UNH Turbine	OS				
11	WES Concord MSW	LU				
12	Other Nonutility Generators					
13	Residential, Commercial, and					
14	Industrial Surplus Generators	OS				
	<b>Total</b>					

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
PURCHASED POWER (Account 555) (Including power exchanges)						
<p>1. Report all power purchases made during the year. Also report exchanges of electricity (i.e., transactions involving a balancing of debits and credits for energy, capacity, etc.) and any settlements for imbalanced exchanges.</p> <p>2. Enter the name of the seller or other party in an exchange transaction in column (a). Do not abbreviate or truncate the name or use acronyms. Explain in a footnote any ownership interest or affiliation the respondent has with the seller.</p> <p>3. In column (b), enter a Statistical Classification Code based on the original contractual terms and conditions of the service as follows:</p> <p>RQ - for requirements service. Requirements service is service which the supplier plans to provide on an ongoing basis (i.e., the supplier includes projects load for this service in its system resource planning). In addition, the reliability of requirement service must be the same as, or second only to, the supplier's service to its own ultimate consumers.</p> <p>LF - for long-term firm service. "Long-term" means five years or longer and "firm" means that service cannot be interrupted for economic reasons and is intended to remain reliable even under adverse conditions (e.g., the supplier must attempt to buy emergency energy from third parties to maintain deliveries of LF service). This category should not be used for long-term firm service firm service which meets the definition of RQ service. For all transaction identified as LF, provide in a footnote the termination date of the contract defined as the earliest date that either buyer or seller can unilaterally get out of the contract.</p> <p>IF - for intermediate-term firm service. The same as LF service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>SF - for short-term service. Use this category for all firm services, where the duration of each period of commitment for service is one year or less.</p> <p>LU - for long-term service from a designated generating unit. "Long-term" means five years or longer. The availability and reliability of service, aside from transmission constraints, must match the availability and reliability of the designated unit.</p> <p>IU - for intermediate-term service from a designated generating unit. The same as LU service expect that "intermediate-term" means longer than one year but less than five years.</p> <p>EX - For exchanges of electricity. Use this category for transactions involving a balancing of debits and credits for energy, capacity, etc. and any settlements for imbalanced exchanges.</p> <p>OS - for other service. Use this category only for those services which cannot be placed in the above-defined categories, such as all non-firm service regardless of the Length of the contract and service from designated units of Less than one year. Describe the nature of the service in a footnote for each adjustment.</p>						
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Average Monthly Billing Demand (MW) (d)	Actual Demand (MW)	
					Average Monthly NCP Demand (e)	Average Monthly CP Demand (f)
1	Group Host Net Metering	OS				
2	New Hampshire Renewable Portfolio	OS				
3	New Hampshire Renewable Portfolio	AD				
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
14						
	Total					

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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PURCHASED POWER(Account 555) (Continued)  
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$ (j))	Energy Charges (\$ (k))	Other Charges (\$ (l))	Total (j+k+l) of Settlement (\$) (m)	
							1
5				438	524	962	2
4,805,786							3
				5,582		5,582	4
1,553,173				117,378,936		117,378,936	5
					330,848	330,848	6
281,209				20,842,293	18,195,183	39,037,476	7
118,300				5,835,163		5,835,163	8
1,031,812				68,589,064		68,589,064	9
160,800				15,458,800		15,458,800	10
					259,828	259,828	11
					49,579	49,579	12
							13
							14
8,726,186				300,949,609	24,936,299	325,885,908	

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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PURCHASED POWER(Account 555) (Continued)  
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.
5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.
6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.
7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.
8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.
9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$)(j)	Energy Charges (\$)(k)	Other Charges (\$)(l)	Total (j+k+l) of Settlement (\$)(m)	
				-82,976	6,026	-76,950	1
							2
							3
499,252				34,873,163	3,344,187	38,217,350	4
14,586				533,517	188,675	722,192	5
15,193				649,844	35,179	685,023	6
61,691				3,597,962	542,591	4,140,553	7
7,170				328,481	67,637	396,118	8
6,708				320,952	108,784	429,736	9
8,663				307,927	208,252	516,179	10
97,524				13,111,142	1,483,090	14,594,232	11
11,690				721,937	115,916	837,853	12
							13
4,556				3,969,506		3,969,506	14
8,726,186				300,949,609	24,936,299	325,885,908	

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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PURCHASED POWER(Account 555) (Continued)  
(Including power exchanges)

AD - for out-of-period adjustment. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting years. Provide an explanation in a footnote for each adjustment.

4. In column (c), identify the FERC Rate Schedule Number or Tariff, or, for non-FERC jurisdictional sellers, include an appropriate designation for the contract. On separate lines, list all FERC rate schedules, tariffs or contract designations under which service, as identified in column (b), is provided.

5. For requirements RQ purchases and any type of service involving demand charges imposed on a monthly (or longer) basis, enter the monthly average billing demand in column (d), the average monthly non-coincident peak (NCP) demand in column (e), and the average monthly coincident peak (CP) demand in column (f). For all other types of service, enter NA in columns (d), (e) and (f). Monthly NCP demand is the maximum metered hourly (60-minute integration) demand in a month. Monthly CP demand is the metered demand during the hour (60-minute integration) in which the supplier's system reaches its monthly peak. Demand reported in columns (e) and (f) must be in megawatts. Footnote any demand not stated on a megawatt basis and explain.

6. Report in column (g) the megawatthours shown on bills rendered to the respondent. Report in columns (h) and (i) the megawatthours of power exchanges received and delivered, used as the basis for settlement. Do not report net exchange.

7. Report demand charges in column (j), energy charges in column (k), and the total of any other types of charges, including out-of-period adjustments, in column (l). Explain in a footnote all components of the amount shown in column (l). Report in column (m) the total charge shown on bills received as settlement by the respondent. For power exchanges, report in column (m) the settlement amount for the net receipt of energy. If more energy was delivered than received, enter a negative amount. If the settlement amount (l) include credits or charges other than incremental generation expenses, or (2) excludes certain credits or charges covered by the agreement, provide an explanatory footnote.

8. The data in column (g) through (m) must be totalled on the last line of the schedule. The total amount in column (g) must be reported as Purchases on Page 401, line 10. The total amount in column (h) must be reported as Exchange Received on Page 401, line 12. The total amount in column (i) must be reported as Exchange Delivered on Page 401, line 13.

9. Footnote entries as required and provide explanations following all required data.

MegaWatt Hours Purchased (g)	POWER EXCHANGES		COST/SETTLEMENT OF POWER				Line No.
	MegaWatt Hours Received (h)	MegaWatt Hours Delivered (i)	Demand Charges (\$) (j)	Energy Charges (\$) (k)	Other Charges (\$) (l)	Total (j+k+l) of Settlement (\$) (m)	
48,068				4,999,424		4,999,424	1
				17,871,140		17,871,140	2
				-8,362,686		-8,362,686	3
							4
							5
							6
							7
							8
							9
							10
							11
							12
							13
							14
8,726,186				300,949,609	24,936,299	325,885,908	

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

**Schedule Page: 326 Line No.: 2 Column: b**  
Borderline Service.

**Schedule Page: 326 Line No.: 3 Column: b**  
Represents energy for those customers who have chosen third party suppliers. Public Service Co. of New Hampshire delivers energy to these customers, but does not bear the supply costs.

**Schedule Page: 326 Line No.: 4 Column: b**  
Brokering Fees.

**Schedule Page: 326 Line No.: 5 Column: b**  
Standard Offer Service.

**Schedule Page: 326 Line No.: 6 Column: b**  
Financial Transmission Rights.

**Schedule Page: 326 Line No.: 6 Column: c**  
ISO-New England, Inc. Transmission, Markets and Services Tariff.

**Schedule Page: 326 Line No.: 7 Column: b**  
Short-term energy and capacity purchases.

**Schedule Page: 326 Line No.: 7 Column: c**  
ISO-New England, Inc. Transmission, Markets and Services Tariff.

**Schedule Page: 326 Line No.: 8 Column: b**  
Short-term energy purchases.

**Schedule Page: 326 Line No.: 9 Column: b**  
Standard Offer Service.

**Schedule Page: 326 Line No.: 10 Column: b**  
Short-term energy purchases.

**Schedule Page: 326 Line No.: 11 Column: b**  
This is a use charge for the pipeline. Contract terminated on October 31, 2018.

**Schedule Page: 326 Line No.: 12 Column: c**  
Vermont Yankee Nuclear Power Corporation rate schedule number.

**Schedule Page: 326.1 Line No.: 6 Column: b**  
Non-firm purchases from nonutility generators.

**Schedule Page: 326.1 Line No.: 8 Column: b**  
Non-firm purchases from nonutility generators.

**Schedule Page: 326.1 Line No.: 9 Column: b**  
Non-firm purchases from nonutility generators.

**Schedule Page: 326.1 Line No.: 10 Column: b**  
Non-firm purchases from nonutility generators.

**Schedule Page: 326.1 Line No.: 12 Column: b**  
Listing of Other Nonutility Generators

Line #	Name of Company or Public Authority	Statistical Classification	MegaWatt Hours Purchased	Energy Charges (\$)	Other Charges (\$)	Total Settlement (\$)
1	34 Cellu/Worthen - PV N5606	OS	268	8,860	0	8,860
2	Bath Electric Hydro	OS	829	32,831	16,921	49,752
3	Briar Hydro	LU	902	53,800	(729)	53,071
4	Favorite Foods	OS	5	133	0	133
5	Manch-Boston Airport PV	OS	145	4,454	0	4,454
6	Monadnock Paper Mills	OS	2,275	88,683	0	88,683
7	Noone Falls	OS	0	0	2,070	2,070
8	Otter Lane Hydro	OS	252	11,287	1,942	13,229
9	Pennacook Upper Falls	LU	670	5,103	(1,653)	3,450
10	Peterborough Lower Hydro	LU	1,503	183,770	17,033	200,803
11	Peterborough Upper Hydro	LU	1,529	187,102	17,911	205,013
12	Pettyboro Hydro	OS	0	21	47	68
13	Portsmouth DPW - PV N5466	OS	27	766	0	766

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Public Service Company of New Hampshire		/ /	2018/Q4
FOOTNOTE DATA			

14	Portsmouth School - PV N5465	OS	5	123	0	123
15	Portsmouth School - PV N5465A	OS	7	145	0	145
16	Rochester - PV N5486	OS	88	2,824	0	2,824
17	Spaulding Pond Hydro	OS	288	11,714	10,924	22,638
18	Sunapee Hydro	OS	1,395	66,174	12,758	78,932
19	Swans Falls Hydro	OS	1,432	62,089	38,692	100,781
20	Wire Belt - PV N2123	OS	70	2,058	0	2,058
Totals			11,690	\$721,937	\$115,916	\$837,853

**Schedule Page: 326.1 Line No.: 14 Column: b**  
This represents Residential, Commercial, and Industrial Nonutility Generators who generate energy and is recorded as Non-firm purchase power.

**Schedule Page: 326.2 Line No.: 1 Column: b**  
This represents group host net metered renewable energy from surplus electricity generation and is recorded as Non-firm purchase power.

**Schedule Page: 326.2 Line No.: 2 Column: b**  
Accrual for the anticipated yearly expense associated with the cost of energy procurement in compliance with the New Hampshire Renewable Portfolio Standards.

**Schedule Page: 326.2 Line No.: 3 Column: b**  
Prior period adjustments for energy procurement compliance associated with the New Hampshire Renewable Portfolio Standards.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')				
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>				
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)
1	FIRM WHEELING SERVICE			
2	HQ Energy Services, U.S.	HQ Energy Services, U.S.	HQ Phase I or II	OLF
3	NRG Energy, Inc.	NRG Energy, Inc.	NEPOOL PTF	LFP
4				
5	NON-FIRM WHEELING SERVICE			
6	Algonquin Windsor Locks, LLC	Algonquin Windsor Locks, LLC	NEPOOL PTF	NF
7	Algonquin Windsor Locks, LLC	Algonquin Windsor Locks, LLC	NEPOOL PTF	AD
8	Brookfield Energy Marketing LP - Berlin	Brookfield Energy Marketing LP	NEPOOL PTF	NF
9	Brookfield Energy Marketing LP - Berlin	Brookfield Energy Marketing LP	NEPOOL PTF	AD
10	Brookfield Energy Marketing LP - Pontook	Brookfield Energy Marketing LP	NEPOOL PTF	NF
11	Brookfield Energy Marketing LP - Pontook	Brookfield Energy Marketing LP	NEPOOL PTF	AD
12	Brookfield Energy Marketing LP-HQ	Brookfield Energy Marketing LP-HQ	HQ Phase I or II	NF
13	Covanta Energy Marketing, LLC	Covanta Energy Marketing, LLC	NEPOOL PTF	NF
14	Covanta Energy Marketing, LLC	Covanta Energy Marketing, LLC	NEPOOL PTF	AD
15	Covanta Springfield, LLC	Covanta Springfield, LLC	NEPOOL PTF	NF
16	Covanta Springfield, LLC	Covanta Springfield, LLC	NEPOOL PTF	AD
17	Essential Power Massachusetts, LLC	Essential Power Massachusetts LLC	NEPOOL PTF	NF
18	Essential Power Massachusetts, LLC	Essential Power Massachusetts LLC	NEPOOL PTF	AD
19	FirstLight Power Resources, Inc.	FirstLight Power Resources, Inc.	NEPOOL PTF	NF
20	FirstLight Power Resources, Inc.	FirstLight Power Resources, Inc.	NEPOOL PTF	AD
21	FirstLight Power Resources Management	FirstLight Power Resources	NEPOOL PTF	NF
22	FirstLight Power Resources Management	FirstLight Power Resources	NEPOOL PTF	AD
23	Granite Reliable Power, LLC	Granite Reliable Power, LLC	NEPOOL PTF	NF
24	Granite Reliable Power, LLC	Granite Reliable Power, LLC	NEPOOL PTF	AD
25	GSP Newington, LLC	GSP Newington, LLC	NEPOOL PTF	NF
26	GSP Lost Nation, LLC	GSP Lost Nation, LLC	NEPOOL PTF	NF
27	HSE Hydro NH Canaan, LLC	HSE Hydro NH Canaan, LLC	NEPOOL PTF	NF
28	HSE Hydro NH Gorham, LLC	HSE Hydro NH Gorham, LLC	NEPOOL PTF	NF
29	HSE Hydro NH Smith, LLC	HSE Hydro NH Smith, LLC	NEPOOL PTF	NF
30	Jericho Power, LLC	Jericho Power, LLC	NEPOOL PTF	NF
31	Jericho Power, LLC	Jericho Power, LLC	NEPOOL PTF	AD
32	Messalonskee Stream Hydro, LLC	Messalonskee Stream Hydro, LLC	NEPOOL PTF	NF
33	Messalonskee Stream Hydro, LLC	Messalonskee Stream Hydro, LLC	NEPOOL PTF	AD
34	Pittsfield Generating Company, LP	Pittsfield Generating Company, LP	NEPOOL PTF	NF
	<b>TOTAL</b>			

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')				
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>				
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)
1	Pittsfield Generating Company, LP	Pittsfield Generating Company, LP	NEPOOL PTF	AD
2	Plainfield Renewable Energy, LLC	Plainfield Renewable Energy, LLC	NEPOOL PTF	NF
3	Plainfield Renewable Energy, LLC	Plainfield Renewable Energy, LLC	NEPOOL PTF	AD
4	Power Supply Services, LLC	Power Supply Services, LLC	NEPOOL PTF	NF
5	Power Supply Services, LLC	Power Supply Services, LLC	NEPOOL PTF	AD
6	The Springfield Water & Sewer Commission	The Springfield Water & Sewer Co	NEPOOL PTF	NF
7	The Springfield Water & Sewer Commission	The Springfield Water & Sewer Co	NEPOOL PTF	AD
8	Sterling Light Department	Sterling Light Department	NEPOOL PTF	NF
9	Sterling Light Department	Sterling Light Department	NEPOOL PTF	AD
10	Sterling Municipal Light Department	Sterling Municipal Light Depart	NEPOOL PTF	NF
11	Sterling Municipal Light Department	Sterling Municipal Light Depart	NEPOOL PTF	AD
12	Waterbury Generation, LLC	Waterbury Generation, LLC	NEPOOL PTF	NF
13	Waterbury Generation, LLC	Waterbury Generation, LLC	NEPOOL PTF	AD
14	Woods Hill Solar, LLC	Woods Hill Solar, LLC	NEPOOL PTF	NF
15				
16	TRANSMISSION SUPPORT			
17	Seabrook Associate Participants	Not Applicable	Not Applicable	OS
18				
19	NEPOOL/ISO			
20	OATT - Regional Network Service	Not Applicable	Not Applicable	OS
21	OATT - Scheduling and Dispatch Service	Not Applicable	Not Applicable	OS
22	OATT - Through or Out Service	Not Applicable	Not Applicable	OS
23				
24	NETWORK SERVICE			
25	Ashland Municipal Electric Department	Various	Ashland Municipal Electric Dept.	FNO
26	Ashland Municipal Electric Department	Various	Ashland Municipal Electric Dept.	AD
27	The Connecticut Light & Power Company	Associated Utility	The Connecticut Light & Power Co.	FNO
28	The Connecticut Light & Power Company	Associated Utility	The Connecticut Light & Power Co.	AD
29	CT Transmission Municipal Electric Energy	Various New England Utilities	CT Transmission Municipal Electr	FNO
30	CT Transmission Municipal Electric Energy	Various New England Utilities	CT Transmission Municipal Electr	AD
31	GenConn Energy, LLC	Various	GenConn Energy, LLC	FNO
32	GenConn Energy, LLC	Various	GenConn Energy, LLC	AD
33	Granite Reliable Power, LLC	Various	Granite Reliable Power, LLC	FNO
34	New England Power Company	New England Power Company	New England Power Company	FNO
	<b>TOTAL</b>			

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456.1) (Including transactions referred to as 'wheeling')				
<p>1. Report all transmission of electricity, i.e., wheeling, provided for other electric utilities, cooperatives, other public authorities, qualifying facilities, non-traditional utility suppliers and ultimate customers for the quarter.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in column (a), (b) and (c).</p> <p>3. Report in column (a) the company or public authority that paid for the transmission service. Report in column (b) the company or public authority that the energy was received from and in column (c) the company or public authority that the energy was delivered to. Provide the full name of each company or public authority. Do not abbreviate or truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation the respondent has with the entities listed in columns (a), (b) or (c)</p> <p>4. In column (d) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO - Firm Network Service for Others, FNS - Firm Network Transmission Service for Self, LFP - "Long-Term Firm Point to Point Transmission Service, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point to Point Transmission Reservation, NF - non-firm transmission service, OS - Other Transmission Service and AD - Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p>				
Line No.	Payment By (Company of Public Authority) (Footnote Affiliation) (a)	Energy Received From (Company of Public Authority) (Footnote Affiliation) (b)	Energy Delivered To (Company of Public Authority) (Footnote Affiliation) (c)	Statistical Classification (d)
1	New England Power Company	New England Power Company	New England Power Company	AD
2	New Hampshire Electric Co-op.	Various New England Utilities	New Hampshire Electric Co-op.	FNO
3	New Hampshire Electric Co-op.	Various New England Utilities	New Hampshire Electric Co-op.	AD
4	Public Service Company of New Hampshire	Associated Utility	Public Service Company of NH	FNS
5	Unitil Energy Systems, Inc.	Various	Unitil Energy Systems, Inc.	FNO
6	Unitil Energy Systems, Inc.	Various	Unitil Energy Systems, Inc.	AD
7	Waterbury Generation, LLC	Waterbury Generation, LLC	Waterbury Generation, LLC	FNO
8	Waterbury Generation, LLC	Waterbury Generation, LLC	Waterbury Generation, LLC	AD
9	NSTAR Electric Company (West)	Associated Utility	NSTAR Electric Company (West)	FNO
10	NSTAR Electric Company (West)	Associated Utility	NSTAR Electric Company (West)	AD
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
	<b>TOTAL</b>			

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued) (Including transactions referred to as 'wheeling')						
<p>5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.</p> <p>6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.</p> <p>7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.</p> <p>8. Report in column (i) and (j) the total megawatt-hours received and delivered.</p>						
FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
						1
ISO-NE OATT	NE HVDC Border	HQ Phase I or II		1,229,318	1,229,318	2
ISO-NE OATT	Middletown 345 KV	NEPOOL PTF				3
						4
						5
ISO-NE OATT	Windsor Locks Subst	NEPOOL PTF				6
ISO-NE OATT	Windsor Locks Subst	NEPOOL PTF				7
ISO-NE OATT	Berlin Substation	NEPOOL PTF		42,971	42,971	8
ISO-NE OATT	Berlin Substation	NEPOOL PTF				9
ISO-NE OATT	Pontook Substation	NEPOOL PTF		48,832	48,832	10
ISO-NE OATT	Pontook Substation	NEPOOL PTF				11
ISO-NE OATT	NE HVDC Border	HQ Phase I or II		82	82	12
ISO-NE-OATT	Hallville, SS	NEPOOL PTF				13
ISO-NE-OATT	Hallville, SS	NEPOOL PTF				14
ISO-NE-OATT	West Springfield Sub	NEPOOL PTF				15
ISO-NE-OATT	West Springfield Sub	NEPOOL PTF				16
ISO-NE-OATT	West Springfield Sub	NEPOOL PTF				17
ISO-NE-OATT	West Springfield Sub	NEPOOL PTF				18
ISO-NE-OATT	Various	NEPOOL PTF				19
ISO-NE-OATT	Various	NEPOOL PTF				20
ISO-NE-OATT	French King Subst	NEPOOL PTF				21
ISO-NE-OATT	French King Subst	NEPOOL PTF				22
ISO-NE-OATT	Paris Substation	NEPOOL PTF		214,236	214,236	23
ISO-NE-OATT	Paris Substation	NEPOOL PTF				24
ISO-NE-OATT	POCO on 115KV lines	NEPOOL PTF		11,446	11,446	25
ISO-NE OATT	Lost Nation Subst	NEPOOL PTF		388	388	26
ISO-NE OATT	POCO on 34.5kV line	NEPOOL PTF		2,083	2,083	27
ISO-NE OATT	POCO on 34.5kV line	NEPOOL PTF		4,498	4,498	28
ISO-NE OATT	POCO on 115KV lines	NEPOOL PTF		35,742	35,742	29
ISO-NE-OATT	Berlin Substation	NEPOOL PTF		25,221	25,221	30
ISO-NE-OATT	Berlin Substation	NEPOOL PTF				31
ISO-NE-OATT	Long Hill, SS	NEPOOL PTF		16,046	16,046	32
ISO-NE-OATT	Long Hill, SS	NEPOOL PTF				33
ISO-NE OATT	Pittsfield Sub	NEPOOL PTF				34
			0	11,843,362	11,843,362	

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued) (Including transactions referred to as 'wheeling')						
<p>5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.</p> <p>6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.</p> <p>7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.</p> <p>8. Report in column (i) and (j) the total megawatt-hours received and delivered.</p>						
FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
ISO-NE OATT	Pittsfield Sub	NEPOOL PTF				1
ISO-NE OATT	Fry Brook Substation	NEPOOL PTF				2
ISO-NE OATT	Fry Brook Substation	NEPOOL PTF				3
ISO-NE OATT	Laconia & Longhill	NEPOOL PTF		5,654	5,654	4
ISO-NE OATT	Laconia & Longhill	NEPOOL PTF				5
ISO-NE OATT	Cobble Mt.	NEPOOL PTF				6
ISO-NE OATT	Cobble Mt.	NEPOOL PTF				7
ISO-NE OATT	Tracy Substation	NEPOOL PTF				8
ISO-NE OATT	Tracy Substation	NEPOOL PTF				9
ISO-NE OATT	Tracy Substation	NEPOOL PTF				10
ISO-NE OATT	Tracy Substation	NEPOOL PTF				11
ISO-NE OATT	Baldwin 13F Subst	NEPOOL PTF				12
ISO-NE OATT	Baldwin 13F Subst	NEPOOL PTF				13
ISO-NE OATT	Tracy Substation	NEPOOL PTF				14
						15
						16
127	Not Applicable	Not Applicable				17
						18
						19
ISO-NE OATT	Not Applicable	Not Applicable				20
ISO-NE OATT	Not Applicable	Not Applicable				21
ISO-NE OATT	Not Applicable	Not Applicable				22
						23
						24
ISO-NE OATT	Various	Ashland Substation		19,531	19,531	25
ISO-NE OATT	Various	Ashland Substation				26
ISO-NE OATT	Various	CL&P System				27
ISO-NE OATT	Various	CL&P System				28
ISO-NE OATT	Various	CTMEEC System				29
ISO-NE OATT	Various	CTMEEC System				30
ISO-NE OATT	Various	GenConn System				31
ISO-NE OATT	Various	GenConn System				32
ISO-NE OATT	Various	Granite Reliable Sys		492	492	33
ISO-NE OATT	NEPCO System	Various				34
			0	11,843,362	11,843,362	

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456)(Continued) (Including transactions referred to as 'wheeling')						
<p>5. In column (e), identify the FERC Rate Schedule or Tariff Number, On separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (d), is provided.</p> <p>6. Report receipt and delivery locations for all single contract path, "point to point" transmission service. In column (f), report the designation for the substation, or other appropriate identification for where energy was received as specified in the contract. In column (g) report the designation for the substation, or other appropriate identification for where energy was delivered as specified in the contract.</p> <p>7. Report in column (h) the number of megawatts of billing demand that is specified in the firm transmission service contract. Demand reported in column (h) must be in megawatts. Footnote any demand not stated on a megawatts basis and explain.</p> <p>8. Report in column (i) and (j) the total megawatt-hours received and delivered.</p>						
FERC Rate Schedule of Tariff Number (e)	Point of Receipt (Substation or Other Designation) (f)	Point of Delivery (Substation or Other Designation) (g)	Billing Demand (MW) (h)	TRANSFER OF ENERGY		Line No.
				MegaWatt Hours Received (i)	MegaWatt Hours Delivered (j)	
ISO-NE OATT	NEPCO System	Various				1
ISO-NE OATT	Border of ES System	New Hampshire Co-op.		809,835	809,835	2
ISO-NE OATT	Border of ES System	New Hampshire Co-op.				3
ISO-NE OATT	Various	PSNH System		8,095,021	8,095,021	4
ISO-NE OATT	Various	Unitil System		1,281,966	1,281,966	5
ISO-NE OATT	Various	Unitil System				6
ISO-NE OATT	Various	Baldwin Substation				7
ISO-NE OATT	Various	Baldwin Substation				8
ISO-NE OATT	Various	NSTAR West System				9
ISO-NE OATT	Various	NSTAR West System				10
						11
						12
						13
						14
						15
						16
						17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
						28
						29
						30
						31
						32
						33
						34
			0	11,843,362	11,843,362	

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued) (Including transactions referred to as 'wheeling')				
<p>9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.</p> <p>10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.</p> <p>11. Footnote entries and provide explanations following all required data.</p>				
REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS				
Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
				1
		4,187,447	4,187,447	2
		246,086	246,086	3
				4
				5
		23,313	23,313	6
		18,196	18,196	7
		10,764	10,764	8
		31,467	31,467	9
		13,173	13,173	10
		19,088	19,088	11
		83	83	12
		27,649	27,649	13
		15,610	15,610	14
		10,454	10,454	15
		15,731	15,731	16
		1,732	1,732	17
		2,549	2,549	18
		73,167	73,167	19
		84,595	84,595	20
		477	477	21
		894	894	22
		58,317	58,317	23
		81,163	81,163	24
		2,998	2,998	25
		114	114	26
		597	597	27
		1,383	1,383	28
		10,910	10,910	29
		6,440	6,440	30
		10,656	10,656	31
		3,954	3,954	32
		1,055	1,055	33
		41,750	41,750	34
0	0	51,213,859	51,213,859	

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued) (Including transactions referred to as 'wheeling')				
<p>9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.</p> <p>10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.</p> <p>11. Footnote entries and provide explanations following all required data.</p>				
REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS				
Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
		78,573	78,573	1
		13,332	13,332	2
		14,946	14,946	3
		1,343	1,343	4
		6,362	6,362	5
		10,562	10,562	6
		5,375	5,375	7
		357	357	8
		456	456	9
		142	142	10
		223	223	11
		816	816	12
		12,499	12,499	13
		7,200	7,200	14
				15
				16
		308,071	308,071	17
				18
				19
		27,356,739	27,356,739	20
		38,722	38,722	21
		312,416	312,416	22
				23
				24
		4,423	4,423	25
		6,324	6,324	26
		5,770,954	5,770,954	27
		8,086,055	8,086,055	28
		204,362	204,362	29
		292,564	292,564	30
		9,613	9,613	31
		38,314	38,314	32
				33
		125,558	125,558	34
<b>0</b>	<b>0</b>	<b>51,213,859</b>	<b>51,213,859</b>	

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
TRANSMISSION OF ELECTRICITY FOR OTHERS (Account 456) (Continued) (Including transactions referred to as 'wheeling')				
<p>9. In column (k) through (n), report the revenue amounts as shown on bills or vouchers. In column (k), provide revenues from demand charges related to the billing demand reported in column (h). In column (l), provide revenues from energy charges related to the amount of energy transferred. In column (m), provide the total revenues from all other charges on bills or vouchers rendered, including out of period adjustments. Explain in a footnote all components of the amount shown in column (m). Report in column (n) the total charge shown on bills rendered to the entity Listed in column (a). If no monetary settlement was made, enter zero (11011) in column (n). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.</p> <p>10. The total amounts in columns (i) and (j) must be reported as Transmission Received and Transmission Delivered for annual report purposes only on Page 401, Lines 16 and 17, respectively.</p> <p>11. Footnote entries and provide explanations following all required data.</p>				
REVENUE FROM TRANSMISSION OF ELECTRICITY FOR OTHERS				
Demand Charges (\$) (k)	Energy Charges (\$) (l)	(Other Charges) (\$) (m)	Total Revenues (\$) (k+l+m) (n)	Line No.
		176,332	176,332	1
		187,519	187,519	2
		266,767	266,767	3
				4
		319,264	319,264	5
		446,732	446,732	6
		60	60	7
		341	341	8
		880,167	880,167	9
		1,228,564	1,228,564	10
				11
				12
				13
				14
				15
				16
				17
				18
				19
				20
				21
				22
				23
				24
				25
				26
				27
				28
				29
				30
				31
				32
				33
				34
0	0	51,213,859	51,213,859	

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

<b>Schedule Page: 328 Line No.: 7 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 9 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 11 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 14 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 16 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 18 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 20 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 22 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 24 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 31 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328 Line No.: 33 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 1 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 3 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 5 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 7 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 9 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 11 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 13 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 26 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 28 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 30 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.1 Line No.: 32 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.2 Line No.: 1 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.2 Line No.: 3 Column: m</b>
This relates to the 2017 Annual True-up.
<b>Schedule Page: 328.2 Line No.: 4 Column: m</b>
Intracompany revenues are not reported on the FERC form.
<b>Schedule Page: 328.2 Line No.: 6 Column: m</b>
This relates to the 2017 Annual True-up.
<b>FERC FORM NO. 1 (ED. 12-87)</b>

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report
Public Service Company of New Hampshire		/ /	2018/Q4
FOOTNOTE DATA			

**Schedule Page: 328.2 Line No.: 8 Column: m**

This relates to the 2017 Annual True-up.

**Schedule Page: 328.2 Line No.: 10 Column: m**

This relates to the 2017 Annual True-up.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
<b>TRANSMISSION OF ELECTRICITY BY ISO/RTOs</b>					
<p>1. Report in Column (a) the Transmission Owner receiving revenue for the transmission of electricity by the ISO/RTO.</p> <p>2. Use a separate line of data for each distinct type of transmission service involving the entities listed in Column (a).</p> <p>3. In Column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNO – Firm Network Service for Others, FNS – Firm Network Transmission Service for Self, LFP – Long-Term Firm Point-to-Point Transmission Service, OLF – Other Long-Term Firm Transmission Service, SFP – Short-Term Firm Point-to-Point Transmission Reservation, NF – Non-Firm Transmission Service, OS – Other Transmission Service and AD- Out-of-Period Adjustments. Use this code for any accounting adjustments or "true-ups" for service provided in prior reporting periods. Provide an explanation in a footnote for each adjustment. See General Instruction for definitions of codes.</p> <p>4. In column (c) identify the FERC Rate Schedule or tariff Number, on separate lines, list all FERC rate schedules or contract designations under which service, as identified in column (b) was provided.</p> <p>5. In column (d) report the revenue amounts as shown on bills or vouchers.</p> <p>6. Report in column (e) the total revenues distributed to the entity listed in column (a).</p>					
Line No.	Payment Received by (Transmission Owner Name) (a)	Statistical Classification (b)	FERC Rate Schedule or Tariff Number (c)	Total Revenue by Rate Schedule or Tariff (d)	Total Revenue (e)
1	Not Applicable				
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40	TOTAL				

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4			
TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565) (Including transactions referred to as "wheeling")								
<p>1. Report all transmission, i.e. wheeling or electricity provided by other electric utilities, cooperatives, municipalities, other public authorities, qualifying facilities, and others for the quarter.</p> <p>2. In column (a) report each company or public authority that provided transmission service. Provide the full name of the company, abbreviate if necessary, but do not truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation with the transmission service provider. Use additional columns as necessary to report all companies or public authorities that provided transmission service for the quarter reported.</p> <p>3. In column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point-to-Point Transmission Reservations, OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point-to-Point Transmission Reservations, NF - Non-Firm Transmission Service, and OS - Other Transmission Service. See General Instructions for definitions of statistical classifications.</p> <p>4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.</p> <p>5. Report in column (e), (f) and (g) expenses as shown on bills or vouchers rendered to the respondent. In column (e) report the demand charges and in column (f) energy charges related to the amount of energy transferred. On column (g) report the total of all other charges on bills or vouchers rendered to the respondent, including any out of period adjustments. Explain in a footnote all components of the amount shown in column (g). Report in column (h) the total charge shown on bills rendered to the respondent. If no monetary settlement was made, enter zero in column (h). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.</p> <p>6. Enter "TOTAL" in column (a) as the last line.</p> <p>7. Footnote entries and provide explanations following all required data.</p>								
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY		EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS			Total Cost of Transmission (\$)(h)
			Magawatt-hours Received (c)	Magawatt-hours Delivered (d)	Demand Charges (\$)(e)	Energy Charges (\$)(f)	Other Charges (\$)(g)	
1	Eversource Energy							
2	Service Company	FNS					7,721,017	7,721,017
3								
4	Vermont Electric							
5	Transmission Company	OS					198,882	198,882
6								
7	NSTAR Electric Company	OS					38,603	38,603
8								
9	National Grid	OS					4,719,689	4,719,689
10								
11	ISO-NE Sch & Dspch.							
12	Ancillary Services	OS					1,213,076	1,213,076
13								
14	ISO-NE Reliability	OS					2,277,569	2,277,569
15								
16								
	TOTAL						31,659,889	31,659,889

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4			
TRANSMISSION OF ELECTRICITY BY OTHERS (Account 565) (Including transactions referred to as "wheeling")								
<p>1. Report all transmission, i.e. wheeling or electricity provided by other electric utilities, cooperatives, municipalities, other public authorities, qualifying facilities, and others for the quarter.</p> <p>2. In column (a) report each company or public authority that provided transmission service. Provide the full name of the company, abbreviate if necessary, but do not truncate name or use acronyms. Explain in a footnote any ownership interest in or affiliation with the transmission service provider. Use additional columns as necessary to report all companies or public authorities that provided transmission service for the quarter reported.</p> <p>3. In column (b) enter a Statistical Classification code based on the original contractual terms and conditions of the service as follows: FNS - Firm Network Transmission Service for Self, LFP - Long-Term Firm Point-to-Point Transmission Reservations. OLF - Other Long-Term Firm Transmission Service, SFP - Short-Term Firm Point-to-Point Transmission Reservations, NF - Non-Firm Transmission Service, and OS - Other Transmission Service. See General Instructions for definitions of statistical classifications.</p> <p>4. Report in column (c) and (d) the total megawatt hours received and delivered by the provider of the transmission service.</p> <p>5. Report in column (e), (f) and (g) expenses as shown on bills or vouchers rendered to the respondent. In column (e) report the demand charges and in column (f) energy charges related to the amount of energy transferred. On column (g) report the total of all other charges on bills or vouchers rendered to the respondent, including any out of period adjustments. Explain in a footnote all components of the amount shown in column (g). Report in column (h) the total charge shown on bills rendered to the respondent. If no monetary settlement was made, enter zero in column (h). Provide a footnote explaining the nature of the non-monetary settlement, including the amount and type of energy or service rendered.</p> <p>6. Enter "TOTAL" in column (a) as the last line.</p> <p>7. Footnote entries and provide explanations following all required data.</p>								
Line No.	Name of Company or Public Authority (Footnote Affiliations) (a)	Statistical Classification (b)	TRANSFER OF ENERGY		EXPENSES FOR TRANSMISSION OF ELECTRICITY BY OTHERS			
			Magawatt-hours Received (c)	Magawatt-hours Delivered (d)	Demand Charges (\$) (e)	Energy Charges (\$) (f)	Other Charges (\$) (g)	Total Cost of Transmission (\$) (h)
1	Central Maine Power Co.							
2	-Wyman #4	OS					-3,342	-3,342
3								
4	Green Mountain Power							
5	Service Co.	FNS					1,515,701	1,515,701
6								
7	National Grid							
8	-Moore Station	OS					13,319	13,319
9	National Grid							
10	-AES Granite Ridge	OS					644	644
11								
12	Vermont Electric							
13	Power Company, Inc.	FNS					543,855	543,855
14								
15	Deferred Transm Expense	OS					-3,722,184	-3,722,184
16	Retail Transm Deferral	OS					17,143,060	17,143,060
	TOTAL						31,659,889	31,659,889

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

<b>Schedule Page: 332 Line No.: 2 Column: a</b>
Associated Company
<b>Schedule Page: 332 Line No.: 5 Column: a</b>
Hydro Quebec DC Phase I Support (VT Electric Transmission Co.)
<b>Schedule Page: 332 Line No.: 7 Column: a</b>
Associated Company
Hydro Quebec AC Phase II Support (NSTAR)
<b>Schedule Page: 332 Line No.: 9 Column: a</b>

	Yearly Activity
	-----
Hydro Quebec DC Phase I Support (New England Electric Transmission Corp.)	\$ 97,482
Hydro Quebec DC Phase II Support (New England Hydro Transmission Corp.)	1,124,270
Hydro Quebec DC Phase II Support (New England Hydro Transm Electric Co.)	2,770,492
Hydro Quebec AC Phase II Support (New England Power Co.)	504,696
Hydro Quebec Phase II Support - Chester SVC (New England Hydro Transm Corp.)	222,749
Total	----- \$ 4,719,689

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
MISCELLANEOUS GENERAL EXPENSES (Account 930.2) (ELECTRIC)				
Line No.	Description (a)	Amount (b)		
1	Industry Association Dues	104,950		
2	Nuclear Power Research Expenses			
3	Other Experimental and General Research Expenses			
4	Pub & Dist Info to Stkhldrs...expn servicing outstanding Securities	254		
5	Oth Expn >=5,000 show purpose, recipient, amount. Group if < \$5,000			
6	Employee Compensation and Shareholder Expenses	337,687		
7	Service Company Rate of Return Net of Overhead	798,780		
8	Trustee Fees and Expenses	421,847		
9	Bank/Debt Fees and Other	344,662		
10				
11				
12				
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46	TOTAL	2,008,180		

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4			
DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Account 403, 404, 405) (Except amortization of acquisition adjustments)						
<p>1. Report in section A for the year the amounts for : (b) Depreciation Expense (Account 403; (c) Depreciation Expense for Asset Retirement Costs (Account 403.1; (d) Amortization of Limited-Term Electric Plant (Account 404); and (e) Amortization of Other Electric Plant (Account 405).</p> <p>2. Report in Section 8 the rates used to compute amortization charges for electric plant (Accounts 404 and 405). State the basis used to compute charges and whether any changes have been made in the basis or rates used from the preceding report year.</p> <p>3. Report all available information called for in Section C every fifth year beginning with report year 1971, reporting annually only changes to columns (c) through (g) from the complete report of the preceding year.</p> <p>Unless composite depreciation accounting for total depreciable plant is followed, list numerically in column (a) each plant subaccount, account or functional classification, as appropriate, to which a rate is applied. Identify at the bottom of Section C the type of plant included in any sub-account used.</p> <p>In column (b) report all depreciable plant balances to which rates are applied showing subtotals by functional Classifications and showing composite total. Indicate at the bottom of section C the manner in which column balances are obtained. If average balances, state the method of averaging used.</p> <p>For columns (c), (d), and (e) report available information for each plant subaccount, account or functional classification Listed in column (a). If plant mortality studies are prepared to assist in estimating average service Lives, show in column (f) the type mortality curve selected as most appropriate for the account and in column (g), if available, the weighted average remaining life of surviving plant. If composite depreciation accounting is used, report available information called for in columns (b) through (g) on this basis.</p> <p>4. If provisions for depreciation were made during the year in addition to depreciation provided by application of reported rates, state at the bottom of section C the amounts and nature of the provisions and the plant items to which related.</p>						
A. Summary of Depreciation and Amortization Charges						
Line No.	Functional Classification (a)	Depreciation Expense (Account 403) (b)	Depreciation Expense for Asset Retirement Costs (Account 403.1) (c)	Amortization of Limited Term Electric Plant (Account 404) (d)	Amortization of Other Electric Plant (Acc 405) (e)	Total (f)
1	Intangible Plant			6,343,484		6,343,484
2	Steam Production Plant	935,065				935,065
3	Nuclear Production Plant					
4	Hydraulic Production Plant-Conventional	678,074				678,074
5	Hydraulic Production Plant-Pumped Storage					
6	Other Production Plant					
7	Transmission Plant	23,408,074				23,408,074
8	Distribution Plant	52,109,374				52,109,374
9	Regional Transmission and Market Operation					
10	General Plant	9,008,009		34,579		9,042,588
11	Common Plant-Electric					
12	TOTAL	86,138,596		6,378,063		92,516,659
B. Basis for Amortization Charges						
Intangible plant amortization relates primarily to computer software which is amortized over 3, 5, 10 or 15 years.						
General plant amortization includes the amortization of leasehold improvements over the life of the lease.						

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DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)							
C. Factors Used in Estimating Depreciation Charges							
Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12	Steam Production						
13	Merrimack	347,520			0.15		
14	Newington	73,935			0.05		
15	GSU	2,284			0.21		
16	Schiller	109,457			0.33		
17	Wyman						
18	Subtotal Production	533,196					
19							
20	Hydraulic Production						
21	Amoskeag LP#1893	6,888			1.48		
22	Ayers Island LP#2456	6,177			1.43		
23	Canaan LP#7528	2,041			1.56		
24	Eastman Falls LP#2457	4,623			2.15		
25	Garvins LP#2140	6,093			1.99		
26	Gorham LP#2288	1,913			2.02		
27	GSU	1,155			6.78		
28	Hookset LP#1913	981			1.03		
29	Jackman	2,924			1.56		
30	Smith LP#2287	4,454			1.42		
31	Subtotal Hydraulic	37,249					
32							
33	Other Production						
34	GSU	110					
35	Lost Nation	1,835					
36	Merrimack	2,492					
37	Schiller	1,777					
38	White Lake	1,286					
39	Subtotal Other Prod	7,500					
40							
41	Transmission						
42	352	57,626			1.53		
43	353	556,818			2.00		
44	354	15,183			1.46		
45	355	390,004			2.25		
46	356	99,392			2.36		
47	357						
48	358						
49	359	1,688			1.20		
50	Subtotal Transmission	1,120,711					

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DEPRECIATION AND AMORTIZATION OF ELECTRIC PLANT (Continued)							
C. Factors Used in Estimating Depreciation Charges							
Line No.	Account No. (a)	Depreciable Plant Base (In Thousands) (b)	Estimated Avg. Service Life (c)	Net Salvage (Percent) (d)	Applied Depr. rates (Percent) (e)	Mortality Curve Type (f)	Average Remaining Life (g)
12							
13	Distribution						
14	361	25,516			1.76		
15	362	290,681			2.00		
16	364	295,523			3.20		
17	365	561,423			3.19		
18	366	36,931			1.58		
19	367	132,263			2.79		
20	368	258,627			2.48		
21	369	155,081			2.80		
22	370	101,373			2.64		
23	371	6,602			6.68		
24	373	5,590			6.06		
25	Subtotal Distribution	1,869,610					
26							
27	General						
28	390	102,730			1.66		
29	391	16,994			5.93		
30	393	4,030			4.50		
31	394	20,491			4.36		
32	395	2,459			3.57		
33	397	80,797			5.88		
34	398	1,446			5.61		
35	Subtotal General	228,947					
36							
37	Intangible						
38	303	60,539			10.29		
39	Subtotal Intangible	60,539					
40							
41	Total	3,857,752					
42							
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Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

**Schedule Page: 336 Line No.: 1 Column: d**

The total amount of Intangible Plant Depreciation Expense in Account 404 includes a transmission related component of \$421,474

Estimated depreciation accrual on AFUDC Equity for the twelve months ended December 2018(Includes 2018 activity through December) Intangible Plant \$5,290

**Schedule Page: 336 Line No.: 7 Column: b**

Estimated depreciation accrual on AFUDC Equity for the twelve months ended December 2018(Includes 2018 activity through December) Transmission Plant \$222,537

**Schedule Page: 336 Line No.: 10 Column: b**

The total amount of General Plant Depreciation Expense in Account 403 includes a transmission related component of \$3,871,976

Estimated depreciation accrual on AFUDC Equity for the twelve months ended December 2018(Includes 2018 activity through December) General Plant \$32,430

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REGULATORY COMMISSION EXPENSES

1. Report particulars (details) of regulatory commission expenses incurred during the current year (or incurred in previous years, if being amortized) relating to format cases before a regulatory body, or cases in which such a body was a party.
2. Report in columns (b) and (c), only the current year's expenses that are not deferred and the current year's amortization of amounts deferred in previous years.

Line No.	Description (Furnish name of regulatory commission or body the docket or case number and a description of the case) (a)	Assessed by Regulatory Commission (b)	Expenses of Utility (c)	Total Expense for Current Year (b) + (c) (d)	Deferred in Account 182.3 at Beginning of Year (e)
1	Proportionate share of expenses of the				
2	New Hampshire Public Utilities Commission,				
3	State of New Hampshire	5,070,408	2,575	5,072,983	
4					
5	Proportionate share of expenses of the				
6	New Hampshire Public Utility Commission in				
7	connection with Consultant Fees	430,779		430,779	
8					
9	Proportionate share of expenses of the				
10	Federal Energy Regulatory Commissions (FERC)				
11	in Connection FERC Assessment Order No. 472	1,028,275	6,416	1,034,691	
12					
13					
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46	TOTAL	6,529,462	8,991	6,538,453	

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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REGULATORY COMMISSION EXPENSES (Continued)

- Show in column (k) any expenses incurred in prior years which are being amortized. List in column (a) the period of amortization.
- List in column (f), (g), and (h) expenses incurred during year which were charged currently to income, plant, or other accounts.
- Minor items (less than \$25,000) may be grouped.

EXPENSES INCURRED DURING YEAR			AMORTIZED DURING YEAR				Line No.
CURRENTLY CHARGED TO			Deferred to Account 182.3 (i)	Contra Account (j)	Amount (k)	Deferred in Account 182.3 End of Year (l)	
Department (f)	Account No. (g)	Amount (h)					
							1
							2
Electrical	928	5,072,983					3
							4
							5
							6
Electrical	928	430,779					7
							8
							9
							10
Electrical	928	1,034,691					11
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		6,538,453					46

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
<b>RESEARCH, DEVELOPMENT, AND DEMONSTRATION ACTIVITIES</b>			
<p>1. Describe and show below costs incurred and accounts charged during the year for technological research, development, and demonstration (R, D &amp; D) project initiated, continued or concluded during the year. Report also support given to others during the year for jointly-sponsored projects. (Identify recipient regardless of affiliation.) For any R, D &amp; D work carried with others, show separately the respondent's cost for the year and cost chargeable to others (See definition of research, development, and demonstration in Uniform System of Accounts).</p> <p>2. Indicate in column (a) the applicable classification, as shown below:</p> <p>Classifications:</p> <p>A. Electric R, D &amp; D Performed Internally:</p> <p style="margin-left: 20px;">(1) Generation</p> <p style="margin-left: 40px;">a. hydroelectric</p> <p style="margin-left: 40px;">i. Recreation fish and wildlife</p> <p style="margin-left: 40px;">ii Other hydroelectric</p> <p style="margin-left: 20px;">b. Fossil-fuel steam</p> <p style="margin-left: 20px;">c. Internal combustion or gas turbine</p> <p style="margin-left: 20px;">d. Nuclear</p> <p style="margin-left: 20px;">e. Unconventional generation</p> <p style="margin-left: 20px;">f. Siting and heat rejection</p> <p>(2) Transmission</p> <p style="margin-left: 20px;">a. Overhead</p> <p style="margin-left: 20px;">b. Underground</p> <p style="margin-left: 20px;">(3) Distribution</p> <p style="margin-left: 20px;">(4) Regional Transmission and Market Operation</p> <p style="margin-left: 20px;">(5) Environment (other than equipment)</p> <p style="margin-left: 20px;">(6) Other (Classify and include items in excess of \$50,000.)</p> <p style="margin-left: 20px;">(7) Total Cost Incurred</p> <p>B. Electric, R, D &amp; D Performed Externally:</p> <p style="margin-left: 20px;">(1) Research Support to the electrical Research Council or the Electric Power Research Institute</p>			
Line No.	Classification (a)	Description (b)	
1	Electric Utility RD&D Performed Internally		
2			
3			
4			
5	Electric Utility RD&D Performed Externally		
6			
7	B. (1)	EPRI	
8			
9			
10			
11	Total		
12			
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Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
RESEARCH, DEVELOPMENT, AND DEMONSTRATION ACTIVITIES (Continued)					
<p>(2) Research Support to Edison Electric Institute  (3) Research Support to Nuclear Power Groups  (4) Research Support to Others (Classify)  (5) Total Cost Incurred</p> <p>3. Include in column (c) all R, D &amp; D items performed internally and in column (d) those items performed outside the company costing \$50,000 or more, briefly describing the specific area of R, D &amp; D (such as safety, corrosion control, pollution, automation, measurement, insulation, type of appliance, etc.). Group items under \$50,000 by classifications and indicate the number of items grouped. Under Other, (A (6) and B (4)) classify items by type of R, D &amp; D activity.</p> <p>4. Show in column (e) the account number charged with expenses during the year or the account to which amounts were capitalized during the year, listing Account 107, Construction Work in Progress, first. Show in column (f) the amounts related to the account charged in column (e)</p> <p>5. Show in column (g) the total unamortized accumulating of costs of projects. This total must equal the balance in Account 188, Research, Development, and Demonstration Expenditures, Outstanding at the end of the year.</p> <p>6. If costs have not been segregated for R, D &amp; D activities or projects, submit estimates for columns (c), (d), and (f) with such amounts identified by "Est."</p> <p>7. Report separately research and related testing facilities operated by the respondent.</p>					
Costs Incurred Internally Current Year (c)	Costs Incurred Externally Current Year (d)	AMOUNTS CHARGED IN CURRENT YEAR		Unamortized Accumulation (g)	Line No.
		Account (e)	Amount (f)		
					1
					2
					3
					4
					5
					6
	34,877	Various	34,877		7
					8
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	34,877		34,877		11
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Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
DISTRIBUTION OF SALARIES AND WAGES (Continued)				
Line No.	Classification (a)	Direct Payroll Distribution (b)	Allocation of Payroll charged for Clearing Accounts (c)	Total (d)
48	Distribution			
49	Administrative and General			
50	TOTAL Maint. (Enter Total of lines 43 thru 49)			
51	Total Operation and Maintenance			
52	Production-Manufactured Gas (Enter Total of lines 31 and 43)			
53	Production-Natural Gas (Including Expl. and Dev.) (Total lines 32,			
54	Other Gas Supply (Enter Total of lines 33 and 45)			
55	Storage, LNG Terminating and Processing (Total of lines 31 thru			
56	Transmission (Lines 35 and 47)			
57	Distribution (Lines 36 and 48)			
58	Customer Accounts (Line 37)			
59	Customer Service and Informational (Line 38)			
60	Sales (Line 39)			
61	Administrative and General (Lines 40 and 49)			
62	TOTAL Operation and Maint. (Total of lines 52 thru 61)			
63	Other Utility Departments			
64	Operation and Maintenance			
65	TOTAL All Utility Dept. (Total of lines 28, 62, and 64)	59,223,311	974,830	60,198,141
66	Utility Plant			
67	Construction (By Utility Departments)			
68	Electric Plant	30,078,302	2,219,157	32,297,459
69	Gas Plant			
70	Other (provide details in footnote):			
71	TOTAL Construction (Total of lines 68 thru 70)	30,078,302	2,219,157	32,297,459
72	Plant Removal (By Utility Departments)			
73	Electric Plant	2,463,793	109,792	2,573,585
74	Gas Plant			
75	Other (provide details in footnote):			
76	TOTAL Plant Removal (Total of lines 73 thru 75)	2,463,793	109,792	2,573,585
77	Other Accounts (Specify, provide details in footnote):			
78	146 Accounts Receivable from Associated Companies	13,613,217		13,613,217
79	152 Fuel Expense Clearing	12,353	-12,353	
80	154 Materials and Supplies - Other	565		565
81	163 Stores Clearing	1,778,472	-1,778,472	
82	183 Prelim Survey & Investigation Charge	14,677		14,677
83	184 Clearing Accounts	1,523,799	-1,523,799	
84	185 Temporary Service	135,859	5,105	140,964
85	186 Miscellaneous Deferred Debits	443,635	5,740	449,375
86	228 Inj & Dam Reserve	9,760		9,760
87	242 Other Current Liability	309,793		309,793
88	254 Environmental Regulatory Obligation	27,774		27,774
89	421 Miscellaneous Nonoperating Income	382		382
90	426 Miscellaneous Income Deductions	8,498		8,498
91				
92				
93				
94				
95	TOTAL Other Accounts	17,878,784	-3,303,779	14,575,005
96	TOTAL SALARIES AND WAGES	109,644,190		109,644,190

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2018/Q4</u>
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COMMON UTILITY PLANT AND EXPENSES

1. Describe the property carried in the utility's accounts as common utility plant and show the book cost of such plant at end of year classified by accounts as provided by Plant Instruction 13, Common Utility Plant, of the Uniform System of Accounts. Also show the allocation of such plant costs to the respective departments using the common utility plant and explain the basis of allocation used, giving the allocation factors.
2. Furnish the accumulated provisions for depreciation and amortization at end of year, showing the amounts and classifications of such accumulated provisions, and amounts allocated to utility departments using the Common utility plant to which such accumulated provisions relate, including explanation of basis of allocation and factors used.
3. Give for the year the expenses of operation, maintenance, rents, depreciation, and amortization for common utility plant classified by accounts as provided by the Uniform System of Accounts. Show the allocation of such expenses to the departments using the common utility plant to which such expenses are related. Explain the basis of allocation used and give the factors of allocation.
4. Give date of approval by the Commission for use of the common utility plant classification and reference to order of the Commission or other authorization.

Not Applicable

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AMOUNTS INCLUDED IN ISO/RTO SETTLEMENT STATEMENTS					
1. The respondent shall report below the details called for concerning amounts it recorded in Account 555, Purchase Power, and Account 447, Sales for Resale, for items shown on ISO/RTO Settlement Statements. Transactions should be separately netted for each ISO/RTO administered energy market for purposes of determining whether an entity is a net seller or purchaser in a given hour. Net megawatt hours are to be used as the basis for determining whether a net purchase or sale has occurred. In each monthly reporting period, the hourly sale and purchase net amounts are to be aggregated and separately reported in Account 447, Sales for Resale, or Account 555, Purchased Power, respectively.					
Line No.	Description of Item(s) (a)	Balance at End of Quarter 1 (b)	Balance at End of Quarter 2 (c)	Balance at End of Quarter 3 (d)	Balance at End of Year (e)
1	Energy				
2	Net Purchases (Account 555)	18,361,547	20,475,325	20,637,845	20,842,293
3	Net Sales (Account 447)	( 19,682,223)	( 26,336,464)	( 33,944,748)	( 41,961,560)
4	Transmission Rights	( 567,308)	( 505,919)	( 505,919)	( 505,919)
5	Ancillary Services	665,242	845,506	816,499	808,578
6	Other Items (list separately)				
7	Auction Revenue Rights	( 108,610)	( 161,753)	( 165,460)	( 165,480)
8	NCPC Day Ahead	142,650	176,890	176,899	176,879
9	Windstream/Sprint Charges	16,820	18,412	440	1,224
10	Winter Reliability Program	654,382	( 355,579)	( 359,529)	( 359,530)
11	Forward Capacity Market	15,884,947	10,286,891	2,858,634	( 2,513,608)
12					
13					
14					
15					
16					
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43					
44					
45					
46	TOTAL	15,367,447	4,443,309	( 10,485,339)	( 23,677,123)

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<b>PURCHASES AND SALES OF ANCILLARY SERVICES</b>							
Report the amounts for each type of ancillary service shown in column (a) for the year as specified in Order No. 888 and defined in the respondents Open Access Transmission Tariff.							
In columns for usage, report usage-related billing determinant and the unit of measure.							
(1) On line 1 columns (b), (c), (d), (e), (f) and (g) report the amount of ancillary services purchased and sold during the year.							
(2) On line 2 columns (b) (c), (d), (e), (f), and (g) report the amount of reactive supply and voltage control services purchased and sold during the year.							
(3) On line 3 columns (b) (c), (d), (e), (f), and (g) report the amount of regulation and frequency response services purchased and sold during the year.							
(4) On line 4 columns (b), (c), (d), (e), (f), and (g) report the amount of energy imbalance services purchased and sold during the year.							
(5) On lines 5 and 6, columns (b), (c), (d), (e), (f), and (g) report the amount of operating reserve spinning and supplement services purchased and sold during the period.							
(6) On line 7 columns (b), (c), (d), (e), (f), and (g) report the total amount of all other types ancillary services purchased or sold during the year. Include in a footnote and specify the amount for each type of other ancillary service provided.							
		Amount Purchased for the Year	Amount Sold for the Year				
		Usage - Related Billing Determinant					
Line No.	Type of Ancillary Service (a)	Number of Units (b)	Unit of Measure (c)	Dollars (d)	Number of Units (e)	Unit of Measure (f)	Dollars (g)
1	Scheduling, System Control and Dispatch		\$/mw	4,032,899		\$/mw	38,721
2	Reactive Supply and Voltage		\$/mw	1,331,814		\$/mvar	150,955
3	Regulation and Frequency Response		\$/mwh	216,076			1,299
4	Energy Imbalance	41,711	\$/mwh	4,596,667	180,861	\$/mwh	6,640,528
5	Operating Reserve - Spinning						
6	Operating Reserve - Supplement		\$/mwh&\$/mw	689,683		\$/mwh&\$/mw	95,883
7	Other		\$/mw	914,946		\$/mw	142,156
8	Total (Lines 1 thru 7)	41,711		11,782,085	180,861		7,069,542

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FOOTNOTE DATA			

<b>Schedule Page: 398 Line No.: 1 Column: b</b> Data is not readily available.
<b>Schedule Page: 398 Line No.: 1 Column: e</b> Data is not readily available.
<b>Schedule Page: 398 Line No.: 2 Column: b</b> Data is not readily available.
<b>Schedule Page: 398 Line No.: 2 Column: e</b> Data is not readily available.
<b>Schedule Page: 398 Line No.: 3 Column: b</b> Data is not readily available.
<b>Schedule Page: 398 Line No.: 5 Column: d</b> Allocation of Operating Reserves is not readily available.
<b>Schedule Page: 398 Line No.: 5 Column: g</b> Allocation of Operating Reserves is not readily available.
<b>Schedule Page: 398 Line No.: 6 Column: b</b> Data is not readily available.
<b>Schedule Page: 398 Line No.: 6 Column: d</b> Allocation of Operating Reserves is not readily available.
<b>Schedule Page: 398 Line No.: 6 Column: e</b> Data is not readily available.
<b>Schedule Page: 398 Line No.: 6 Column: g</b> Allocation of Operating Reserves is not readily available.
<b>Schedule Page: 398 Line No.: 7 Column: b</b> Data is not readily available.
<b>Schedule Page: 398 Line No.: 7 Column: e</b> Data is not readily available.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /		Year/Period of Report End of 2018/Q4				
<b>MONTHLY TRANSMISSION SYSTEM PEAK LOAD</b>										
<p>(1) Report the monthly peak load on the respondent's transmission system. If the respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system.</p> <p>(2) Report on Column (b) by month the transmission system's peak load.</p> <p>(3) Report on Columns (c) and (d) the specified information for each monthly transmission - system peak load reported on Column (b).</p> <p>(4) Report on Columns (e) through (j) by month the system' monthly maximum megawatt load by statistical classifications. See General Instruction for the definition of each statistical classification.</p>										
NAME OF SYSTEM:										
Line No.	Month (a)	Monthly Peak MW - Total (b)	Day of Monthly Peak (c)	Hour of Monthly Peak (d)	Firm Network Service for Self (e)	Firm Network Service for Others (f)	Long-Term Firm Point-to-point Reservations (g)	Other Long-Term Firm Service (h)	Short-Term Firm Point-to-point Reservation (i)	Other Service (j)
1	January	1,860	5	18	1,294	438			128	
2	February	1,764	7	18	1,204	384			176	
3	March	1,585	7	18	1,126	331			128	
4	Total for Quarter 1				3,624	1,153			432	
5	April	1,480	3	20	1,037	315			128	
6	May	1,669	29	18	1,142	314			213	
7	June	2,031	18	17	1,416	402			213	
8	Total for Quarter 2				3,595	1,031			554	
9	July	2,108	2	17	1,529	451			128	
10	August	2,174	29	17	1,672	501			1	
11	September	1,929	6	15	1,499	430				
12	Total for Quarter 3				4,700	1,382			129	
13	October	1,470	10	19	1,141	329				
14	November	1,729	15	18	1,153	363			213	
15	December	1,868	18	18	1,244	411			213	
16	Total for Quarter 4				3,538	1,103			426	
17	Total Year to Date/Year				15,457	4,669			1,541	

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**MONTHLY ISO/RTO TRANSMISSION SYSTEM PEAK LOAD**

- (1) Report the monthly peak load on the respondent's transmission system. If the Respondent has two or more power systems which are not physically integrated, furnish the required information for each non-integrated system.  
(2) Report on Column (b) by month the transmission system's peak load.  
(3) Report on Column (c) and (d) the specified information for each monthly transmission - system peak load reported on Column (b).  
(4) Report on Columns (e) through (i) by month the system's transmission usage by classification. Amounts reported as Through and Out Service in Column (g) are to be excluded from those amounts reported in Columns (e) and (f).  
(5) Amounts reported in Column (j) for Total Usage is the sum of Columns (h) and (i).

NAME OF SYSTEM: Not Applicable

Line No.	Month (a)	Monthly Peak MW - Total (b)	Day of Monthly Peak (c)	Hour of Monthly Peak (d)	Imports into ISO/RTO (e)	Exports from ISO/RTO (f)	Through and Out Service (g)	Network Service Usage (h)	Point-to-Point Service Usage (i)	Total Usage (j)
1	January									
2	February									
3	March									
4	Total for Quarter 1									
5	April									
6	May									
7	June									
8	Total for Quarter 2									
9	July									
10	August									
11	September									
12	Total for Quarter 3									
13	October									
14	November									
15	December									
16	Total for Quarter 4									
17	Total Year to Date/Year									

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
ELECTRIC ENERGY ACCOUNT					
Report below the information called for concerning the disposition of electric energy generated, purchased, exchanged and wheeled during the year.					
Line No.	Item (a)	MegaWatt Hours (b)	Line No.	Item (a)	MegaWatt Hours (b)
1	SOURCES OF ENERGY		21	DISPOSITION OF ENERGY	
2	Generation (Excluding Station Use):		22	Sales to Ultimate Consumers (Including Interdepartmental Sales)	7,914,786
3	Steam	170,139	23	Requirements Sales for Resale (See instruction 4, page 311.)	12
4	Nuclear		24	Non-Requirements Sales for Resale (See instruction 4, page 311.)	876,376
5	Hydro-Conventional	242,123	25	Energy Furnished Without Charge	
6	Hydro-Pumped Storage		26	Energy Used by the Company (Electric Dept Only, Excluding Station Use)	
7	Other		27	Total Energy Losses	347,274
8	Less Energy for Pumping		28	TOTAL (Enter Total of Lines 22 Through 27) (MUST EQUAL LINE 20)	9,138,448
9	Net Generation (Enter Total of lines 3 through 8)	412,262			
10	Purchases	8,726,186			
11	Power Exchanges:				
12	Received				
13	Delivered				
14	Net Exchanges (Line 12 minus line 13)				
15	Transmission For Other (Wheeling)				
16	Received	11,843,362			
17	Delivered	11,843,362			
18	Net Transmission for Other (Line 16 minus line 17)				
19	Transmission By Others Losses				
20	TOTAL (Enter Total of lines 9, 10, 14, 18 and 19)	9,138,448			

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MONTHLY PEAKS AND OUTPUT

1. Report the monthly peak load and energy output. If the respondent has two or more power which are not physically integrated, furnish the required information for each non- integrated system.  
2. Report in column (b) by month the system's output in Megawatt hours for each month.  
3. Report in column (c) by month the non-requirements sales for resale. Include in the monthly amounts any energy losses associated with the sales.  
4. Report in column (d) by month the system's monthly maximum megawatt load (60 minute integration) associated with the system.  
5. Report in column (e) and (f) the specified information for each monthly peak load reported in column (d).

NAME OF SYSTEM:

Line No.	Month (a)	Total Monthly Energy (b)	Monthly Non-Requirements Sales for Resale & Associated Losses (c)	MONTHLY PEAK		
				Megawatts (See Instr. 4) (d)	Day of Month (e)	Hour (f)
29	January	887,488	126,903	1,358	2	1800
30	February	648,665	16,686	1,204	7	1800
31	March	697,459	26,137	1,130	7	1900
32	April	708,806	99,273	1,067	16	1800
33	May	724,877	98,552	1,148	31	1800
34	June	736,279	75,191	1,416	18	1700
35	July	899,244	90,286	1,614	5	1800
36	August	905,990	93,052	1,671	29	1800
37	September	728,628	63,958	1,555	6	1400
38	October	697,804	53,478	1,141	10	1900
39	November	719,387	62,033	1,169	14	1800
40	December	783,821	70,827	1,244	18	1800
41	TOTAL	9,138,448	876,376			

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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants)							
1. Report data for plant in Service only. 2. Large plants are steam plants with installed capacity (name plate rating) of 25,000 Kw or more. Report in this page gas-turbine and internal combustion plants of 10,000 Kw or more, and nuclear plants. 3. Indicate by a footnote any plant leased or operated as a joint facility. 4. If net peak demand for 60 minutes is not available, give data which is available, specifying period. 5. If any employees attend more than one plant, report on line 11 the approximate average number of employees assignable to each plant. 6. If gas is used and purchased on a term basis report the Btu content or the gas and the quantity of fuel burned converted to Mct. 7. Quantities of fuel burned (Line 38) and average cost per unit of fuel burned (Line 41) must be consistent with charges to expense accounts 501 and 547 (Line 42) as show on Line 20. 8. If more than one fuel is burned in a plant furnish only the composite heat rate for all fuels burned.							
Line No.	Item (a)	Plant Name: (b)			Plant Name: (c)		
1	Kind of Plant (Internal Comb, Gas Turb, Nuclear						
2	Type of Constr (Conventional, Outdoor, Boiler, etc)						
3	Year Originally Constructed						
4	Year Last Unit was Installed						
5	Total Installed Cap (Max Gen Name Plate Ratings-MW)			0.00			0.00
6	Net Peak Demand on Plant - MW (60 minutes)			0			0
7	Plant Hours Connected to Load			0			0
8	Net Continuous Plant Capability (Megawatts)			0			0
9	When Not Limited by Condenser Water			0			0
10	When Limited by Condenser Water			0			0
11	Average Number of Employees			0			0
12	Net Generation, Exclusive of Plant Use - KWh			0			0
13	Cost of Plant: Land and Land Rights			0			0
14	Structures and Improvements			0			0
15	Equipment Costs			0			0
16	Asset Retirement Costs			0			0
17	Total Cost			0			0
18	Cost per KW of Installed Capacity (line 17/5) Including			0			0
19	Production Expenses: Oper, Supv, & Engr			0			0
20	Fuel			0			0
21	Coolants and Water (Nuclear Plants Only)			0			0
22	Steam Expenses			0			0
23	Steam From Other Sources			0			0
24	Steam Transferred (Cr)			0			0
25	Electric Expenses			0			0
26	Misc Steam (or Nuclear) Power Expenses			0			0
27	Rents			0			0
28	Allowances			0			0
29	Maintenance Supervision and Engineering			0			0
30	Maintenance of Structures			0			0
31	Maintenance of Boiler (or reactor) Plant			0			0
32	Maintenance of Electric Plant			0			0
33	Maintenance of Misc Steam (or Nuclear) Plant			0			0
34	Total Production Expenses			0			0
35	Expenses per Net KWh			0.0000			0.0000
36	Fuel: Kind (Coal, Gas, Oil, or Nuclear)						
37	Unit (Coal-tons/Oil-barrel/Gas-mcf/Nuclear-indicate)						
38	Quantity (Units) of Fuel Burned	0	0	0	0	0	0
39	Avg Heat Cont - Fuel Burned (btu/indicate if nuclear)	0	0	0	0	0	0
40	Avg Cost of Fuel/unit, as Delvd f.o.b. during year	0.000	0.000	0.000	0.000	0.000	0.000
41	Average Cost of Fuel per Unit Burned	0.000	0.000	0.000	0.000	0.000	0.000
42	Average Cost of Fuel Burned per Million BTU	0.000	0.000	0.000	0.000	0.000	0.000
43	Average Cost of Fuel Burned per KWh Net Gen	0.000	0.000	0.000	0.000	0.000	0.000
44	Average BTU per KWh Net Generation	0.000	0.000	0.000	0.000	0.000	0.000

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STEAM-ELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)			
<p>9. Items under Cost of Plant are based on U. S. of A. Accounts. Production expenses do not include Purchased Power, System Control and Load Dispatching, and Other Expenses Classified as Other Power Supply Expenses. 10. For IC and GT plants, report Operating Expenses, Account Nos. 547 and 549 on Line 25 "Electric Expenses," and Maintenance Account Nos. 553 and 554 on Line 32, "Maintenance of Electric Plant." Indicate plants designed for peak load service. Designate automatically operated plants. 11. For a plant equipped with combinations of fossil fuel steam, nuclear steam, hydro, internal combustion or gas-turbine equipment, report each as a separate plant. However, if a gas-turbine unit functions in a combined cycle operation with a conventional steam unit, include the gas-turbine with the steam plant. 12. If a nuclear power generating plant, briefly explain by footnote (a) accounting method for cost of power generated including any excess costs attributed to research and development; (b) types of cost units used for the various components of fuel cost; and (c) any other informative data concerning plant type fuel used, fuel enrichment type and quantity for the report period and other physical and operating characteristics of plant.</p>			
Plant Name: (d)	Plant Name: (e)	Plant Name: (f)	Line No.
			1
			2
			3
			4
0.00	0.00	0.00	5
0	0	0	6
0	0	0	7
0	0	0	8
0	0	0	9
0	0	0	10
0	0	0	11
0	0	0	12
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0	0	0	33
0	0	0	34
0.0000	0.0000	0.0000	35
			36
			37
0	0	0	38
0	0	0	39
0.000	0.000	0.000	40
0.000	0.000	0.000	41
0.000	0.000	0.000	42
0.000	0.000	0.000	43
0.000	0.000	0.000	44

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2018/Q4</u>
HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants)				
1. Large plants are hydro plants of 10,000 Kw or more of installed capacity (name plate ratings) 2. If any plant is leased, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. If licensed project, give project number. 3. If net peak demand for 60 minutes is not available, give that which is available specifying period. 4. If a group of employees attends more than one generating plant, report on line 11 the approximate average number of employees assignable to each plant.				
Line No.	Item (a)	FERC Licensed Project No. 0 Plant Name: (b)	FERC Licensed Project No. 0 Plant Name: (c)	
1	Kind of Plant (Run-of-River or Storage)			
2	Plant Construction type (Conventional or Outdoor)			
3	Year Originally Constructed			
4	Year Last Unit was Installed			
5	Total installed cap (Gen name plate Rating in MW)	0.00	0.00	
6	Net Peak Demand on Plant-Megawatts (60 minutes)	0	0	
7	Plant Hours Connect to Load	0	0	
8	Net Plant Capability (in megawatts)			
9	(a) Under Most Favorable Oper Conditions	0	0	
10	(b) Under the Most Adverse Oper Conditions	0	0	
11	Average Number of Employees	0	0	
12	Net Generation, Exclusive of Plant Use - Kwh	0	0	
13	Cost of Plant			
14	Land and Land Rights	0	0	
15	Structures and Improvements	0	0	
16	Reservoirs, Dams, and Waterways	0	0	
17	Equipment Costs	0	0	
18	Roads, Railroads, and Bridges	0	0	
19	Asset Retirement Costs	0	0	
20	TOTAL cost (Total of 14 thru 19)	0	0	
21	Cost per KW of Installed Capacity (line 20 / 5)	0.0000	0.0000	
22	Production Expenses			
23	Operation Supervision and Engineering	0	0	
24	Water for Power	0	0	
25	Hydraulic Expenses	0	0	
26	Electric Expenses	0	0	
27	Misc Hydraulic Power Generation Expenses	0	0	
28	Rents	0	0	
29	Maintenance Supervision and Engineering	0	0	
30	Maintenance of Structures	0	0	
31	Maintenance of Reservoirs, Dams, and Waterways	0	0	
32	Maintenance of Electric Plant	0	0	
33	Maintenance of Misc Hydraulic Plant	0	0	
34	Total Production Expenses (total 23 thru 33)	0	0	
35	Expenses per net KWh	0.0000	0.0000	

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2018/Q4</u>
HYDROELECTRIC GENERATING PLANT STATISTICS (Large Plants) (Continued)				
5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power, System control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."				
6. Report as a separate plant any plant equipped with combinations of steam, hydro, internal combustion engine, or gas turbine equipment.				
FERC Licensed Project No. 0 Plant Name: (d)	FERC Licensed Project No. 0 Plant Name: (e)	FERC Licensed Project No. 0 Plant Name: (f)	Line No.	
			1	
			2	
			3	
			4	
0.00	0.00	0.00	5	
0	0	0	6	
0	0	0	7	
				8
0	0	0	9	
0	0	0	10	
0	0	0	11	
0	0	0	12	
				13
0	0	0	14	
0	0	0	15	
0	0	0	16	
0	0	0	17	
0	0	0	18	
0	0	0	19	
0	0	0	20	
0.0000	0.0000	0.0000	21	
				22
0	0	0	23	
0	0	0	24	
0	0	0	25	
0	0	0	26	
0	0	0	27	
0	0	0	28	
0	0	0	29	
0	0	0	30	
0	0	0	31	
0	0	0	32	
0	0	0	33	
0	0	0	34	
0.0000	0.0000	0.0000	35	

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2018/Q4</u>
PUMPED STORAGE GENERATING PLANT STATISTICS (Large Plants)				
<p>1. Large plants and pumped storage plants of 10,000 Kw or more of installed capacity (name plate ratings)</p> <p>2. If any plant is leased, operating under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, indicate such facts in a footnote. Give project number.</p> <p>3. If net peak demand for 60 minutes is not available, give the which is available, specifying period.</p> <p>4. If a group of employees attends more than one generating plant, report on line 8 the approximate average number of employees assignable to each plant.</p> <p>5. The items under Cost of Plant represent accounts or combinations of accounts prescribed by the Uniform System of Accounts. Production Expenses do not include Purchased Power System Control and Load Dispatching, and Other Expenses classified as "Other Power Supply Expenses."</p>				
Line No.	Item (a)	FERC Licensed Project No. Plant Name: (b)		
1	Type of Plant Construction (Conventional or Outdoor)			
2	Year Originally Constructed			
3	Year Last Unit was Installed			
4	Total installed cap (Gen name plate Rating in MW)			
5	Net Peak Demand on Plant-Megawatts (60 minutes)			
6	Plant Hours Connect to Load While Generating			
7	Net Plant Capability (in megawatts)			
8	Average Number of Employees			
9	Generation, Exclusive of Plant Use - Kwh			
10	Energy Used for Pumping			
11	Net Output for Load (line 9 - line 10) - Kwh			
12	Cost of Plant			
13	Land and Land Rights			
14	Structures and Improvements			
15	Reservoirs, Dams, and Waterways			
16	Water Wheels, Turbines, and Generators			
17	Accessory Electric Equipment			
18	Miscellaneous Powerplant Equipment			
19	Roads, Railroads, and Bridges			
20	Asset Retirement Costs			
21	Total cost (total 13 thru 20)			
22	Cost per KW of installed cap (line 21 / 4)			
23	Production Expenses			
24	Operation Supervision and Engineering			
25	Water for Power			
26	Pumped Storage Expenses			
27	Electric Expenses			
28	Misc Pumped Storage Power generation Expenses			
29	Rents			
30	Maintenance Supervision and Engineering			
31	Maintenance of Structures			
32	Maintenance of Reservoirs, Dams, and Waterways			
33	Maintenance of Electric Plant			
34	Maintenance of Misc Pumped Storage Plant			
35	Production Exp Before Pumping Exp (24 thru 34)			
36	Pumping Expenses			
37	Total Production Exp (total 35 and 36)			
38	Expenses per KWh (line 37 / 9)			

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of <u>2018/Q4</u>
PUMPED STORAGE GENERATING PLANT STATISTICS (Large Plants) (Continued)			
<p>6. Pumping energy (Line 10) is that energy measured as input to the plant for pumping purposes.</p> <p>7. Include on Line 36 the cost of energy used in pumping into the storage reservoir. When this item cannot be accurately computed leave Lines 36, 37 and 38 blank and describe at the bottom of the schedule the company's principal sources of pumping power, the estimated amounts of energy from each station or other source that individually provides more than 10 percent of the total energy used for pumping, and production expenses per net MWH as reported herein for each source described. Group together stations and other resources which individually provide less than 10 percent of total pumping energy. If contracts are made with others to purchase power for pumping, give the supplier contract number, and date of contract.</p>			
FERC Licensed Project No. Plant Name: (c)	FERC Licensed Project No. Plant Name: (d)	FERC Licensed Project No. Plant Name: (e)	Line No.
			1
			2
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Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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GENERATING PLANT STATISTICS (Small Plants)

1. Small generating plants are steam plants of, less than 25,000 Kw; internal combustion and gas turbine-plants, conventional hydro plants and pumped storage plants of less than 10,000 Kw installed capacity (name plate rating). 2. Designate any plant leased from others, operated under a license from the Federal Energy Regulatory Commission, or operated as a joint facility, and give a concise statement of the facts in a footnote. If licensed project, give project number in footnote.

Line No.	Name of Plant (a)	Year Orig. Const. (b)	Installed Capacity Name Plate Rating (In MW) (c)	Net Peak Demand MW (60 min.) (d)	Net Generation Excluding Plant Use (e)	Cost of Plant (f)
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Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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GENERATING PLANT STATISTICS (Small Plants) (Continued)

3. List plants appropriately under subheadings for steam, hydro, nuclear, internal combustion and gas turbine plants. For nuclear, see instruction 11, Page 403. 4. If net peak demand for 60 minutes is not available, give the which is available, specifying period. 5. If any plant is equipped with combinations of steam, hydro internal combustion or gas turbine equipment, report each as a separate plant. However, if the exhaust heat from the gas turbine is utilized in a steam turbine regenerative feed water cycle, or for preheated combustion air in a boiler, report as one plant.

Plant Cost (Incl Asset Retire. Costs) Per MW (g)	Operation Exc'l. Fuel (h)	Production Expenses		Kind of Fuel (k)	Fuel Costs (in cents per Million Btu) (l)	Line No.
		Fuel (i)	Maintenance (j)			
						1
						2
						3
						4
						5
						6
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						11
						12
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						45
						46

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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TRANSMISSION LINE STATISTICS

- Report information concerning transmission lines, cost of lines, and expenses for year. List each transmission line having nominal voltage of 132 kilovolts or greater. Report transmission lines below these voltages in group totals only for each voltage.
- Transmission lines include all lines covered by the definition of transmission system plant as given in the Uniform System of Accounts. Do not report substation costs and expenses on this page.
- Report data by individual lines for all voltages if so required by a State commission.
- Exclude from this page any transmission lines for which plant costs are included in Account 121, Nonutility Property.
- Indicate whether the type of supporting structure reported in column (e) is: (1) single pole wood or steel; (2) H-frame wood, or steel poles; (3) tower; or (4) underground construction. If a transmission line has more than one type of supporting structure, indicate the mileage of each type of construction by the use of brackets and extra lines. Minor portions of a transmission line of a different type of construction need not be distinguished from the remainder of the line.
- Report in columns (f) and (g) the total pole miles of each transmission line. Show in column (f) the pole miles of line on structures the cost of which is reported for the line designated; conversely, show in column (g) the pole miles of line on structures the cost of which is reported for another line. Report pole miles of line on leased or partly owned structures in column (g). In a footnote, explain the basis of such occupancy and state whether expenses with respect to such structures are included in the expenses reported for the line designated.

Line No.	DESIGNATION		VOLTAGE (KV) (Indicate where other than 60 cycle, 3 phase)		Type of Supporting Structure (e)	LENGTH (Pole miles) (In the case of underground lines report circuit miles)		Number Of Circuits (h)
	From (a)	To (b)	Operating (c)	Designed (d)		On Structure of Line Designated (f)	On Structures of Another Line (g)	
1	Newington Station	Timber Swamp Eliot S/S	345.00	345.00	SCHF	4.74		1
2					SCSP	0.07		
3					DCSP	0.17		
4					SCSPHF	0.50		
5					DCLT	1.04		
6	Deerfield S/S	Newington	345.00	345.00	SCHF	14.90		1
7					SCSP	3.60		
8					DCSP	0.10		
9					SCSPHF	0.14		
10					DCLT	0.50		
11	Newington	Timber Swamp S/S	345.00	345.00	SCSPHF	10.24		1
12					SCSP	2.54		
13	Scobie Pond S/S	NH/MA State Line	345.00	345.00	SCHF	18.24		1
14		(Sandy Pond S/S)			SCSPHF	0.05		
15	Seabrook Station	Scobie Pond S/S	345.00	345.00	SCSPHF	29.75		1
16	Seabrook Station	Timber Swamp S/S	345.00	345.00	SCSP	2.30		1
17					SCSPHF	1.92		
18	Scobie Pond S/S	Deerfield S/S	345.00	345.00	SCHF	18.43		1
19					SCSPHF	0.19		
20	Amherst S/S	Fitzwilliams S/S	345.00	345.00	SCHF	30.90		1
21					SCSPHF	0.14		
22					LSCHF	0.79		
23	Fitzwilliams S/S	NH/VT State Line	345.00	345.00	SCHF	18.39		1
24		(Vernon/VELCO)			DCLT	0.76		
25					LSCHF	1.17		
26	Scobie Pond S/S	Eagle S/S	345.00	345.00	SCHF	9.76		1
27	Eagle S/S	Amherst S/S	345.00	345.00	SCHF	6.74		1
28	Vernon (VELCO)	Northfield Mountain Station	345.00	345.00	DCLT	0.83		1
29					DCLT	0.04		
30					SCHF	9.84		
31	Deerfield S/S	NH/ME State Line	345.00	345.00	SCHF	18.66		1
32		(Buxton S/S)			SCSPHF	0.03		
33	Scobie Pond S/S	NH/ME State Line	345.00	345.00	SCHF	37.12		1
34		(Buxton S/S)						
35	Seabrook Station	NH/MA State Line	345.00	345.00	SCSPHF	7.70		1
36					TOTAL	1,040.95		124

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4			
<b>TRANSMISSION LINE STATISTICS</b>								
<p>1. Report information concerning transmission lines, cost of lines, and expenses for year. List each transmission line having nominal voltage of 132 kilovolts or greater. Report transmission lines below these voltages in group totals only for each voltage.</p> <p>2. Transmission lines include all lines covered by the definition of transmission system plant as given in the Uniform System of Accounts. Do not report substation costs and expenses on this page.</p> <p>3. Report data by individual lines for all voltages if so required by a State commission.</p> <p>4. Exclude from this page any transmission lines for which plant costs are included in Account 121, Nonutility Property.</p> <p>5. Indicate whether the type of supporting structure reported in column (e) is: (1) single pole wood or steel; (2) H-frame wood, or steel poles; (3) tower; or (4) underground construction. If a transmission line has more than one type of supporting structure, indicate the mileage of each type of construction by the use of brackets and extra lines. Minor portions of a transmission line of a different type of construction need not be distinguished from the remainder of the line.</p> <p>6. Report in columns (f) and (g) the total pole miles of each transmission line. Show in column (f) the pole miles of line on structures the cost of which is reported for the line designated; conversely, show in column (g) the pole miles of line on structures the cost of which is reported for another line. Report pole miles of line on leased or partly owned structures in column (g). In a footnote, explain the basis of such occupancy and state whether expenses with respect to such structures are included in the expenses reported for the line designated.</p>								
Line No.	DESIGNATION		VOLTAGE (KV) (Indicate where other than 60 cycle, 3 phase)		Type of Supporting Structure (e)	LENGTH (Pole miles) (In the case of underground lines report circuit miles)		Number Of Circuits (h)
	From (a)	To (b)	Operating (c)	Designed (d)		On Structure of Line Designated (f)	On Structures of Another Line (g)	
1								
2	Eliot S/S	CMP Border	345.00	345.00	SCSP	0.15		1
3	Scobie Pond S/S	STR 89		345.00		9.80		1
4		(Hudson, NH)						
5	TOTAL 345,000 VOLTS					262.24		17
6								
7								
8	Merrimack Station	Dunbarton Tap	230.00	345.00	SCHF	8.46		1
9								
10								
11	TOTAL 230,000 VOLTS					8.46		1
12								
13	115 KV Overhead Lines		115.00	115.00		770.25		106
14								
15								
16								
17								
18								
19								
20								
21								
22								
23								
24								
25								
26								
27								
28								
29								
30								
31								
32								
33								
34								
35	Oper. & Maint. Transm. Line							
36					TOTAL	1,040.95		124

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4			
TRANSMISSION LINE STATISTICS (Continued)								
<p>7. Do not report the same transmission line structure twice. Report Lower voltage Lines and higher voltage lines as one line. Designate in a footnote if you do not include Lower voltage lines with higher voltage lines. If two or more transmission line structures support lines of the same voltage, report the pole miles of the primary structure in column (f) and the pole miles of the other line(s) in column (g)</p> <p>8. Designate any transmission line or portion thereof for which the respondent is not the sole owner. If such property is leased from another company, give name of lessor, date and terms of Lease, and amount of rent for year. For any transmission line other than a leased line, or portion thereof, for which the respondent is not the sole owner but which the respondent operates or shares in the operation of, furnish a succinct statement explaining the arrangement and giving particulars (details) of such matters as percent ownership by respondent in the line, name of co-owner, basis of sharing expenses of the Line, and how the expenses borne by the respondent are accounted for, and accounts affected. Specify whether lessor, co-owner, or other party is an associated company.</p> <p>9. Designate any transmission line leased to another company and give name of Lessee, date and terms of lease, annual rent for year, and how determined. Specify whether lessee is an associated company.</p> <p>10. Base the plant cost figures called for in columns (j) to (l) on the book cost at end of year.</p>								
Size of Conductor and Material (i)	COST OF LINE (Include in Column (j) Land, Land rights, and clearing right-of-way)			EXPENSES, EXCEPT DEPRECIATION AND TAXES				Line No.
	Land (j)	Construction and Other Costs (k)	Total Cost (l)	Operation Expenses (m)	Maintenance Expenses (n)	Rents (o)	Total Expenses (p)	
2-1113 ACSR		5,225,209	5,225,209					1
2-1113 ACSR								2
2-1113 ACSR								3
2-1113 ACSR								4
1-4500 ACSR								5
2-1113 ACSR	1,196,136	21,445,028	22,641,164					6
2-1113 ACSR								7
2-1113 ACSR								8
2-1113 ACSR								9
2-1113 ACSR								10
2-1113 ACSR	801,246	6,688,491	7,489,737					11
2-1113 ACSR								12
2-850.8 ACSR	1,020,580	18,493,203	19,513,783					13
2-850.8 ACSR								14
2-2156 ACSR	2,921,412	11,872,330	14,793,742					15
2-1113 ACSR	708,799	2,486,773	3,195,572					16
2-1113 ACSR								17
2-850.8 ACSR		5,976,362	5,976,362					18
2-850.8 ACSR								19
2-850.8 ACSR	807,165	23,903,123	24,710,288					20
2-850.8 ACSR								21
2-850.8 ACSR								22
2-850.8 ACSR	356,962	25,038,247	25,395,209					23
2500 AACSR								24
2-850.8 ACSR								25
2-850.8 ACSR	395,940	8,468,897	8,864,837					26
		4,385,453	4,385,453					27
2500 AACSR	223,865	15,905,612	16,129,477					28
2-850.8 ACSR								29
2-850.8 ACSR								30
2-850.8 ACSR		5,965,526	5,965,526					31
2-850.8 ACSR								32
2-850.8 ACSR	908,643	20,969,338	21,877,981					33
								34
	729,609	3,491,422	4,221,031					35
	15,149,829	577,240,810	592,390,639	303,130	8,571,933	16,117	8,891,180	36

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4			
TRANSMISSION LINE STATISTICS (Continued)								
<p>7. Do not report the same transmission line structure twice. Report Lower voltage Lines and higher voltage lines as one line. Designate in a footnote if you do not include Lower voltage lines with higher voltage lines. If two or more transmission line structures support lines of the same voltage, report the pole miles of the primary structure in column (f) and the pole miles of the other line(s) in column (g)</p> <p>8. Designate any transmission line or portion thereof for which the respondent is not the sole owner. If such property is leased from another company, give name of lessor, date and terms of Lease, and amount of rent for year. For any transmission line other than a leased line, or portion thereof, for which the respondent is not the sole owner but which the respondent operates or shares in the operation of, furnish a succinct statement explaining the arrangement and giving particulars (details) of such matters as percent ownership by respondent in the line, name of co-owner, basis of sharing expenses of the Line, and how the expenses borne by the respondent are accounted for, and accounts affected. Specify whether lessor, co-owner, or other party is an associated company.</p> <p>9. Designate any transmission line leased to another company and give name of Lessee, date and terms of lease, annual rent for year, and how determined. Specify whether lessee is an associated company.</p> <p>10. Base the plant cost figures called for in columns (j) to (l) on the book cost at end of year.</p>								
Size of Conductor and Material (i)	COST OF LINE (Include in Column (j) Land, Land rights, and clearing right-of-way)			EXPENSES, EXCEPT DEPRECIATION AND TAXES				Line No.
	Land (j)	Construction and Other Costs (k)	Total Cost (l)	Operation Expenses (m)	Maintenance Expenses (n)	Rents (o)	Total Expenses (p)	
								1
2-1590 ACSR		346,475	346,475					2
2-1590 ACSS		23,414,363	23,414,363					3
								4
	10,070,357	204,075,852	214,146,209					5
								6
								7
795 ACSR	112,406	6,496,249	6,608,655					8
								9
								10
	112,406	6,496,249	6,608,655					11
								12
	4,967,066	366,668,709	371,635,775					13
								14
								15
								16
								17
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								34
				303,130	8,571,933	16,117	8,891,180	35
	15,149,829	577,240,810	592,390,639	303,130	8,571,933	16,117	8,891,180	36

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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TRANSMISSION LINES ADDED DURING YEAR

1. Report below the information called for concerning Transmission lines added or altered during the year. It is not necessary to report minor revisions of lines.  
2. Provide separate subheadings for overhead and under-ground construction and show each transmission line separately. If actual costs of completed construction are not readily available for reporting columns (l) to (o), it is permissible to report in these columns the

Line No.	LINE DESIGNATION		Line Length in Miles (c)	SUPPORTING STRUCTURE		CIRCUITS PER STRUCTURE	
	From (a)	To (b)		Type (d)	Average Number per Miles (e)	Present (f)	Ultimate (g)
1							
2	Scobie Pond S/S	Str 89	9.80	Steel H Frame	10.00	1	1
3		(Hudson, NH)					
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
15							
16							
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36							
37							
38							
39							
40							
41							
42							
43							
44	TOTAL		9.80		10.00	1	1

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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TRANSMISSION LINES ADDED DURING YEAR (Continued)

costs. Designate, however, if estimated amounts are reported. Include costs of Clearing Land and Rights-of-Way, and Roads and Trails, in column (l) with appropriate footnote, and costs of Underground Conduit in column (m).  
3. If design voltage differs from operating voltage, indicate such fact by footnote; also where line is other than 60 cycle, 3 phase, indicate such other characteristic.

CONDUCTORS			Voltage KV (Operating) (k)	LINE COST					Line No.
Size (h)	Specification (i)	Configuration and Spacing (j)		Land and Land Rights (l)	Poles, Towers and Fixtures (m)	Conductors and Devices (n)	Asset Retire. Costs (o)	Total (p)	
									1
1590 ACSS	54/19		345		23,414,363			23,414,363	2
									3
									4
									5
									6
									7
									8
									9
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					23,414,363			23,414,363	44

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr)	Year/Period of Report
Public Service Company of New Hampshire		/ /	2018/Q4
FOOTNOTE DATA			

**Schedule Page: 424 Line No.: 2 Column: m**  
345kV Line 3124; Construction completed, not classified.

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission		Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4	
SUBSTATIONS						
<p>1. Report below the information called for concerning substations of the respondent as of the end of the year.  2. Substations which serve only one industrial or street railway customer should not be listed below.  3. Substations with capacities of Less than 10 MVA except those serving customers with energy for resale, may be grouped according to functional character, but the number of such substations must be shown.  4. Indicate in column (b) the functional character of each substation, designating whether transmission or distribution and whether attended or unattended. At the end of the page, summarize according to function the capacities reported for the individual stations in column (f).</p>						
Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)			
			Primary (c)	Secondary (d)	Tertiary (e)	
1	TRANSMISSION SUBSTATIONS (NO DISTRIBUTION)					
2	Curtisville	Unattended	115.00			
3	Deerfield, Deerfield	Unattended	345.00	115.00		
4	Eagle, Merrimack	Unattended	115.00			
5	Eagle, Merrimack	Unattended	345.00	115.00		
6	Eastport, Rochester	Unattended	115.00			
7	Eliot, Eliot - Maine	Unattended	345.00			
8	Farmwood, Concord	Unattended	115.00			
9	Fitzwilliams, Fitzwilliams	Unattended	345.00	115.00		
10	Huckins Hill, Holderness	Unattended	115.00			
11	Littleton, Littleton	Unattended	230.00	115.00		
12	Merrimack Transmission, Bow	Unattended	230.00	115.00		
13	Newington Station, Newington	Unattended	345.00	24.00		
14	North Merrimack, Merrimack	Unattended	115.00			
15	Paris, Dummer	Unattended	115.00			
16	Peaslee, Kingston	Unattended	115.00			
17	Power Street, Hudson	Unattended	115.00			
18	Pulpit Rock, Chester	Unattended	115.00			
19	Scobie Pond Trans, Londonderry	Unattended	345.00	115.00		
20	Scobie Pond Trans, Londonderry	Unattended	115.00			
21	Schiller Station	Unattended	115.00			
22	Three Rivers, Elliot - Maine	Unattended	115.00			
23	Watts Brook, Londonderry	Unattended	115.00			
24	DISTRIBUTION WITH TRANSMISSION LINES					
25	Amherst, Amherst	Unattended	345.00	34.50		
26	Ashland, Ashland	Unattended	115.00	34.50		
27	Bedford, Bedford	Unattended	115.00	34.50		
28	Beebe River, Campton	Unattended	115.00	34.50		
29	Berlin, Berlin	Unattended	115.00	34.50		
30	Brentwood, Brentwood	Unattended	115.00	34.50		
31	Bridge St, Nashua	Unattended	115.00	34.50		
32	Bridge St, Nashua	Unattended	115.00	4.16		
33	Busch, Merrimack	Unattended	115.00	12.47	4.97	
34	Busch, Merrimack	Unattended	34.50	12.47		
35	Chester, Chester	Unattended	115.00	34.50		
36	Chestnut Hill, Hindsdale	Unattended	115.00	34.50		
37	Daniel, Franklin	Unattended	34.50			
38	Dover, Dover	Unattended	115.00	34.50		
39	Eddy, Manchester	Unattended	115.00	34.50		
40	Garvins, Bow	Unattended	115.00	34.50		

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Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	Great Bay, Stratham	Unattended	115.00	34.50	
2	Greggs, Goffstown	Unattended	115.00	34.50	
3	Hudson, Hudson	Unattended	115.00	34.50	
4	Huse Road, Manchester	Unattended	115.00	34.50	
5	Jackman, Hillsboro	Unattended	115.00	34.50	
6	Keene, Keene	Unattended	115.00	12.47	
7	Kingston, Kingston	Unattended	115.00	34.50	
8	Laconia, Laconia	Unattended	115.00	34.50	
9	Lawrence Rd., Hudson	Unattended	345.00	34.50	
10	Long Hill, Nashua	Unattended	115.00	34.50	
11	Long Hill, Nashua	Unattended	34.50	12.47	
12	Lost Nation, Northumberland	Unattended	115.00	34.50	
13	Madbury, Madbury	Unattended	115.00	34.50	
14	Mammoth Road, Londonderry	Unattended	115.00	34.50	
15	Mill Pond, Portsmouth	Unattended	115.00	12.47	
16	Monadnock, Troy	Unattended	115.00	34.50	
17	North Keene, Keene	Unattended	115.00	12.47	
18	North Road, Sunapee	Unattended	115.00	34.50	
19	North Woodstock, Woodstock	Unattended	115.00	34.50	
20	Oak Hill, Concord	Unattended	115.00	34.50	
21	Ocean Road, Greenland	Unattended	115.00	34.50	
22	Pemigewasset, New Hampton	Unattended	115.00	34.50	
23	Pine Hill, Hooksett	Unattended	115.00	34.50	
24	Portsmouth, Portsmouth	Unattended	115.00	34.50	
25	Reeds Ferry, Merrimack	Unattended	115.00	34.50	
26	Resistance, Portsmouth	Unattended	115.00	34.50	
27	Rimmon, Goffstown	Unattended	115.00	34.50	
28	Rochester, Rochester	Unattended	115.00	34.50	
29	Saco Valley, Conway	Unattended	115.00	34.50	
30	Saco Valley, Conway	Unattended	115.00	115.00	
31	Saco Valley, Conway	Unattended	115.00	12.47	
32	Scobie Pond, Londonderry	Unattended	115.00	12.47	
33	South Milford, Milford	Unattended	115.00	34.50	
34	Swanzey, Swanzey	Unattended	115.00	12.47	
35	Tasker Farm, Milton	Unattended	115.00	34.50	
36	Timber Swamp, Hampton	Unattended	345.00	34.50	
37	Thorton, Merrimack	Unattended	115.00	34.50	
38	Weare, Weare	Unattended	115.00	34.50	
39	Webster, Franklin	Unattended	115.00	34.50	
40	White Lake, Tamworth	Unattended	115.00	34.50	

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Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	Whitefield, Whitefield	Unattended	115.00	34.50	
2	Whitefield, Whitefield	Unattended	34.50	12.47	
3	DISTRIBUTION WITH NO TRANS. LINES (=> 10 MVA)				
4	Ash St, Derry	Unattended	34.50	12.47	
5	Black Brook, Gilford	Unattended	34.50	12.47	
6	Bristol, Bristol	Unattended	34.50	12.47	
7	Brook St, Manchester	Unattended	34.50	13.80	
8	Byrd Ave, Claremont	Unattended	46.00	12.50	
9	Community St., Berlin	Unattended	34.50	4.16	
10	Foyes Corner, Rye	Unattended	34.50	12.47	
11	Foyes Corner, Rye	Unattended	34.50	4.16	
12	Jackson Hill, Portsmouth	Unattended	34.50	12.47	
13	Malvern St, Manchester	Unattended	34.50	12.47	
14	Meetinghouse Road, Bedford	Unattended	34.50	12.47	
15	Messer Street, Laconia	Unattended	34.50	12.47	
16	Millyard, Nashua	Unattended	34.50	4.16	
17	Pinarville, Goffstown	Unattended	34.50	12.47	
18	Portland Pipe, Lancaster	Unattended	34.50	2.40	
19	Portland Street, Rochester	Unattended	34.50	12.47	
20	Somersworth, Somersworth	Unattended	34.50	13.80	
21	Somersworth, Somersworth	Unattended	34.50	4.16	
22	South Manchester, Manchester	Unattended	34.50	12.47	
23	South Manchester, Manchester	Unattended	34.50	4.16	
24	Spring St., Claremont	Unattended	46.00	12.50	
25	Sugar River, Claremont	Unattended	46.00	12.50	
26	Valley Street, Manchester	Unattended	34.50	12.47	
27	DISTRIBUTION WITH NO TRANS. LINES (< 10 MVA)				
28	Bethlehem, Bethlehem	Unattended	34.50		
29	Blaine Street, Manchester	Unattended	34.50	12.47	
30	Blue Hill, Nashua	Unattended	34.50	4.16	
31	Broad Street, Nashua	Unattended	34.50		
32	Brown Avenue, Manchester	Unattended	34.50	12.47	
33	Canal St., Manchester	Unattended	34.50		
34	Center Ossipee, Ossipee	Unattended	34.50	12.47	
35	Chichester, Chichester	Unattended	34.50	12.47	
36	Colebrook, Colebrook	Unattended	34.50	4.16	
37	Contoocook, Hopkinton	Unattended	34.50	12.47	
38	Cutts St, Portsmouth	Unattended	34.50	12.47	
39	Dunbarton Road, Manchester	Unattended	34.50	12.47	
40	Durham, Durham	Unattended	34.50	4.16	

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Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVA)		
			Primary (c)	Secondary (d)	Tertiary (e)
1	East Northwood, Northwood	Unattended	34.50	12.47	
2	Edgeville, Nashua	Unattended	34.50	4.16	
3	Franklin, Franklin	Unattended	34.50	4.16	
4	Front Street, Nashua	Unattended	34.50	4.16	
5	Goffstown, Goffstown	Unattended	34.50	12.47	
6	Goffstown, Goffstown	Unattended	34.50	4.16	
7	Great Falls Upper, Somersworth	Unattended	13.80	2.40	
8	Hancock, Hancock	Unattended	34.50	12.47	
9	Hanover Street, Manchester	Unattended	34.50	12.47	
10	High Street, Derry	Unattended	34.50	12.47	
11	Hollis, Hollis	Unattended	34.50	12.47	
12	Jaffrey, Jaffrey	Unattended	34.50	12.47	
13	Jericho Road, Berlin	Unattended	34.50	12.47	
14	Knox Marsh, Dover	Unattended	34.50		
15	Lafayette Road, Portsmouth	Unattended	34.50	12.47	
16	Lancaster, Lancaster	Unattended	34.50	12.47	
17	Laskey's Corner, Milton	Unattended	34.50	12.47	
18	Littleworth Road, Dover	Unattended	34.50	12.47	
19	Lochmere, Tilton	Unattended	34.50	12.47	
20	Loudon, Loudon	Unattended	34.50	12.47	
21	Lowell Road, Hudson	Unattended	34.50	12.47	
22	Milford, Milford	Unattended	34.50	12.47	
23	Milford, Milford	Unattended	34.50	4.16	
24	New London, New London	Unattended	34.50	12.47	
25	Newmarket, Newmarket	Unattended	34.50	4.16	
26	Newport, Newport	Unattended	34.50	4.16	
27	North Dover, Dover	Unattended	34.50	4.16	
28	North Rochester, Milton	Unattended	34.50	12.47	
29	North Stratford, Stratford	Unattended	34.50	12.47	
30	North Union Street, Manchester	Unattended	34.50	4.16	
31	Northwood Narrows, Northwood	Unattended	34.50	12.47	
32	Notre Dame, Manchester	Unattended	34.50	12.47	
33	Opechee Bay, Laconia	Unattended	34.50	12.47	
34	Packers Falls, Durham	Unattended	34.50		
35	Portland Pipe, Shelburne	Unattended	34.50	4.16	
36	River Rd., Claremont	Unattended	46.00	12.50	
37	Ronald Street, Manchester	Unattended	34.50	4.16	
38	Rye, Rye	Unattended	34.50	4.16	
39	Salmon Falls, Rollingsford	Unattended	13.80	4.16	
40	Sanbornville, Sanbornville	Unattended	34.50	12.47	

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Line No.	Name and Location of Substation (a)	Character of Substation (b)	VOLTAGE (In MVa)				
			Primary (c)	Secondary (d)	Tertiary (e)		
1	Signal Street, Rochester	Unattended	34.50	4.16			
2	Simon Street, Nashua	Unattended	34.50	12.47			
3	Souhegan, Milford	Unattended	34.50	4.16			
4	South Laconia, Laconia	Unattended	34.50	4.16			
5	South Peterborough, Peterborough	Unattended	34.50	12.47			
6	South State Street, Manchester	Unattended	34.50				
7	Straits Road, New Hampton	Unattended	34.50				
8	Sugar Hill, Sugar Hill	Unattended	34.50				
9	Suncook, Allenstown	Unattended	34.50	12.47			
10	Tate Road, Somersworth	Unattended	34.50	4.16			
11	Tilton, Tilton	Unattended	34.50	4.16			
12	Twombley Street, Rochester	Unattended	34.50	4.16			
13	Warner, Warner	Unattended	34.50	4.16			
14	Waumbec, Manchester	Unattended	34.50	2.30			
15	Weirs, Laconia	Unattended	34.50				
16	West Milford, Milford	Unattended	34.50	4.16			
17	West Rye, Rye	Unattended	34.50	12.47			
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20	*Summary of Substations						
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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.  
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
						1
						2
991	2					3
						4
552	1		Capacitors	2	53	5
						6
						7
						8
636	3					9
						10
836	2					11
398	1		Capacitor	2	73	12
						13
						14
						15
						16
						17
						18
1638	3					19
			Reactors	2	80	20
						21
			Capacitors	3	61	22
						23
						24
280	2					25
45	1					26
90	2					27
45	1		Capacitor	4	47	28
35	2		Capacitor	1	7	29
45	1					30
90	2					31
11	3					32
20	1					33
8	1					34
90	2					35
25	2		Capacitor	3	49	36
			Capacitor	2	11	37
90	2					38
90	2					39
134	2					40

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SUBSTATIONS (Continued)

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Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
45	1					1
20	1					2
90	2		Capacitor	1	11	3
93	2		Capacitor	1	11	4
73	2		Capacitor	3	32	5
92	5					6
45	1					7
90	2		Capacitor	1	6	8
140	1					9
90	2		Capacitor	1	11	10
5	1					11
25	2		Capacitor	1	7	12
90	2		Capacitor	2	53	13
90	2		Capacitor	2	11	14
30	1					15
48	2		Capacitor	1	4	16
30	1		Capacitor	1	4	17
90	2		Capacitor	1	5	18
45	1					19
90	2		Capacitor	1	11	20
90	2		Capacitor	3	60	21
20	1					22
90	2					23
45	1					24
45	1					25
45	1					26
90	2		Capacitor	4	37	27
90	2		Capacitor	1	5	28
45	1		Capacitor	1	5	29
			Phase Shifter	1	290	30
54	2		Synch Condenser	2	25	31
28	1					32
45	1		Capacitor	1	11	33
25	1					34
45	1		Capacitor	1	5	35
280	2					36
45	1		Capacitor	1	5	37
45	1		Capacitor	1	5	38
90	2		Capacitor	2	53	39
56	2		Capacitor	2	20	40

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SUBSTATIONS (Continued)

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Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
45	1		Capacitor	1	5	1
4	1					2
						3
11	1					4
8	1					5
13	1					6
21	2		Capacitor	1	11	7
13	1					8
13	2					9
8	1					10
4	1					11
11	1					12
13	1					13
11	2					14
13	4					15
13	2					16
13	1					17
15	2		Capacitor	1	1	18
16	3					19
11	3					20
3	1		Capacitor	1	1	21
11	1					22
11	1					23
14	1					24
14	1					25
13	1					26
						27
						28
13	1					29
6	1					30
			Capacitor	1	8	31
5	1					32
						33
8	2					34
3	6					35
4	1					36
5	1					37
4	1					38
3	1					39
4	1					40

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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.  
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.	
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)		
4	1					1	
6	1					2	
6	1					3	
8	1					4	
3	1					5	
2	1					6	
5	3					7	
6	1					8	
9	2		Capacitor	1		9	
5	1					10	
4	1					11	
2	3					12	
3	1					13	
						14	
5	1					15	
4	1					16	
5	1					17	
8	2					18	
8	2					19	
6	2					20	
4	1					21	
4	1					22	
2	1					23	
6	1					24	
4	1					25	
4	1					26	
4	1					27	
9	2					28	
2	3					29	
5	1					30	
2	3					31	
4	1					32	
5	2					33	
			Capacitor	1		7	34
8	1		Capacitor	1		1	35
6	1						36
5	1						37
4	1						38
2	3						39
8	2						40

Name of Respondent Public Service Company of New Hampshire	This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
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SUBSTATIONS (Continued)

5. Show in columns (l), (j), and (k) special equipment such as rotary converters, rectifiers, condensers, etc. and auxiliary equipment for increasing capacity.  
6. Designate substations or major items of equipment leased from others, jointly owned with others, or operated otherwise than by reason of sole ownership by the respondent. For any substation or equipment operated under lease, give name of lessor, date and period of lease, and annual rent. For any substation or equipment operated other than by reason of sole ownership or lease, give name of co-owner or other party, explain basis of sharing expenses or other accounting between the parties, and state amounts and accounts affected in respondent's books of account. Specify in each case whether lessor, co-owner, or other party is an associated company.

Capacity of Substation (In Service) (In MVA) (f)	Number of Transformers In Service (g)	Number of Spare Transformers (h)	CONVERSION APPARATUS AND SPECIAL EQUIPMENT			Line No.
			Type of Equipment (i)	Number of Units (j)	Total Capacity (In MVA) (k)	
4	1					1
5	1					2
4	1					3
4	1					4
4	1					5
						6
						7
						8
5	1					9
4	7					10
3	1					11
3	1					12
2	6					13
2	1					14
			Capacitor	1	1	15
3	1					16
13	1					17
						18
						19
						20
						21
						22
						23
						24
						25
						26
						27
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						29
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						35
						36
						37
						38
						39
						40

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

**Schedule Page: 426 Line No.: 9 Column: g**  
3 Singles.

**Schedule Page: 426.2 Line No.: 20 Column: g**  
singles

**Schedule Page: 426.4 Line No.: 20 Column: a**  
Summary of Substations

	<u>MVa</u>	<u>Number of Substations</u>
Transmission with (No Distribution)	5,051	22
Distribution with Transmission Lines	3,741	58
Distribution with No Trans. (=> 10 MVA)	273	23
Distribution with No Trans. (< 10 MVA)	<u>298</u>	<u>70</u>
Total	<u>9,363</u>	<u>173</u>

Name of Respondent Public Service Company of New Hampshire		This Report Is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report End of 2018/Q4
<b>TRANSACTIONS WITH ASSOCIATED (AFFILIATED) COMPANIES</b>				
<p>1. Report below the information called for concerning all non-power goods or services received from or provided to associated (affiliated) companies.  2. The reporting threshold for reporting purposes is \$250,000. The threshold applies to the annual amount billed to the respondent or billed to an associated/affiliated company for non-power goods and services. The good or service must be specific in nature. Respondents should not attempt to include or aggregate amounts in a nonspecific category such as "general".  3. Where amounts billed to or received from the associated (affiliated) company are based on an allocation process, explain in a footnote.</p>				
Line No.	Description of the Non-Power Good or Service (a)	Name of Associated/Affiliated Company (b)	Account Charged or Credited (c)	Amount Charged or Credited (d)
1	<b>Non-power Goods or Services Provided by Affiliated</b>			
2				
3				
4				
5	General Services in a holding company system	Eversource Energy Service Company	Various (see note)	106,692,581
6				
7				
8	Storm Outage Support	The Connecticut Light and Power	402	728,899
9				
10	Storm Outage Support	NSTAR Electric Company	402	291,181
11				
12				
13				
14				
15				
16				
17				
18				
19				
20	<b>Non-power Goods or Services Provided for Affiliate</b>			
21				
22				
23	Storm Outage Support	The Connecticut Light and Power	402	4,711,726
24				
25	Storm Outage Support	NSTAR Electric Company	402	4,418,084
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				

Name of Respondent Public Service Company of New Hampshire	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
FOOTNOTE DATA			

**Schedule Page: 429 Line No.: 5 Column: d**

Service Department - Function	Account	Amount
<b>Benefits</b>	181	1,458
	228	24,264
	232	(95,304)
	401	30,325,314
	408	2,736,011
	421	48,617
<b>Benefits Total</b>		<b>33,040,360</b>
<b>Building Rent and Maintenance</b>	232	7,058
	242	1,201
	401	1,748,858
	403	23,384
	426	6,576
	431	3,295
<b>Building Rent and Maintenance Total</b>		<b>1,790,371</b>
<b>Corporate Relations</b>	107	1,046
	401	3,029,404
	402	7,892
	426	808,347
<b>Corporate Relations Total</b>		<b>3,846,688</b>
<b>Customer Group</b>	107	836,965
	254	34,118
	401	14,698,362
	402	10,171
	426	224,544
<b>Customer Group Total</b>		<b>15,804,162</b>
<b>Depreciation</b>	403	7,222,520
<b>Depreciation Total</b>		<b>7,222,520</b>
<b>Electric Distribution</b>	107	929,034
	108	2,686
	401	1,455,310
	402	237,473
	426	69
<b>Electric Distribution Total</b>		<b>2,624,572</b>
<b>Energy Supply</b>	152	80,890
	401	734,529
<b>Energy Supply Total</b>		<b>815,419</b>
<b>Engineering and Emergency Prep</b>	107	1,186,360
	108	27,239
	186	28,265
	401	1,004,307
	402	1,220

Name of Respondent	This Report is:	Date of Report	Year/Period of Report
Public Service Company of New Hampshire	(1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	(Mo, Da, Yr) / /	2018/Q4
FOOTNOTE DATA			

<b>Engineering and Emergency Prep Total</b>		<b>2,247,390</b>
Enterprise Energy Strat + Bus Dev	401	123,213
<b>Enterprise Energy Strat + Bus Dev Total</b>		<b>123,213</b>
ERM and Claims + Insurance	184	7,275
	228	49,237
	401	308,618
<b>ERM and Claims + Insurance Total</b>		<b>365,130</b>
Finance and Accounting	107	622,303
	163	11,287
	165	(207)
	184	17,190
	186	1,037,997
	401	5,269,749
	402	4,658
	426	18
<b>Finance and Accounting Total</b>		<b>6,962,994</b>
General Administration	401	186,009
	402	0
<b>General Administration Total</b>		<b>186,009</b>
Human Resources	401	1,443,218
<b>Human Resources Total</b>		<b>1,443,218</b>
Information Technology	101	0
	111	0
	227	0
	230	(0)
	232	11,115
	242	(0)
	243	0
	401	11,598,488
	402	1,740
	403	15,647
	431	1,934
<b>Information Technology Total</b>		<b>11,628,923</b>
Internal Audit + Security	232	(9,403)
	401	655,223
<b>Internal Audit + Security Total</b>		<b>645,820</b>
Investor Relations	401	175,574
<b>Investor Relations Total</b>		<b>175,574</b>
Legal	107	1,454
	108	1,890
	186	109
	401	1,873,781
	426	60,876
<b>Legal Total</b>		<b>1,938,110</b>

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

<b>Miscellaneous</b>	107	3,697,216
	108	34
	152	(986)
	154	692
	163	299,164
	165	68,653
	184	141,300
	186	91,920
	232	68,884
	237	116,695
	401	7,612,573
	402	898,974
	403	(6,682,569)
	408	(2,762,286)
	417	4,463
	419	(40,560)
	421	52,298
	426	215,176
	432	(374,364)
	454	(30,616)
<b>Miscellaneous Total</b>		<b>3,376,661</b>
<b>New Business Improvement</b>	401	127,934
	402	40,690
<b>New Business Improvement Total</b>		<b>168,623</b>
<b>Operations Administration</b>	401	114,526
	426	5,850
<b>Operations Administration Total</b>		<b>120,376</b>
<b>Operations Services</b>	107	676,394
	184	192,328
	401	876,470
	402	508,936
<b>Operations Services Total</b>		<b>2,254,129</b>
<b>Safety</b>	107	571
	401	374,156
	402	106
	426	148
<b>Safety Total</b>		<b>374,982</b>
<b>Supply Chain + Env Affs + Property Mgmt</b>	107	734,308
	108	35,024
	163	296,536
	184	3
	186	(6,425)
	228	19,751
	232	10,600
	254	2,685

Name of Respondent	This Report is: (1) <input checked="" type="checkbox"/> An Original (2) <input type="checkbox"/> A Resubmission	Date of Report (Mo, Da, Yr) / /	Year/Period of Report 2018/Q4
Public Service Company of New Hampshire			
FOOTNOTE DATA			

	401	2,684,276
	402	279,372
	417	4,666
	421	285
<b>Supply Chain + Env Affs + Property Mgmt Total</b>		<b>4,061,080</b>
<b>Taxes</b>	184	475
	401	(43,414)
	408	79,788
<b>Taxes Total</b>		<b>36,848</b>
<b>Transmission</b>	107	4,266,869
	108	6,302
	183	28,665
	184	(10)
	186	43,555
	401	1,057,065
	402	36,922
	426	41
<b>Transmission Total</b>		<b>5,439,409</b>
<b>Grand Total</b>		<b>106,692,581</b>

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Public Service Company of New Hampshire  
d/b/a Eversource Energy  
Docket No. DE 19-057  
Standard Filing Requirements  
May 28, 2019 (Permanent Rates Filing)

**Rate Case Filing Requirements  
Pursuant to Puc 1604.01(a)**

**Puc 1604.01(a)(4)**

A detailed computation of New Hampshire and federal income tax factors on the increment of revenue needed to produce a given increment of net operating income

**Response:**

Please see 1604.01(a)(4) Attachment 1 for the requested information.

**PSNH dba Eversource Energy Docket No. 17-05-xx**  
**Dated**

**Witness Responsible:**  
**Date Prepared:**

A detailed computation of New Hampshire and Federal income tax factors on the increment of revenue needed to produce a given increment of net operating income.

Computation of New Hampshire and Federal income tax factors on the increment of revenue needed to produce a given increment of net operating income.

New Hampshire Business Profit Tax Rate	N	
State Rate	S=N S=.079	
Federal Income Tax Rate	F = .21 * (1-S) F = .19341	0.32025 0.19341
Combined Tax Rate	C = F + S C = .27241	0.27241 0.27241
Tax factor which should be applied to change in net operating income to produce a required revenue change.	T = 1/(1-C) T = 1.3744	- 1.374400418

Public Service Company of New Hampshire  
d/b/a Eversource Energy  
Docket No. DE 19-057  
Standard Filing Requirements  
May 28, 2019 (Permanent Rates Filing)

**Rate Case Filing Requirements  
Pursuant to Puc 1604.01(a)**

**Puc 1604.01(a)(5)**

A detailed list of charitable contributions charged in the test year above the line showing donee, the amount, and the account charged according to the following guidelines:

- a. If the utility's annual gross revenues are less than \$100,000,000 all contributions of \$50 and more shall be reported;
- b. If the utility's annual gross revenues are \$100,000,000 or more, all contributions of \$2,500 and more shall be reported; and
- c. The reporting threshold for a particular charity shall be on a cumulative basis, indicating the number of items comprising the total amount of contribution;

**Response:**

All of the Company's donations were below the line in the Test Year.

Public Service Company of New Hampshire  
d/b/a Eversource Energy  
Docket No. DE 19-057  
Standard Filing Requirements  
May 28, 2019 (Permanent Rates Filing)

**Rate Case Filing Requirements  
Pursuant to Puc 1604.01(a)**

**Puc 1604.01(a)(6)**

A list of advertising charged in the test year above the line showing expenditure by media, subject matter, and account charged according to the following guidelines;

- a. If the utility's annual gross revenues are less than \$100,000,000 all expenditures of \$50 and more shall be reported; and
- b. If the utility's annual gross revenues are \$100,000,000 or more, all expenditures of \$2,500 and more shall be reported;

**Response:**

Please see 1604.01(a)(6) Attachment 1.

**PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE  
ADVERTISING  
FOR 12 MONTHS ENDED DECEMBER 31, 2018**

<u>FERC ACCT</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
	<b><u>Vegetation Mgmt. Education and Awareness Program</u></b>	
923000	Boathouse Group	\$4,395
923021	Boathouse Group	\$6,769
		<u>\$11,164</u>
	<b><u>Bill Inserts</u></b>	
	<b><u>- Customer Rights/Home Energy/Security/Disclosures/Rate Changes</u></b>	
930101	Spectrum Marketing Companies Inc	\$111,200
		<u>\$122,364</u>

Public Service Company of New Hampshire  
d/b/a Eversource Energy  
Docket No. DE 19-057  
Standard Filing Requirements  
May 28, 2019 (Permanent Rates Filing)

**Rate Case Filing Requirements  
Pursuant to Puc 1604.01(a)**

**Puc 1604.01(a)(7)**

The utility's most recent cost of service study if not previously filed in an adjudicative proceeding

**Response:**

The Company has performed an Allocated Cost of Service Study ("ACOSS") and a Marginal Cost of Service Study ("MCOSS") as part of its filing in this proceeding. The ACOSS and MCOSS are included as part of the testimony of Company Witness Amparo Nieto.

Public Service Company of New Hampshire  
d/b/a Eversource Energy  
Docket No. DE 19-057  
Standard Filing Requirements  
May 28, 2019 (Permanent Rates Filing)

**Rate Case Filing Requirements  
Pursuant to Puc 1604.01(a)**

**Puc 1604.01(a)(8)**                      The utility's most recent construction budget

**Response:**

Please see 1604.01(a)(8) Attachment 1.



780 N. Commercial Street, Manchester, NH 03101

Eversource Energy  
P.O. Box 330  
Manchester, NH 03105-0330  
(603) 634-2261  
Fax (603) 634-2449

**Erica L. Menard**  
Manager, Budget & Investment Planning

E-Mail: [erica.menard@eversource.com](mailto:erica.menard@eversource.com)

February 28, 2019

Debra A. Howland  
Executive Director  
New Hampshire Public Utilities Commission  
21 S. Fruit Street, Suite 10  
Concord, NH 03301

Re: Eversource Energy  
Form E-22 Annual Construction Budget

Dear Ms. Howland:

Pursuant to Puc 308.07, enclosed is Eversource Energy's annual construction budget. This report is being filed electronically with the Commission and one paper copy will be hand delivered to the Commission.

If you have any questions regarding this filing, please contact Erica Menard at 634-2261.

Very truly yours,

A handwritten signature in black ink that reads "Erica L. Menard". The signature is written in a cursive, flowing style.

Erica L. Menard  
Manager, Budget & Investment Planning

ELM:kd  
Enclosure

Form E-22E

**NEW HAMPSHIRE PUBLIC UTILITIES COMMISSION**  
**2019 REPORT OF PROPOSED DISTRIBUTION EXPENDITURES FOR ADDITIONS, EXTENSIONS AND CAPITAL IMPROVEMENTS TO FIXED CAPITAL AND**  
**OPERATION AND MAINTENANCE (O&M) EXPENSES**

(In compliance with Puc 308.07)

Item No.	LOCATION	DESCRIPTION	EST. CONSTRUCTION DATE		ESTIMATED COST
			START	FINISH	
1000	VARIOUS	DISTRIBUTION AUTOMATION - POLE TOP	2019-01-01	2019-12-31	16,135,698
1001	VARIOUS	PURCHASE TRANSFORMERS AND REGULATORS	2019-01-01	2019-12-31	10,189,950
1002	VARIOUS	SYSTEM REPAIRS/OBSOLETE EQUIPMENT ANNUAL	2019-01-01	2019-12-31	8,598,473
1003	KEENE	EMERALD STREET SUBSTATION REBUILD 115-12.47KV	2017-01-01	2020-05-22	7,661,684
1004	VARIOUS	VEHICLE PURCHASES - DISTRIBUTION OPERATIONS	2019-01-01	2019-12-31	7,430,180
1005	VARIOUS	NEW/EXISTING CUSTOMERS ANNUAL	2019-01-01	2019-12-31	7,347,992
1006	VARIOUS	DISTRIBUTION RIGHT OF WAY PROGRAM	2019-01-01	2019-12-31	4,938,220
1007	PORTSMOUTH	PORTSMOUTH SUBSTATION - ADD TRANSFORMER	2016-10-01	2020-04-01	4,689,271
1008	NASHUA	NASHUA AREA WORK CENTER RENOVATION	2019-01-01	2020-12-31	4,000,000
1009	LACONIA	CIRCUIT TIE - LACONIA 310 LINE TO 345 LINE	2019-05-01	2019-09-20	3,952,994
1010	GOFFSTOWN	328 LINE RECONDUCTOR	2017-08-01	2019-06-30	3,622,943
1011	TROY	MONADNOCK SUBSTATION REPLACE TRANSFORMER TB40	2019-08-19	2020-12-31	3,500,395
1012	VARIOUS	CAPITAL METER ANNUAL	2019-01-01	2019-12-31	3,242,000
1013	NEW HAMPTON	PEMIGEWASSETT SUBSTATION REPLACEMENT	2018-01-01	2019-12-31	2,876,614
1014	VARIOUS	SIMPLE SERVICES ANNUAL	2019-01-01	2019-12-31	2,841,150
1015	WAKEFIELD	CIRCUIT TIE-WAKEFIELD 362 LINE TO 3157 LINE	2019-02-01	2019-08-01	2,602,846
1016	LACONIA	MESSER ST SUBSTATION - REPLACE TB70	2017-03-01	2019-05-31	2,468,087
1017	VARIOUS	REJECT POLE REPLACEMENT PROGRAM	2019-01-01	2019-12-31	2,123,308
1018	CLAREMONT	RIVER ROAD SUBSTATION TRANSFORMER UPGRADE	2019-03-04	2020-12-31	2,000,000
1019	VARIOUS	RELIABILITY IMPROVEMENTS ANNUAL	2019-01-01	2019-12-31	1,836,347
1020	VARIOUS	NHDOT LINE RELOCATIONS PROGRAM	2019-01-01	2019-12-31	1,783,562
1021	DOVER	DOVER SUBSTATION REBUILD	2019-06-01	2021-12-31	1,584,713
1022	BOW	MOBILE SUBSTATION 46X34.5KV-12.47/7.2	2018-07-01	2020-06-01	1,500,000
1023	ROCHESTER	TWOMBLY SUBSTATION REBUILD	2017-03-01	2020-05-01	1,500,000
1024	VARIOUS	ROW HARDENING/RECONDUCTORING	2019-01-01	2019-12-31	1,461,797
1025	LACONIA	LACONIA SUBSTATION EQUIPMENT REPLACEMENT	2018-04-01	2020-12-31	1,427,490
1026	NASHUA	NASHUA MILLYARD SUBSTATION REPLACEMENT	2017-09-01	2020-11-06	1,335,556
1027	NORTHUMBERLAND	ADD SECOND TRANSFORMER AT LOST NATION SUBSTATION	2016-12-01	2019-07-05	1,326,552
1028	VARIOUS	OVERHEAD INSURANCE CLAIM ANNUAL	2019-01-01	2019-12-31	1,265,822
1029	VARIOUS	2019 DISTRIBUTION FACILITIES PROJECTS UNDER \$500K	2019-01-01	2019-12-31	1,246,500
1030	VARIOUS	TOOLS AND EQUIPMENT - FIELD OPERATIONS	2019-01-01	2019-12-31	1,100,000
1031	PETERBOROUGH	REBUILD LINE FEEDING PACK MONADNOCK	2019-03-01	2019-12-31	1,012,747
1032	VARIOUS	34.5KV BREAKER REPLACEMENT PROGRAM	2019-01-01	2019-12-31	1,000,000
1033	VARIOUS	RIGHT OF WAY REPLACE FAILED EQUIPMENT-ANNUAL	2019-01-01	2019-12-31	998,354
1034	VARIOUS	LINE RELOCATIONS (NON DOT) ANNUAL	2019-01-01	2019-12-31	964,468
1035	HINDSALE	RECONDUCTOR WITH SPACER CABLE RTE 63	2019-02-01	2019-11-15	939,718
1036	BEDFORD	BEDFORD SUBSTATION AUTOMATION SCHEME REPLACEMENT	2019-03-18	2020-06-30	927,600
1037	VARIOUS	DISTRIBUTION SUBSTATION ANNUAL-SUBSTATION ENGINEERING	2019-01-01	2019-12-31	897,270
1038	VARIOUS	DISTRIBUTION AUTOMATION - SUBSTATION	2019-01-01	2019-12-31	887,225
1039	AMHERST	RECONDUCTOR AND CONVERT ROUTE 13	2019-01-01	2019-11-08	860,962
1040	GREENLAND	OCEAN RD SUBSTATION OIL CIRCUIT BREAKER REPLACEMENT	2017-04-01	2019-05-13	787,746
1041	RYE	RYE AREA 4KV CONVERSIONS	2017-07-01	2020-12-31	774,513
1042	VARIOUS	SUBSTATION CAPSWITCHER REPLACEMENT PROGRAM	2019-01-01	2019-12-31	774,377
1043	VARIOUS	ELECTROMECHANICAL RELAY REPLACEMENT	2018-06-21	2019-10-31	746,054
1044	KEENE	KEENE UNDERGROUND REPLACEMENT	2011-02-01	2019-12-01	735,994
1045	VARIOUS	DISTRIBUTION SUBSTATION ANNUAL - SUBSTATION OPERATIONS	2019-01-01	2019-12-31	694,273
1046	VARIOUS	DIRECT BURIED CABLE REPLACEMENT	2019-01-01	2019-12-31	683,378
1047	VARIOUS	TELECOMMUNICATIONS WIDE AREA NETWORK ANNUAL	2019-01-01	2019-12-31	678,054
1048	VARIOUS	TRANSPORT NETWORK REFRESH PHASE 1	2018-11-20	2021-10-31	666,000
1049	CAMPTON	BEEBE RIVER SUBSTATION CAPSWITCHER REPLACEMENT	2017-03-13	2019-09-01	661,000
1050	HOOKSETT	PINE HILL SUBSTATION AUTOMATION SCHEME REPLACEMENT	2017-12-31	2019-05-10	657,158
1051	VARIOUS	MAINTAIN VOLTAGE ANNUAL	2019-01-01	2019-12-31	648,480
1052	ROCHESTER	ROCHESTER 4KV CONVERSION	2017-03-01	2020-12-31	642,466
1053	VARIOUS	STORM CAPITALIZATION	2019-01-01	2019-12-31	571,103
1054	VARIOUS	TOOLS AND EQUIPMENT- TROUBLESHOOTER	2019-01-01	2019-12-31	560,000
1055	MILFORD	RELOCATE 314 LINE HERON POND	2019-01-01	2019-10-31	557,053
1056	ROCHESTER	ROCHESTER COMCAST MAKE READY	2018-05-14	2019-12-31	535,877
1057	VARIOUS	CABLE TV PROJECTS ANNUAL	2019-01-01	2019-12-31	500,214
1058	MANCHESTER	PURCHASE DISTRIBUTION MANAGEMENT SYSTEM	2019-01-01	2019-12-31	500,034
1059	VARIOUS	INSTALL ANIMAL PROTECTION	2019-01-01	2019-12-31	500,002
1060	VARIOUS	PURCHASE ADVANCED LOAD FLOW SOFTWARE	2019-01-01	2019-12-31	500,000
1061	HOOKSETT	1250 HOOKSETT ROAD SITE WORK	2019-01-01	2019-12-31	500,000
1062	NASHUA	RELOCATE 3168X LINE NASHUA	2019-01-01	2019-12-01	499,847
1063	MANCHESTER	EDDY SUBSTATION CONTROL HOUSE	2018-01-01	2021-12-31	486,637
1064	VARIOUS	RIGHT OF WAY PEAK LOAD PROJECTS	2019-01-01	2019-12-31	484,520
1065	KEENE	EMERALD ST LINE WORK ASSOCIATED WITH SUBSTATION REBUILD	2018-06-01	2019-10-01	482,100
1066	VARIOUS	NON-ROADWAY LIGHTING ANNUAL	2019-01-01	2019-12-31	392,064
1067	SUNAPEE	NORTH RD SUBSTATION EQUIPMENT REPLACEMENT	2017-09-01	2019-12-31	383,707
1068	DERRY	RECONDUCTOR FORDWAY EXTENSION	2019-03-01	2019-12-31	337,562
1069	VARIOUS	LIFECYCLE PERSONAL COMPUTER REPLACEMENTS	2019-01-01	2019-12-01	310,101
1070	VARIOUS	NH LINE CONTRACTORS	2019-01-01	2019-12-31	300,092
1071	NEW BOSTON	RECONDUCTOR BEDFORD ROAD, 360X7 CIRCUIT	2019-01-01	2019-12-15	289,088
1072	VARIOUS	SECURITY CAPITAL PROJECT	2019-01-01	2019-12-31	266,664

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**OPERATION AND MAINTENANCE (O&M) EXPENSES**  
(In compliance with Puc 308.07)

Item No.	LOCATION	DESCRIPTION	EST. CONSTRUCTION DATE		ESTIMATED COST
			START	FINISH	
1073	WHITEFIELD	RELOCATE 1W1 CIRCUIT MAIN LINE ONTO ROUTE 3	2019-07-08	2019-09-20	250,651
1074	VARIOUS	SOLAR METER PROJECT	2019-01-01	2019-12-31	250,000
1075	HINDSALE	RELOCATE FEED TO HINDSALE WASTEWATER TREATMENT PLANT	2019-01-01	2019-10-01	241,082
1076	VARIOUS	REPLACE LATTICE STEEL TOWERS	2019-01-01	2019-12-31	233,378
1077	MANCHESTER	2018 PROPERTIES INC. FACILITIES PROJECTS UNDER \$500K	2018-01-01	2019-12-31	225,000
1078	GOFFSTOWN	RECONDUCTOR ST ANSELM DRIVE	2019-01-01	2019-08-01	200,970
1079	VARIOUS	REPLACE DEGRADED MANHOLES	2019-01-01	2019-12-31	200,053
1080	VARIOUS	PROGRAMMABLE LOGIC CONTROLLER AUTOMATION SCHEME REPLACEMENT	2019-09-01	2021-09-30	198,757
1081	VARIOUS	TELEPHONE PROJECTS ANNUAL PROGRAM	2019-01-01	2019-12-31	193,112
1082	VARIOUS	DISTRIBUTION AUTOMATION - LINE SENSORS	2019-01-01	2019-12-31	179,979
1083	VARIOUS	JOINT POLES PURCHASE & SALE ANNUAL PROGRAM	2019-01-01	2019-12-31	173,085
1084	VARIOUS	TRAINING CAPITAL ANNUAL	2019-01-01	2019-12-31	163,000
1085	VARIOUS	TOOLS AND EQUIPMENT - SUBSTATION OPERATIONS	2019-01-01	2019-12-31	160,000
1086	ROCHESTER	CONVERT FOUR ROD ROAD IN ROCHESTER	2019-05-01	2019-08-30	154,214
1087	PETERBOROUGH	PETERBOROUGH ROADWAY AND BRIDGE PROJECT	2018-08-01	2019-12-01	145,291
1088	DURHAM	380 LINE BETTERMENT	2019-06-01	2019-12-31	140,000
1089	VARIOUS	MATERIAL LOGISTICS 2019 - GENERAL PLANT	2019-01-01	2019-12-31	130,000
1090	VARIOUS	MINOR STORMS CAPITAL	2019-01-01	2019-12-31	117,019
1091	VARIOUS	PURCHASE AVIGILON SUBSTATION INTRUSION DETECTION	2019-03-01	2019-12-31	109,388
1092	MANCHESTER	BROOK ST SUBSTATION - 13TR1 REPLACEMENT	2016-03-15	2020-12-31	108,922
1093	VARIOUS	MISCELLANEOUS OFFICE EQUIPMENT	2019-01-01	2019-12-31	100,209
1094	PORTSMOUTH	PORTSMOUTH UNDERGROUND SYSTEM IMPROVEMENTS	2019-07-01	2019-12-30	99,961
1095	VARIOUS	DISTRIBUTION AUTOMATION - TELECOMMUNICATIONS	2019-01-01	2019-12-31	99,929
1096	ROCHESTER	ROCHESTER SUBSTATION RELAYS	2019-02-01	2020-12-31	87,662
1097	VARIOUS	NATIONAL ELECTRICAL SAFETY CODE CAPITAL REPAIRS	2019-01-01	2019-12-31	86,869
1098	VARIOUS	VEHICLE PURCHASES - CUSTOMER GROUP	2019-01-01	2019-12-31	85,303
1099	VARIOUS	TOOLS AND EQUIPMENT - ENGINEERING	2019-01-01	2019-12-31	75,000
1100	CLAREMONT	CLAREMONT AREA SUBSTATION UPGRADES	2016-08-07	2020-12-31	74,297
1101	VARIOUS	PCB TRANSFORMER CHANGEOUT PROGRAM	2019-01-01	2019-12-31	71,000
1102	VARIOUS	ENERGY EFFICIENT OUTDOOR LIGHTING ANNUAL	2019-01-01	2019-12-31	58,246
1103	VARIOUS	VEHICLE PURCHASES - MATERIAL LOGISTICS	2019-01-01	2019-12-31	56,000
1104	VARIOUS	MISCELLANEOUS GENERATION ASSET SEPARATION CAPITAL PROJECT	2019-01-01	2019-12-31	50,395
1105	MANCHESTER	2019 PROPERTIES INC. FACILITIES PROJECTS UNDER \$500K	2019-01-01	2019-12-31	50,000
1106	VARIOUS	TOOLS AND EQUIPMENT-TRANSPORTATION	2019-01-01	2019-12-31	40,000
1107	VARIOUS	MATERIAL LOGISTICS 2018 - GENERAL PLANT	2018-01-01	2019-12-31	28,000
1108	HILLSBORO	JACKMAN SUBSTATION- REPLACE OBSOLETE EQUIPMENT	2014-11-01	2018-06-14	23,133
1109	VARIOUS	RIGHT OF WAY RELOCATIONS - REIMBURSABLE	2019-01-01	2019-12-31	2,742
1110	VARIOUS	DISTRIBUTION DESIGN FOR F107 PROJECT	2015-04-01	2019-12-31	-169,457
		TOTAL			148,677,837

Supervisor's Name / Title: Erica L. Menard Manager, Budget & Investment Planning  
(please print)

Supervisor's Signature: Erica L. Menard

Date Submitted: February 28, 2019

Public Service Company of New Hampshire  
d/b/a Eversource Energy  
Docket No. DE 19-057  
Standard Filing Requirements  
May 28, 2019 (Permanent Rates Filing)

**Rate Case Filing Requirements  
Pursuant to Puc 1604.01(a)**

**Puc 1604.01(a)(9)**

The utility's chart of accounts, if different from the uniform system of accounts established by the commission as part of Puc 300, Puc 400, Puc 500, Puc 600 and Puc 700.

**Response:**

Please see 1604.01(a)(9) Attachment 1 for the requested information.

Accounting Manual

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# ACCOUNTING MANUAL

## CHART OF ACCOUNTS AS OF AUGUST 2018

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**Accounting Manual**

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Accounting Manual

Entity Hierarchy

Parent	Code	Company	Code	Sub Company Rollup	Code	Entity	Description
NU						00	Default
						LT	Eversource Energy Land Trust
						NF	Eversource Energy Foundation Inc
NU Consolidated	Z1					05	North Atlantic Energy Corporation
						46	The Rocky River Realty Company
						55	Northeast Nuclear Energy Company
						CY	Connecticut Yankee Atomic Power Company
						G1	HWP Company
						KK	North Atlantic Energy Service Corporation
						YA	Yankee Atomic Electric Company
		CL+P	10	CL+P Operating Company	1X	11	CL+P - Distribution
						1T	CL+P - Transmission
		NU Enterprises Parent	30			2C	NSTAR Communications Inc
						X1	NU Enterprises Inc
						XB	IP Strategy LLC
				Northeast Generation Services Company Parent	35	G3	Northeast Generation Services Company
						X5	NGS Sub Inc
		NU Parent Total PSNH	AA			01	Eversource Energy Parent Properties Inc
			60			07	Properties Inc
						6S	PSNH Funding LLC 3
				PSNH Operating Company	6X	06	PSNH - Distribution dba Eversource Energy
						6F	PSNH - Generation dba Eversource Energy
						6T	PSNH - Transmission dba Eversource Energy
		Yankee Energy System Parent	80			2B	Hopkinton LNG Corp
						2Y	NSTAR Gas Company
						70	Yankee Energy System Inc
						71	Yankee Gas Services Comp
		Eversource Energy Service Company Transmission Ventures Parent	04			61	Eversource Energy Service
			50			H1	Eversource Energy Transmission Ventures Inc
						H2	Northern Pass Transmission LLC
						H3	Renewable Properties Inc
						H4	Eversource Gas Transmission LLC
						H5	Eversource LNG Service Company LLC
						H6	Alps to Berkshire LLC
						H7	Eversource Gas Transmission II LLC
		Eversource HoldCo				J1	Eversource HoldCo

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Entities (Sequential)

Entity	Description	Code	Sub Company Rollup	Code	Company
00	Default				
90	Consolidated Corporation Elimination- Disabled 082014				
93	Intersegment elimination-Disabled 082014				
94	NSTAR Electric Elimination Co-Disabled 082014				
LT	Eversource Energy Land Trust				
NF	Eversource Energy Foundation Inc				
01	Eversource Energy Parent			AA	NU Parent Total
05	North Atlantic Energy Corporation				
06		6X	PSNH Operating Company	60	PSNH
07	Properties Inc			60	PSNH
08	PSNH Funding LLC- disabled 02217			60	PSNH
11		1X	CL+P Operating Company	10	CL+P
1K	CL+P Funding LLC -disabled 02217			10	CL+P
1T		1X	CL+P Operating Company	10	CL+P
21		25	NSTAR Electric - East and West	20	Mass Electric Company
22	Select Energy Inc -disabled 02217			30	NU Enterprises Parent
2A	Advanced Energy Systems Inc -disabled 02217			30	NU Enterprises Parent
2B	Hopkinton LNG Corp			80	Yankee Energy System Parent
2C	NSTAR Communications Inc			30	NU Enterprises Parent
2E	BEC Funding II LLC -disabled 02217			20	Mass Electric Company
2F	CEC Funding LLC -disabled 02217			20	Mass Electric Company
2G	Harbor Electric Energy Company			20	Mass Electric Company
2T		25	NSTAR Electric - East and West	20	Mass Electric Company
2W	NSTAR LLC -disabled 02217			AA	NU Parent Total
2Y				80	Yankee Energy System Parent
41		25	NSTAR Electric - East and West	20	Mass Electric Company
43	WMECO Funding LLC -disabled 02217			20	Mass Electric Company
46	The Rocky River Realty Company				
4T		25	NSTAR Electric - East and West	20	Mass Electric Company
55	Northeast Nuclear Energy Company				
61	Eversource Energy Service			04	Eversource Energy Service Company
6F		6X	PSNH Operating Company	60	PSNH
6S				60	PSNH
6T		6X	PSNH Operating Company	60	PSNH
70	Yankee Energy System Inc			80	Yankee Energy System Parent
71				80	Yankee Energy System Parent
74	Yankee Energy Financial Services Company -disabled 02217			80	Yankee Energy System Parent
75	Yankee Energy Services Company -disabled 02217			80	Yankee Energy System Parent
A3	NSTAR Service Company - Former NSTAR Electric + Gas Corporation-Disabled 082014			04	Eversource Energy Service Company
A9	NSTAR Service Company NU Billing - Disabled 082014			04	Eversource Energy Service Company
CY	Connecticut Yankee Atomic Power Company				
G1	HWP Company				
G3	Northeast Generation Services Company	35	Northeast Generation Services Company Parent	30	NU Enterprises Parent
H1	Eversource Energy Transmission Ventures Inc			50	Transmission Ventures Parent
H2	Northern Pass Transmission LLC			50	Transmission Ventures Parent
H3	Renewable Properties Inc			50	Transmission Ventures Parent
H4	Eversource Gas Transmission LLC			50	Transmission Ventures Parent
H5	Eversource LNG Service Company LLC			50	Transmission Ventures Parent
H6	Alps to Berkshire LLC			50	Transmission Ventures Parent
H7	Eversource Gas Transmission II LLC			50	Transmission Ventures Parent
J1	Eversource HoldCo Corporation			JX	Eversource HoldCo Parent
J2	Eversource Investment LLC			JX	Eversource HoldCo Parent
J4	Eversource Investment Service Company			JX	Eversource HoldCo Parent
KK	North Atlantic Energy Service Corporation				
M1	Mode 1 Communications Inc -disabled 02217			30	NU Enterprises Parent
X1	NU Enterprises Inc			30	NU Enterprises Parent
X4	NGS Mechanical Inc -disabled 02217	35	Northeast Generation Services Company Parent	30	NU Enterprises Parent
X5	NGS Sub Inc	35	Northeast Generation Services Company Parent	30	NU Enterprises Parent
XA	Select Energy Contracting Inc -disabled 02217			30	NU Enterprises Parent
XB	IP Strategy LLC			30	NU Enterprises Parent
YA	Yankee Atomic Electric Company				
W1				WH	Eversource Aquarion Holdings Consolidated
W2		WA	Aquarion Company Consolidated	WH	Eversource Aquarion Holdings Consolidated
W3		WA	Aquarion Company Consolidated	WH	Eversource Aquarion Holdings Consolidated
W4		WA	Aquarion Company Consolidated	WH	Eversource Aquarion Holdings Consolidated
W5		WA	Aquarion Company Consolidated	WH	Eversource Aquarion Holdings Consolidated
W6		WA	Aquarion Company Consolidated	WH	Eversource Aquarion Holdings Consolidated
W7		WA	Aquarion Company Consolidated	WH	Eversource Aquarion Holdings Consolidated
W8		WA	Aquarion Company Consolidated	WH	Eversource Aquarion Holdings Consolidated
WW					

**Accounting Manual**

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Cost Centers Hierarchy

Code	Description	Code	Description	Cost Center	Description
All Cost Centers				000	Default
				LT1	NU Landtrust
				NF1	NU Foundation
R01	CEO			001	CEO VP
		067	Unregulated Business	069	NUEI Parent
				09V	MODE1-Disabled 082014
				120	NSTAR Comm - Operations
				127	HEEC - Operations
				12S	NSTAR Communications
				331	NU Generation
				333	E S Boulos
				334	NSTAR Standalone-Disabled
				336	TR Transition-Disabled
				340	Harbor Electric Energy Corporation
				341	Select
				8XB	IP Strategy LLC CS
		302	Corporate Cost Areas	14I	Rocky River Rents
				1AM	Algonquin Incremental Market Proj
				1AN	Access Northeast Project
				1BS	Bay State Wind Project
				1XD	CAO EVP
				303	Benefits
				304	Incentives
				305	Accounting Adjustments and Reserves
				306	Regulatory Items
				307	Capitalization
				308	Eliminations
				309	Intercompany Billing
				310	Miscellaneous Other
				311	Merger Integration - Supply Chain-Inactive
				312	Merger Integration - IT-Inactive
				313	Merger Integration - HR-Inactive
				314	Merger Integration- CFO-Inactive
				315	Merger Integration - Other - Disabled
				317	Yankee Parent Cost Center
				318	NSTAR Transmission Allocation
				BSW	BSW Project
				H02	NSTAR HHPP Service Revenues
				LNG	ANE - Acushnet LNG Facility
				ZLO	Acct Use only-Do not use-Lobby Cir
				ZNP	Acct Use only- Do not use-NP Time
				ZST	Acct use only-Do not use-Stores Clr
				ZVE	Acct use only-Do not use-Veh Clr
				31P	Pension Service
				NWE	Northeast Wind Energy
		449	COO	002	Transmission President
				009	CT Major Storms - Serv Co
				010	Trans NH Projects
				017	Sys Transportation
				018	Convex
				01F	Stations FE+Comm T+D 61
				01G	CT Electric Field Ops T+D 61
				01H	CT T+D Station Ops Mgmt 61
				01Y	Convex IT
				023	CONVEX CL+P IT
				02T	Transmission Lines Mgmt 61
				02U	Svc Co Vehicle Support
				034	CT + MA W Elec Training
				036	MA W Training Charges
				04D	Transmission Vp Gp Projects
				05B	CT Dist SCADA

Accounting Manual

Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	05D	CT Telecom Services
					05E	CT Radio Services
					07F	Fleet Services-Service Company
					07Z	Vp Utility Svcs
					089	Meter Planning and Strategy-61
					08M	Meter Specialists
					08V	TG Veg Mgmt - Employee Costs
					08Z	Em Prep Sys Res
					096	Proj Svc + Dftg
					100	Tran Ln + Civ Eng
					103	Substa Eng + Des
					107	Dist Eng + Design-Disabled
					119	DG VM Spt-Disabled
					11R	CT Veg Mgmt - Employee Costs
					11S	CT Veg Mgmt - Reimbursements
					122	Director Substation Engineering
					124	Work Management
					12E	System Safety
					12N	VP CT Engineering
					12P	Process Improvement
					12Q	Distr Engineerng
					12T	Project Controls
					12U	Reliability Complnce
					12Y	Trans Interconnections
					13J	Project Solutions
					13N	Telecom Eng
					13P	SS Eng Des-Disabled
					13S	T+D Engineering Ops Support
					14N	Trans CT + MA-W Projects
					14Q	Tg Prot + Cntrl
					151	NH Misc Capital
					153	Dist General Construction
					154	Station Electricians Other
					157	Stmf+Grnch Infr
					158	Garage Berlin-Disabled
					15C	Dist Design- CL+P
					15D	Distribution Program Mgmt
					15E	Street Lighting
					15F	Central Maintenance Services
					15G	CT Veg Mgmt - Contractor Costs
					15H	Sys Ops Mgmt and Other
					15J	CT Safety Charges
					15K	Station Ops Mgmt
					15N	System Grid Management
					15T	Ct Transp Staff
					160	Eastern Region Operations Mgr
					161	Garage Waterbry-Disabled
					168	CL+P Tran Lease-Disabled
					16C	Dist Eng - Central
					16E	Dist Eng - Eastern
					16W	Dist Eng - Western
					170	Garage Newtown-Disabled
					177	Garage Willimtc-Disabled
					17D	Garage Danlson-Disabled
					17Q	Distributed Energy Resources
					18T	Field Engineering Test
					19C	CT Field Communications
					1AF	Gas Training Support
					1AG	Compliance-Training
					1AH	Transmission System Operations - Svc Co Charges
					1AP	NH Storms - Svc Co

Accounting Manual

Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	1AW	41-MA Electric Storms-Svc Co
					1BP	System Ops Training + Procedures
					1BQ	NH Exec Administration - Svc Co
					1CC	Trans Cap Prgm + Cst Estm
					1CE	Qual Config CTL
					1CL	CT Trans Civ Eng
					1CM	Gas Control Room Mgmt
					1CP	Const Prog + Proj Mgt
					1CS	CT Field Operations Craft School
					1CU	Customer Engagement
					1CX	Prgmgt Complex Projects
					1DC	Director - Construction
					1DE	Director-Engineering
					1DM	Director - Maintenance
					1DP	Director - Planning + Scheduling
					1DS	Manager Telecom Strategy + Eng
					1DT	Director Transmission Operations
					1EB	Business Continuity and Threat Assessment
					1EC	Er Coordin-Disable
					1EM	Emergency Prep
					1EP	SVP Grid Mod and Emer Prep
					1ER	Gas Emergency Prep
					1FS	Gas Field Sales
					1G1	Svc Co GIS CT T
					1G2	Svc Co GIS MA East
					1G4	Svc Co GIS MA West T
					1G6	Svc Co GIS NH T
					1GA	Prgmgt GSEP + ARP
					1GC	Mang Gas Control
					1GE	Svc Co GIS Mapping
					1GM	CT-MA Grid Management
					1GP	Gas Policy and Compliance
					1GR	Prgmgt Growth+Expn
					1HQ	Nrthrn Pass Proj
					1KE	Substation Tech Eng
					1LK	Manager Leak+Corosn
					1LM	Director-Leak Mgt-Press Mgt-DmgPrev
					1LN	Manager LNG
					1MA	MA Elec Field Ops-Svc Co
					1MB	MA SOC Director-Svc Co
					1MD	MA Stations Director-Svc Co
					1ME	MA Elec System Ops VP-Svc Co
					1MF	MA FE+C Director-Svc Co
					1MG	Gas GIS + Records
					1MP	MA Emergency Prep-Svc Co
					1MS	Director - Meter Services
					1MV	MA Engineering VP-Svc Co
					1MW	MA Dist Engin West Director-Svc Co
					1PE	Gas Project Engineering
					1PM	VP Proj Mgmt
					1QK	GBU President
					1QL	Gas Operations Support
					1QM	GBU Dir Sales + Mktg
					1QN	Service Dispatch-Mgr
					1QP	Gas System Operations Director
					1QR	QA and QC
					1RK	Gas Risk Mgmt + Inv Strategy
					1SC	Sales Ops + Compliance
					1SE	System Expansion Prg
					1SG	Stmf+Grnch Infr-Capital
					1SN	Ne E+W Solution

Accounting Manual

Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	1SP	Gas System Planning
					1SR	System Resiliency Proj
					1SS	Gas Strategic Sales
					1T6	Proj Svc + Dftg- CL+P
					1TA	Trans Gp Operations
					1TB	Transmission Mgmt-Disabled
					1TC	Tg Engineering
					1TD	Substation Automation
					1TE	Trans Nu Mthd Pgm
					1TF	Asset Strategy
					1TH	Muni Rel Siting+Permit
					1TJ	CT + MA-W Cnst Mgt
					1TK	Siting + Cnst Svcs
					1TL	Tran Ln + Civ Eng - CL+P
					1TM	Siting- CL+P
					1TN	T Operations- CL+P
					1TP	Transmission Projects Eng
					1TQ	Tg Prot + Cntrl- CL+P
					1TR	ISO Policy + Econ Analysis
					1TS	VP ISO Policy + Siting + Compliance
					1TW	Trans Work Mgmt
					1TX	VP Tran Performance
					1TY	Interconnect- CL+P
					1WA	CT Safety
					1WC	Meter Lab-61
					1WD	MA W Safety
					1WE	MA W Veg Mgmt - Employee Costs
					1WF	NH Safety
					1WG	NH Elec Training
					1WH	Gas Training- Svc Co
					1WI	MA W Veg Mgmt - Reimbursements
					1WJ	CT Gas Safety
					1WK	NH Veg Mgmt - Employee Costs
					1WL	NH Veg Mgmt - Reimbursements
					204	Portfolio Devel
					209	CT Meter Operations
					210	Field Operations
					211	Inactive - Mtr Svc Newtwn
					213	Inactive - Mtr Svc Norwlk
					214	CL+P Fuel Costs-Disabled
					215	CT Response Specialists Lines-Zone5
					216	Response Specialist - West
					217	Response Specialist - East
					218	Engineering- CL+P
					219	Inactive - Mtr Svc-Wilm+ EHamp
					21A	CT Response Specialists Lines-Zone1
					21B	CT Response Specialists Lines-Zone2
					21C	CT Response Specialists Lines-Zone3
					21D	CT Response Specialists Lines-Zone4
					223	Inactive - Mtr Svc Tolland
					239	Assets + Strategy
					23B	CT Distribution SCADA
					23D	Comm Services-CT Dist
					23F	Radio Services
					23G	Chem Lab Services-Disabled
					253	Stations FE+Comm
					266	Div Western - Capital only
					267	TG CT Veg Mgmt - Contractor Costs
					275	Inactive - Mtr Svc Madison
					281	Garage Cheshire-Disabled
					283	Garage Norwalk-Disabled

Accounting Manual

Cost Centers Hierarchy

Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01 CEO	449	COO	285	Garage Greenwch-Disabled
				287	Garage New Milf-Disabled
				291	Garage Madison-Disabled
				293	Garage E Hamptn-Disabled
				299	Inactive - Mtr Svc Wtby
				2A2	UG L N Milford - Inactive
				2A3	UG L Newtown
				2A4	Misc Transmission- CL+P
				2AA	O HI Waterbury
				2AD	O HI Cheshire
				2AG	O HI Newtown
				2AH	O HI Norwalk
				2AK	Berlin Vhclpool-Disabled
				2AT	O HI Grenwch
				2AU	O HI N Milford - Inactive
				2AV	O HI Wilmntc - Inactive
				2AX	Madison Field Operations
				2AY	O HI E Hamptn
				2BB	Tolland Field Operations
				2BC	O HI Danielson
				2BD	Station Ops Waterbury
				2BE	SS Cntrl - Manager-Disabled
				2BF	SS Wstrn - Manager-Disabled
				2BG	Station Ops Cheshire
				2BH	Station Ops Newtown
				2BT	Station Ops Norwlc
				2BU	Station Ops Greenwich
				2BW	Station Ops Danielson
				2BX	SS Estrn - Manager-Disabled
				2BY	Station Ops Madison
				2CA	Eng Dev Program
				2CB	Station Ops Tolland
				2CF	CT Emergency Mgt
				2CK	RSAM CL+P - Inactive
				2CR	Reimbursements
				2DH	System Resiliency Project Expense
				2E5	Fld Eng Des Stamford-Disabled
				2E7	Res Coordin-Disabled
				2E8	Er Coordin CL+P-Disabled
				2EA	Construction West
				2EB	Construction East
				2EJ	Fld Eng Des Torrington-Disabled
				2EK	Construction Central
				2EV	Dist Station Construction
				2EW	Garage Tolland-Disabled
				2FA	CT Transmission Lines
				2FC	Fld Eng Des Madison-Disabled
				2FJ	SOC
				2GE	Sys Res + Strat
				2JF	Inactive - Mtr Svc Simsbury
				2MG	O HI Falls Vill
				2MN	CT Minor Storms
				2MS	Field Svc - Inactive
				2NB	Ug L E Hampton
				2ND	Fld Eng Des New London-Disabled
				2NF	O HI Middltwn - Inactive
				2NH	Station Ops East Hampton
				2NJ	Fld Eng Des Middletown-Disabled
				2NM	Garage Midletwn-Disabled
				2NP	O HI Htfd
				2NR	Ug L Hartford

Accounting Manual

Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	2NT	Station Ops Hartford
					2NV	Fld Eng Des Htfd-Disabled
					2NW	Inactive - Mtr Svc Htfd
					2NX	Garage Hartford-Disabled
					2PA	O HI Simsbury
					2PC	Station Ops Simsbury
					2PD	Fld Eng Des Simsbury-Disabled
					2PE	Dist Spec Proj - Inactive
					2PF	Garage Simsbury-Disabled
					2PH	Inactive - Mtr Svc Mddltn
					2PN	CT Operations - General
					2RA	Div Eastern - Capital only
					2RK	Admin Services-Disabled
					2RM	CST Sch Clp Dst - Inactive
					2T3	CT Elec Training Charges
					300	Dist Sp Constr - Inactive
					301	Construction Eng East-Disabled
					316	Fld Eng Des Waterbury-Disabled
					319	Fld Eng Des Cheshire-Disabled
					320	Fld Eng Des Newtown-Disabled
					321	Fld Eng Des Norwalk-Disabled
					324	Fld Eng Des Danielson-Disabled
					329	Fld Eng Des Tolland-Disabled
					330	Hopkinton LNG Corp
					332	Ug L Waterbury
					335	Ug L Cheshire
					337	Ug L Norwalk
					338	MA E Meter Lab + Rubber Goods
					339	MA E Elec Safety Charges
					343	Telecom Eng - CL+P D
					344	Telecom Eng - WMECO D
					345	Telecom Eng - PSNH D
					346	Telecom Eng - Yankee Gas
					347	Telecom Eng - CL+P T
					348	Telecom Eng - WMECO T
					349	Telecom Eng - PSNH T
					34X	CT Major Storms
					350	Telecom Eng - WMECO G
					351	CT Meter Lab + Rubber Goods
					352	NH Meter Lab Charges
					353	MA W Meter Lab + Rubber Goods
					355	Construction Eng West-Disabled
					356	Comm Services - WMECO Dist
					357	Comm Services - Yankee Gas
					35A	CT Trans Rubber Goods
					35B	MA W Trans Rubber Goods
					360	Supp - WMECO D-Disabled
					361	MA E Gas Safety charges
					394	Transmission System Operations - Transmission
					395	Generation Stores
					398	Central Region Operations Mgr
					3BA	System Eng-Disabled
					3BF	Div Central - Capital only
					3C2	Telecom Eng-Svc Co-Capital
					3C3	Telecom Eng-CL+P D-Capital
					3C4	Telecom Eng-WMECO D-Capital
					3C5	Telecom Eng-PSNH D-Capital
					3C6	Telecom Eng-Yankee Gas-Capital
					3C7	Telecom Eng-WMECO G-Capital
					3CC	Comm Svcs - CT Trans
					3CH	TS- Cheshire

Accounting Manual

Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	3CK	Distribution Test Central-Disabled
					3CL	Distribution Test Eastern-Disabled
					3CM	Distribution Test Western-Disabled
					3CW	Comm Svcs - WMECO Trans
					3DA	Inactive - Mtr Svcn Londn
					3DB	Inactive - Mtr Svc Torngtn
					3DC	Inactive - Mtr Svc Stamfrd
					3DN	TS- Danielson-Disabled
					3E1	Svc Co GIS - CL+P D
					3E2	Svc Co GIS - WMECO D
					3E3	Svc Co GIS - PSNH D
					3E4	Svc Co GIS - Yankee Gas
					3F1	SS Eng + Design - CL+P D
					3F2	SS Eng + Design - WMECO D
					3F3	SS Eng + Design - PSNH D
					3F4	SS Eng + Design - CL+P T
					3F5	SS Eng + Design - WMECO T
					3F6	SS Eng + Design - PSNH T
					3F7	SS Eng + Design - WMECO G
					3G1	Dist Eng + Design - CL+P D
					3G2	Dist Eng + Design - WMECO D
					3G3	Dist Eng + Design - CL+P T
					3G4	Dist Eng + Design - WMECO T
					3G5	Dist Eng + Design - PSNH T
					3H2	O HI New London
					3H3	Ug L New London
					3H4	Station Ops New London
					3H6	Garage New Lndn-Disabled
					3HM	TS- East Hampton-Disabled
					3HT	TS- Hartford-Disabled
					3JC	Field Engineering-CT Distribution
					3K1	Substation Tech Eng - CT D
					3K2	Substation Tech Eng - MA D
					3K3	Substation Tech Eng - CT T
					3K4	Substation Tech Eng - MA T
					3MA	TS- Madison-Disabled
					3N2	O HI Torrington
					3N3	Ug L Torrington
					3N4	Station Ops Torrington
					3N6	Garage Torngtn-Disabled
					3NE	TS- Newtown
					3NL	TS- New London-Disabled
					3NR	TS- Norwalk
					3PA	3rd Party Attach
					3PC	Sys Proj Admin - Inactive
					3SM	TS- Simsbury
					3ST	TS- Stamford
					3TG	TS- Toringtn
					3TL	TS- Tolland-Disabled
					3TR	Field Operations Transmission
					3W2	O HI Stamford
					3W3	Ug L Stamford
					3W4	Station Ops Stamford
					3W6	Garage Stamford-Disabled
					3WR	TS- Wtrbry
					402	YGAS Fuel + Lease-Disabled
					403	CT Meter CFI
					408	Response Specialist Ops - Other
					409	Response Specialist Ops Mgmt
					410	CL+P Technology-Disabled
					411	CT Transformer CFI

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	414	MK Operation
					415	MK Planning
					416	MK Coal Handling
					417	MK Chemical
					418	MK Instrument
					419	MK Electrical
					420	MK Mechanical
					438	Reliability Implementation
					439	NSTAR CIP
					492	Transmission Station Norwalk
					493	Transmission Station Central
					497	Transmission Station Eastern
					498	Transmission Station Waterbury-Disabled
					49C	CL+P GIS Mapping
					49M	CBYD
					49X	System Operations Transmission
					49Y	Transmission Station Support
					4AE	Transmission Test Eastern-Disabled
					4AF	Corrosion Control-Disabled
					4AL	CT Field Engineering Test
					4AN	Transmission Test Western-Disabled
					4AP	Resource Plng
					4CL	MA Trans Civ Eng
					4CS	W MA Field Operations Craft School
					4JK	D Mat Acq CL+P
					4MM	UG L Simsbury
					4PC	MA Trans Prot+Cntrl
					4T3	MA Trans SS Eng-Des
					4T6	MA Trans Proj Svc+Dftg
					4TL	Tran Ln + Civ Eng- WMECO
					4TP	MA Trans Proj Eng
					4TQ	Tg Prot + Cntrl- WMECO
					4TY	Interconnect- WMECO
					500	41-MA Electric President
					505	Elect M+C West Director
					507	Field Engineering-MA W Distribution
					509	NH Distribution System Operations
					50A	Distribution Engineering West Director
					50B	41-VP Electric Field Ops
					50C	West Distributed Generation
					50E	Engineering
					50G	PREV MAINT West
					50H	Pr Line Crew
					50M	MA W Safety Charges
					50T	Elect Service West TS
					50W	Wrk Planning
					512	Garages MA W
					51C	Telecom Eng-NSTAR-Capital
					520	Substations West
					523	41-Emergency Prep
					524	MA W Meter Operations
					52C	Telecom Eng-NSTAR Gas-Capital
					52E	41-MA Engineering VP and Admin
					530	MA W Meter CFI
					531	Ops CTR West
					532	System Engineering West
					533	41-Transformer Credits
					534	D Adm Sprngfld
					53V	Voltage+Pole Inspections - MA West
					540	D Admhadley
					543	D Admpttsfld

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	55W	Misc Transmission- WMECO
					590	Trans C+M Wm
					591	Gen Constr West
					595	Oprtonl Engrng
					596	T Mat Acq-WME
					5DS	Dig Safe Mass West
					5SU	41- MA Solar
					611	O HI Sprngfld
					612	U GI Sprngfld
					614	O HI Grenfld
					616	New Svc Spfld
					617	O HI Ptsfld
					619	New Svc Ptsfld
					621	O HI Hadley
					624	New Svc Hadly
					64G	Tg S S Ct+M West
					64H	WMA Field Engineering Test
					64K	TG MA W Veg Mgmt - Contractor Costs
					64M	41-Area Storms
					64N	41-MA Electric Storms-Non Svc Co
					6AC	D Mat Acq WMECO
					6AD	MA W Veg Mgmt - Contractor Costs
					6CS	NH Field Operations Craft School
					6NH	Sys Plan NH
					6NM	Sys Plan NH-EMA
					6TL	NH Trans Line Eng
					6TY	Interconnect- PSNH
					737	NH-Properties Inc
					73P	NH Distribution Engineering
					73T	NH Substation Design
					73W	NH Substation Ops Admin
					741	Field Services Admin-Disabled
					760	Generation Admin
					761	MK Admin
					762	Schiller Station
					763	Newington Station
					764	Generation Maint
					767	Hydro
					770	NH Exec Administration and Admin
					771	Misc Transmission- PSNH
					772	NH Emergency Preparedness
					773	NH GIS
					774	NH SS Technical
					775	NH System Resiliency
					77D	Prot + Cont Eng
					77K	Transmission System Operations - Distribution
					77P	Maint Support
					77Q	General Construction
					77R	Elec Maintenance
					77S	Communication + Control
					77W	NH Safety Charges
					77X	NH Transm Automation
					781	NH Meter CFI
					78B	Trans NH + MA-E Cnst Mgt
					78C	NH Transm Prot+Cont Eng
					78I	NH Engineering Admin
					78S	NH System Ops Support
					78T	NH Transm Substation Design
					78U	Reliability Enhancement Program
					78V	NH Transm SS Maint + Const
					78W	NH Transm Test

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Cost Centers Hierarchy

Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01 CEO	449	COO	78Z	TG NH Veg Mgmt - Contractor Costs
				79C	Nh Operations-Disabled
				79D	NH Transformer Install Credits
				79K	Tg PSNH Engring
				79Z	TG NH Mgr CT+M
				7AH	Tran MatrI Hndl
				7AK	AWC Hillsboro
				7AM	AWC Keene
				7AN	AWC Milford
				7AR	AWC Nashua
				7AT	AWC Newport
				7BK	AWC Derry
				7BM	AWC Epping
				7BN	AWC Hooksett
				7BP	AWC Bedford
				7BR	AWC Portsmouth
				7CK	AWC Chocorua
				7CM	AWC Tilton
				7CR	AWC Rochester
				7CT	AWC Berlin
				7CU	AWC Lancaster
				7D1	Southern Region Operations Mgr
				7D2	Northern Region Operations Mgr
				7D3	Western Region Operations Mgr
				7D4	Operations Support
				7D5	NH Field Operations Admin
				7ED	NH Storms - Non Svc Co
				7PD	Sys Pln+Strtgy
				7T9	NH Troubleshooters
				7TD	Proj Contractor Services
				7WA	NH Veg Mgmt - Contractor Costs
				7XC	NH Elec Training Charges
				A41	Northern Pass- H2
				A42	Renewable Prop
				A43	NSTAR T Ops
				A44	Bus Planning
				A45	Interconnect-NSTAR
				A46	Interconnection Srvc
				B15	Trans System Planning
				B16	Strat + Ops - CL+P
				B18	Strat + Ops - WMECO
				B19	Strat + Ops - PSNH
				B20	CONVEX CL+P T
				B21	MA East NERC Compliance
				B22	Strat + Ops - NSTAR
				B23	Proj Eng Maint - CL+P
				B24	Proj Eng Maint - WMECO
				B25	Proj Eng Maint - PSNH
				B26	Proj Eng Maint - NSTAR
				B50	Svc Co EP - CL+P D
				B51	Svc Co EP - WMECO D
				B52	Svc Co EP - PSNH D
				B53	Svc Co EP - NSTAR D
				C02	Exec VP and COO
				C07	VP Operations Business Process Imp
				C09	CT MA Electric President
				C12	Plan Sched and Contract Services
				D11	Distributed Generation
				D64	NH Transportation
				D65	NH Meter Operations
				E03	Inactive - MA Operations Services

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	E04	Opera Services Adjustments
					E05	MA Field Training + Apprenticeshp
					E06	MA E Meter Operations
					E07	Fleet Services Admin-MA E Elec
					E08	Fleet Billing
					E09	MA E Meter CFI
					E10	MA Operations Business Integration
					E13	Substation + Engineering Director
					E14	Substation Design Engineering
					E15	Substation Technical
					E16	OH Trans Lines Engineering
					E17	System Contral + Protect EngG
					E18	Systems Planning
					E19	Nerc Compliance
					E20	Engineering Adjustments
					E21	Communication Engineering
					E23	Distribution Engineering East Director
					E24	Operations Records
					E25	Rts Permits + Public Works
					E26	Distribution Engineering Central
					E28	System Perform + Reliability
					E29	Distribution Engineering South
					E32	Schdlg + Cntrct Services
					E33	Conduit+Dig Safe
					E34	Integrated Planning + Schdlg
					E35	Trans MA-E Projects
					E36	Field Transmission
					E38	Elect M+C South Director
					E39	Elect M+C New Bedford
					E40	Elect M+C Plymouth
					E41	Elect M+C Yarmouth
					E43	Elect M+C Mass Ave
					E44	Elect M+C-Somerville
					E45	Elect M+C Hyde Park
					E47	Elect M+C Metro-West Director
					E48	Elect M+C Southboro
					E49	Elect M+C Waltham
					E4T	Underground Transmission Maintenance
					E50	Elect M+C-Walpole
					E52	MA Elec Station Operations Director
					E53	Field Engineering
					E54	Field Communications
					E55	MA Electric Station Ops-South
					E56	MA Electric Station Ops-Metro West
					E57	MA Electric Station Ops-Central
					E58	Central Shop
					E60	CT and MA Elec System Operations VP
					E61	21-Emergency Prep
					E62	Transmission Business Strategy
					E64	MA Power Systems Operations
					E65	MA Electric Service Director
					E66	MA Electric Service-South
					E67	MA Electric Service Dispatch-Nrth
					E68	MA Bulk Power Systems
					E69	MA Electric Service Field-North
					E71	Voltage Program
					E72	Manhole Program
					E73	Double Pole Program
					E74	21-MA Electric President
					E75	21-MA Engineering VP and admin
					E76	21-VP Electric Field Ops

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	E77	MA Field Operations Craft School
					E78	Misc Adjustments + Capitalization
					E80	21-MA Electric Storms - Non Svc Co
					E81	21-MA Electric Storms - Svc Co
					E82	Elect M+C Marthas Vineyard
					E83	MA East Transformer CFI
					E84	DPU Program-Non-Pam Benefits
					E85	Distribution Engineering Metro West
					E86	Fleet Services Admin-Svc Co
					E87	Director Grid Modernization
					E88	Dir Field Eng-Comm + Pwr Systems
					E89	Strategy + Performance EMass
					E91	MA Transmission Business Planning-Disabled
					E92	UG Trans Lines Engineering
					E97	Small NCC Jobs
					E9M	Major Distribution Projects
					F11	Pole Inspect - Inactive
					G01	Gas Pres Admin
					G02	Gas Expansion
					G03	VP Gas Eng
					G06	Damage Prevention - Manager
					G07	Damage Prevention - CT
					G10	Pressure Mngmnt
					G11	Instrumentation
					G12	Gas Control - CT
					G13	LNG - CT
					G16	Sales Fulfillment CT
					G18	YG Construction
					G19	Leak Mgmnt - CT
					G1C	Corr Control-MA
					G20	Maintenance - CT - Other-Disabledd
					G21	Plan + Schedule - CT
					G22	Corr Control-CT
					G23	Norwalk Ops
					G24	Newtown Ops
					G25	Waterbury Gas Ops
					G26	Meriden Gas Ops
					G27	E Windsor Ops
					G28	Wtrfrd Danel
					G29	Welding - CT
					G2A	Ansonia Ops
					G2C	YG Const-Western
					G2E	YG Const-Eastern
					G2T	Torrington Gas Ops
					G2W	YG Const Southern
					G2X	YG Constr Proj
					G31	Gas Meter CFI CT
					G32	Gas Dispatch-CT
					G33	Norwalk M+S
					G34	Newtown M+S
					G35	Waterbury M+S
					G36	Meriden M+S
					G37	E Windsor M+S
					G38	Waterford Meter Service
					G39	Service Contracts
					G3A	Shelton Meter Service
					G3C	YG Mtr+Service Mgr
					G3D	Danielson Meter Service
					G3T	Torrington M+S
					G44	Work Prep CT
					G46	Gas Engineering - CT

Accounting Manual

Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	G47	Mapping
					G49	CT Gas Training Charges
					G50	MA E Gas Charges
					G55	Meter Test Lab - CT
					G56	Collectors
					G5A	Yankee Gas Safety Charges
					G74	Sales + Mktg
					G75	Marketing
					G76	Sales Operation CT
					G7D	Mgr YG Sales
					G85	YG Garage
					G86	YGAS-Trans Lease-Disabled
					G91	Const Prog + Proj Mgt CT
					H04	NSTART Exec Admin
					H06	Damage Prevention - MA
					H07	Worcester Operations
					H09	Southboro Operations
					H11	Somerville Operations
					H13	Hyde Park Operations
					H15	Plymouth Operations
					H16	Sales Fulfillment MA
					H17	New Bedford Operations
					H18	Leak Mgmt - MA
					H19	ATM CFI
					H21	Gas Construction Ma
					H22	Gas Construction MA East
					H24	Const Prog + Proj Mgt MA
					H25	Pressure Mgmt-MA
					H27	Meter Test Lab-MA
					H29	Gas Dispatch-MA
					H31	Gas Meter CFI
					H34	Southboro Meter + Serv Supp- NSTAR Elec
					H35	Worcester Meter + Service
					H36	LNG - HOPCo Project
					H37	Southboro Meter + Serv
					H38	LNG - Manager
					H39	Somerville Meter + Service
					H40	NSTAR Gas sales
					H41	Hyde Park Meter + Service
					H42	Sales Operation MA
					H43	Plymouth Meter + Service
					H44	Work Prep MA
					H45	New Bedford Meter + Service
					H49	VP Gas Sales + Marketing
					H50	Gas Ops Direct Charges
					H55	Fleet Services Admin MA E Gas
					H87	Plan + Sched
					H89	Acushnet Lng
					H90	Acushnet Lng 2B
					H91	Gas Engineering - MA
					H93	Gas Control - MA
					H94	Gas Eut
					H95	Compliance - MA
					HDD	Yankee Financial
					N29	MA E Safety
					N33	Dir Vegetation Mgmt
					N37	MA E Veg Mgmt - Employee Costs
					N39	TG MA E Veg Mgmt - Employee Costs
					N40	CT Veg Mgmt T Charges-Disabled
					N41	NH Veg Mgmt T Charges-Disabled
					N42	MA W Veg Mgmt T Charges-Disabled

Accounting Manual

Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	449	COO	N44	MA E Veg Mgmt - Contractor Costs
					N45	TG MA E Veg Mgmt - Contractor Costs
					N51	Telecom Eng - NSTAR
					N52	Telecom Eng - NSTAR Gas
					N59	MA E Elec Training
					N60	MA E Training - D Charges
					N66	Gas Training- NSTAR-Disabled
					P1T	Proj Mgt-CT
					P21	Proj Mgt-MA E
					P4T	Proj Mgt-MA W
					P6T	Proj Mgt-NH
					V01	Transportation capital - NH D
					V02	Transportation capital - NH T
					V03	Transportation capital - NH G
					V04	Transportation capital - CT D
					V05	Transportation capital - CT T
					V06	Transportation capital - MA W D
					V07	Transportation capital - MA T
					V08	Transportation capital - MA E D
					V09	Transportation capital - MA E T
					V90	Transportation capital - YGAS
					V91	Transportation capital - MA E GAS
					1NA	Director Transmission NERC Audit
					1EG	SVP - Engineering + Grid Mod + EP
					5GW	Grid Mod West
					E98	Grid Mod East
					07C	Scheduling + Contract Mgmt
					1GW	Grid Mod CT
			R51	CFO	004	CFO EVP
					015	Treasury VP
					01B	Real Estate + Property Mgmt Director
					01C	Real Estate - Svc Co
					01P	R E Performance and Portfolio Mgmt
					025	Accounting - Svc Co
					026	Acctg - PSNH Dist
					028	Budgeting + Financial Analysis
					02C	Procurement - Major Projects
					02F	Procurement-Field Services
					02I	Materials - Svc Co
					02P	Procurement - Shared Services
					02S	Procurement - Material + Equipment
					031	Acctg - PSNH Gen
					032	Acctg - PSNH Trans
					033	Acctg - CL+P Dist
					037	Acctg - CL+P Trans
					03D	Accounting VP
					040	Acctg - WMECO Dist
					041	Acctg - WMECO Trans
					042	Acctg - Yankee
					048	Berlin Bldgs
					049	Repro Mail Svcs
					04E	Acctg - NSTAR Electric
					04G	Acctg - NSTAR Gas
					052	Claims + Insurance - Svc Co
					05F	Corp Fin + Cash Mgmt - Svc Co
					05I	Transmission Rates + Rev Req
					05L	Investor Relations VP
					05T	Transmission Billing- Svc Co
					062	Taxes
					06F	3333 Building
					06S	Rates

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	R51	CFO	073	Transmission Billing - CL+P Trans
					074	Transmission Billing - PSNH Trans
					075	Transmission Billing - WMECO Trans
					076	Transmission Billing - NSTAR Trans
					077	Cape + Islands Facil - NSTAR Elec
					078	Facilities Substations- NSTAR Elec
					07D	Environmental Remediation
					07V	Env Compliance and Performance
					09D	T+D Rights + Survey - Svc Co
					102	Environmental Field Response Svc Co
					11V	Budgets + Invest Plan - CT
					121	Windsor Bldg
					125	Financial Planning + Analysis VP
					12M	Corp Perf Mgmt
					130	Supply Chn + Env Affs + Prop Mgmt - VP
					136	Facility Operations MGR
					13L	Budgets + Invest Plan
					13U	Financial Forecasting + Analysis
					140	LREC-ZREC- Accounting
					143	Revenue Req CT - Svc Co
					145	Revenue Req MA - Svc Co
					146	Rev + Reg Accounting-Svc Co
					147	Revenue Requirements - CL+P Dist
					148	Revenue Requirements - Yankee
					14P	Budgets + Invest Plan - MA
					152	Revenue Req NH-Svc Co
					159	BCW Stores CLP
					15B	Equipment Services
					162	Waterbury Stores
					163	Rev Req - PSNH Dist
					164	Rev Req - PSNH Gen
					165	Rev Req - WMECO Dist
					166	Rev Req - NSTAR Dist
					167	Rev Req - NSTAR Gas
					171	Newtown Stores
					173	New Bedford Electric -NSTAR Elec
					174	New Bedford Gas NSTAR Gas
					175	Carver Road + Wareham-NSTAR Elec
					176	Yarmouth Facilities - NSTAR Elec
					178	Danielson Stores
					17B	Budgets + Invest Plan - NH
					180	Claims + Insurance - CL+P Dist
					181	Claims + Insurance - CL+P Trans
					182	Claims + Insurance - WMECO Dist
					183	Claims + Insurance - WMECO Trans
					184	Claims + Insurance - PSNH Dist
					185	BCW
					186	Aerial Dev Fac
					189	Claims + Insurance - PSNH Gen
					18A	Trans Share BCW
					18B	Trans Whse
					18C	CL+P GBRY Trans Maint
					190	Claims + Insurance - PSNH Trans
					191	Claims + Insurance - Yankee Gas
					192	Claims + Insurance - NSTAR Dist
					193	Claims + Insurance - NSTAR Gas
					194	Claims + Insurance - GSCOH
					196	Claims + Insurance - Hopkinton
					197	Claims + Insurance - NSTAR Comm
					198	Claims + Insurance - Harbor Elec
					199	Claims + Insurance - Rocky River

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	R51	CFO	1AB	Investment Mgmt
					1AC	NHcallctrfacil
					1AD	Facil55Wbrook
					1BT	Budgets + Invest Plan - Trans
					1CR	Licensing + Permitting
					1CV	Convex NU South
					1HB	56 Prospct Hartford
					1PC	Procurement - Strategy + Performance
					1PD	Fin Redesign+Fin Reporting
					1QB	BCW Stores Svc Co
					1QC	MA Ops Support
					1QT	Budgets + Invest Plan - Gas
					1RM	Enterprise Risk Management
					201	Ber Bldg-Union
					208	Materials - NSTAR Electric
					250	Procurement Director
					258	Material Logistics Director
					284	Norwalk Stores
					286	Greenwch Stores
					292	Madison Stores
					294	E Hamptn Stores
					295	Walpole Warehouse and Distribution
					296	Mass Ave Trucking Warehouse and Dist
					297	Mass Ave Warehouse + Dist -NSTAR Elect
					298	New Bedford Warehouse and Distribution
					2A9	Bldg-Sthrn Reg
					2AS	Pony Express
					2CE	Bldg-Sthng Cvx
					2EC	Bldg-Newtown
					2FV	Env Ops CT
					2GH	Bldgs-Bristol
					2GR	Bldg-Thompsonville
					2GU	Bldg-Danielson
					2GV	Bldg-Easthampton
					2GX	Bldg-So Windsor
					2GY	Bldg-Greenwich
					2HA	Bldg-Winsted
					2HB	Bldg-Madison
					2HC	Bldg-Wilton
					2HE	Bldg-New Britain
					2HF	Bldg-New Milford
					2HG	Bldg-Norwalk
					2HH	Bldg-Oxford
					2HU	Bldg-Tolland
					2HV	Bldg-Waterbury
					2HW	Bldg-Willimantic
					2JA	Bldg-New London
					2JB	Bldg-Torrington
					2JC	Bldg-Stamford
					2JD	Bldg-Cheshire
					2JN	Bldg-Centr1 Reg
					2JP	Bldg-Eastrn Reg
					2JR	Bldg-Westrn-Reg
					2PL	Bldg-Plainfield
					2PY	Simsbury Stores
					2RE	Hartford Stores
					2RF	Midltown Stores
					2YA	Win Bldg-Union
					2YB	Bldg-Sheldon St
					2YC	Bldgs-Simsbury
					2YD	Bldg-Middletown

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	R51	CFO	2YE	Rocky River Windsor Rent
					342	Tolland Stores
					358	Equip - WMECO D
					359	Equip - PSNH D
					35T	Equip - WMECO T
					371	Carver Road + Wareham- Svc Co
					372	Facilities Substations- Svc Co
					373	New Bedford Electric- Svc Co
					374	New Bedford Gas- Svc Co
					375	Plymouth Facilities
					376	Yarmouth Facilities- Svc Co
					377	Oak Bluffs
					379	Mailroom
					380	Summit
					381	Facilities - Prudential
					383	Somerville Facilities
					384	Mass Ave Facilities- Svc Co
					385	Hyde Park Facilities
					387	Southboro Facilities
					388	Take Stations- Svc Co
					389	Waltham Facilities- Svc Co
					38H	Hyde Park Facilities - Electric
					38N	Southboro - NSTAR Elec
					38P	Plymouth Facilities - Electric
					390	Walpole Facilities- Svc Co
					391	Worcester Facility-Svc Co
					392	Worcester Facility-NSTAR Elec
					393	Worcester Facility-NSTAR Gas
					3HA	N London Stores
					3HB	Torr FV Stores
					3HC	Stamford Stores
					427	Inventory Management Admin-Svc Co
					429	Mass Ave Warehouse and Distrib - Svc Co
					430	Inventory Mgmt Admin-NSTAR Electric
					441	Rates + Reg Requirements VP
					446	Environmental Affairs director
					458	Waltham Warehouse and Distribution
					459	Plymouth Warehouse and Distribution
					460	M1 - Distribution and Warehousing
					461	Inventory Management Admin-NSTAR Gas
					463	Southboro Warehouse and Distribution
					464	Somerville Warehouse and Distribution
					465	Cheshire Stores
					466	N Milfrd Stores
					467	Yarmouth Warehouse and Distribution
					46N	Yarmouth Warehouse and Dist - Svc Co
					481	Bldg-Falls Village
					494	T Spare Parts WH
					496	Bldg-E Windsor
					49A	Administrative Support NH
					49D	Admin Middltn-Inactive
					49E	Admin Wilmntc-Inactive
					49F	Admin Newtown-Inactive
					49G	Div Sup Torrington-Inactive
					49J	Admin Simsbury-Inactive
					49K	Admin Madison-Inactive
					49L	Admin Cheshire-Inactive
					49N	Admin - CT
					49P	Admin Hartford-Inactive
					49Q	Admin Tolland-Inactive
					49R	Admin Stamford-Inactive

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	R51	CFO	49T	Admin Waterbury-Inactive
					49U	Admin Norwalk-Inactive
					4L9	Lebanon Trans
					4N9	Norwalk Trans
					4S9	SWindsor Trans
					4W9	Waterbury Trans
					513	E Sprgfd Stores
					516	Had Grfd Stores
					519	Pittsfdl Stores
					552	Bldg-Greenfield
					554	Bldg-Brush Hill
					555	Bldg-Springfield
					556	Bldg-Pittsfield
					559	Bldg-Federal St
					594	Walpole Facilities - NSTAR Electric
					597	Mass Ave Facilities - NSTAR Elec
					598	Take Stations - NSTAR Gas
					599	Waltham Facilities - NSTAR Electric
					59N	Southboro Facilities-NSTAR Gas
					607	Bldg-Amherst
					608	Bldg-Easthamptn
					609	Bldg-Cumtn-Hunt
					613	Admin - MA West
					615	Bldg-Hadley
					626	Env Ops MA
					646	Env Remediation - CL+P Distribution
					647	Env Remediation - CL+P Transmission
					648	Env Remediation - WMECO
					649	Env Remediation - WMECO Transmission
					650	Env Remediation - PSNH
					651	Env Remediation - PSNH Transmission
					652	Env Remediation - PSNH Generation
					653	Env Remediation - Yankee Gas
					654	Env Remediation - NSTAR
					655	Env Remediation - NSTAR Gas
					656	Env Remediation - NSTAR Transmission
					657	Env Remediation - Svc Co
					658	Env Remediation - RRR
					659	Env Remediation - Properties
					660	Env Remediation - HWP
					691	Admin - MA East
					701	Corp Fin + Cash Mgmt - CL+P Dist
					702	Corp Fin + Cash Mgmt - CL+P Trans
					703	Corp Fin + Cash Mgmt - PSNH Dist
					704	Corp Fin + Cash Mgmt - PSNH Gen
					705	Corp Fin + Cash Mgmt - PSNH Trans
					706	Corp Fin + Cash Mgmt - WMECO Dist
					707	Corp Fin + Cash Mgmt - WMECO Trans
					708	Corp Fin + Cash Mgmt - Yankee Gas
					709	Corp Fin + Cash Mgmt - NSTAR Elec D
					710	Corp Fin + Cash Mgmt - NSTAR Gas
					711	Corp Fin + Cash Mgmt - NU Parent
					712	Corp Fin + Cash Mgmt - YES Inc
					713	Corp Fin + Cash Mgmt - NUTV
					714	Corp Fin + Cash Mgmt - Ren Prop Inc
					715	Corp Fin + Cash Mgmt - Select
					716	Corp Fin + Cash Mgmt - NGS
					717	Corp Fin + Cash Mgmt - NUEI
					718	Corp Fin + Cash Mgmt - NAEC
					719	Corp Fin + Cash Mgmt - RRR
					720	Corp Fin + Cash Mgmt - HWP

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	R51	CFO	721	Corp Fin + Cash Mgmt - NAESCO
					722	Corp Fin + Cash Mgmt - YESC
					723	Corp Fin + Cash Mgmt - YEFSC
					724	Corp Fin + Cash Mgmt - No Pass Tran
					725	Corp Fin + Cash Mgmt - Mode 1
					726	Corp Fin + Cash Mgmt - Properties Inc
					727	Corp Fin + Cash Mgmt - NU Found
					77G	Env Ops NH
					78G	Property Mgmt
					78P	Prop Mgmt-Gen
					78Q	Prop Mgmt-Trans
					79M	PSNH Stores
					79S	PSNH T Stores
					7F2	Bldg- Bedford AWC
					7F6	Bldg- Central Warehouse Bow
					7F7	Bldg- Chocorua AWC
					7F8	Bldg- Colebrook AWC
					7GR	T+D Rights + Survey - PSNH Generation
					7H1	Bldg- Derry AWC
					7H2	Bldg- Epping AWC
					7H3	Bldg- Hillsboro AWC
					7H4	Bldg- Hooksett AWC
					7H5	Bldg- Hooksett GC+M
					7H6	Bldg- Keene AWC
					7H7	Bldg- Lancaster AWC
					7H8	Bldg- Milford AWC
					7H9	Bldg- N Haverhill AWC
					7K2	Bldg- Nashua AWC
					7K3	Bldg- Newport AWC
					7K4	Bldg- Berlin AWC
					7K5	Pittsfield Training Center BD
					7K6	Bldg- Portsmouth AWC
					7K7	Bldg- Rochester AWC
					7K8	Bldg- Tilton AWC
					7K9	Bldg- Monadnock AWC
					7PC	T+D Rights + Survey - PSNH
					7R1	T+D Rights+Survey - PSNH Transmission
					A63	Real Estate- CL+P Distribution
					A64	Real Estate- CL+P Transmission
					A83	Real Estate- WMECO Distribution
					A84	Real Estate- WMECO Transmission
					A85	Real Estate- PSNH Distribution
					A86	Real Estate- PSNH Transmission
					A87	Real Estate- PSNH Generation
					B05	Real Estate- Yankee Gas
					B09	Real Estate- NSTAR Electric
					B10	Real Estate- NSTAR Transmission
					B13	Real Estate- NSTAR Gas
					C03	T+D Rights + Survey - CL+P Transmission
					C04	T+D Rights + Survey - WMECO Distribution
					C05	T+D Rights + Survey - WMECO Transmission
					C06	Real Estate- RRR
					C08	T+D Rights + Survey - CL+P Distribution
					C10	T+D Rights + Survey - Yankee Gas
					C11	T+D Rights + Survey - NSTAR Electric
					C38	Real Estate- Properties Inc
					C39	Real Estate- HWP
					F13	Facility- Capital - CL+P Distribution
					F14	Facility- Capital - CL+P Transmission
					F43	Facility- Capital - NSTAR Transmission
					F44	Facility- Capital - WMECO Transmission

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	R51	CFO	F45	Facility- Capital - WMECO Distribution
					F46	Facility- Capital - PSNH Distribution
					F47	Facility- Capital - Yankee Gas
					F48	Facility- Capital - NSTAR Electric
					F49	Facility- Capital - PSNH Transmission
					F50	Facility- Capital - PSNH Generation
					G30	Yankee Gas Stores
					G87	BCW Yankee Gas Share
					G9A	YG Gate Reg St9
					G9B	YG Propane Plnt
					G9C	YG Danielson
					G9D	Cooper Merid
					G9E	YG Waterford
					G9F	YG Torrington
					G9G	YG East Winds
					G9H	YG Waterbury
					G9J	Bldg-YG LNG Fac
					G9K	YG Norwalk
					G9L	YG Danbury
					GAL	YG Ansonia
					H01	Facility- Capital - Properties
					H03	Facility- Capital - HWP
					H23	Facility- Capital - NSTAR Gas
					H79	Facility- Capital - Svc Co
					N31	Materials - CL+P
					N65	Facility- Capital - RRR
					49B	Administrative Support - PSNH Trans
					490	Admin - CL+P Trans
					623	Admin - MA West Trans
					187	Claims + Insurance - NAESCO
			R52	General Counsel	02R	Fuel Purchasing
					030	IAS - Audit
					03B	IAS - Security
					03X	Electric Supply- Svc Co
					056	General Counsel - 1- Svc Co
					05W	Federal Legislative Affairs
					068	LREC-ZREC- Energy Supply
					093	Compliance
					09N	General Counsel - 2
					106	Corporate Secretary + Legal
					12B	Load + Settlement
					1FE	Regulatory Policy FERC
					1GS	Gas Supply
					1LG	Legal Administration
					224	Security Capital Projects-CL+P
					227	Security Capital Projects- WMECO
					228	Security Capital Projects-PSNH
					229	Security Capital Projects- Yankee Gas
					230	Security Capital Projects- NSTAR Electric
					231	Security Capital Projects- NSTAR Gas
					232	Security Capital Projects- Svc Co
					23A	Security Capital Projects-RRR
					443	Energy Supply VP
					448	Board of Trustees
					469	General Counsel 1 - CL+P Distr
					470	General Counsel 1 - CL+P Trans
					471	General Counsel 1 - PSNH Distr
					472	General Counsel 1 - PSNH Trans
					473	General Counsel 1 - WMECO Distr
					474	General Counsel 1 - WMECO Trans
					475	General Counsel 1 - NSTAR Electric

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	R52	General Counsel	476	General Counsel 1 - NSTAR Gas
					477	General Counsel 1 - PSNH Generation
					478	General Counsel 1 - Yankee Gas
					479	General Counsel 1 - EE Parent
					47A	General Counsel 1 - NSTAR Comm
					47B	General Counsel 1 - RRR
					47C	General Counsel 1 - EETV
					47D	General Counsel 1 - NPT
					47E	General Counsel 1 - Renew Properties
					47F	General Counsel 1 - Hopkinton
					47G	General Counsel 1 - Yankee Parent
					47H	General Counsel 1 - Yankee Financial
					03P	Electric Supply - PSNH
			R53	Human Resources + IT	008	IT Tech - Network
					01A	IT Bus Sol OPS - BSM
					02K	IT Gov - QA
					02M	IT Gov - Supplier Mgmt
					02Z	IT Bus Sol OPS - SCADA
					03E	HR Operations + Service Delivery
					03S	Benefits Strategy
					03U	Compensation
					044	Human Resources EVP
					06E	Employee + Labor Relations
					06L	IT Customer- BSM
					071	IT VP
					07U	Diversity + Inclusion + Ethics
					11P	IT S+C - Security + Compliance
					12H	Org + Talent Development
					133	IT Corp - BSM
					14V	HR Consulting
					235	IT Capital Projects- CL+P Distribution
					236	IT Capital Projects- WMECO Distribution
					237	IT Capital Projects-PSNH Distribution
					238	IT Capital Projects- Yankee Gas
					240	IT Capital Projects- NSTAR Electric
					241	IT Capital Projects- NSTAR Gas
					242	IT Capital Projects- Svc Co
					30C	HR-CL+P
					30F	HR-PSNH Gen
					30G	HR-NSTAR Gas
					30N	HR-NSTAR Elec
					30P	HR-PSNH
					30W	HR-WMECO
					30Y	HR-Yankee Gas
					365	IT Capital Projects- CL+P Transmission
					366	IT Capital Projects- WMECO Transmission
					367	IT Capital Projects-PSNH Transmission
					368	IT Capital Projects-PSNH Generation
					369	IT Capital Projects- NSTAR Transmission
					571	IT Bus Sol OPS - PSNH Dist
					572	IT Bus Sol OPS - PSNH Trans
					573	IT Bus Sol OPS - YG
					581	IT Inf - CL+P Dist
					582	IT Inf - CL+P Trans
					583	IT Inf - WMECO Dist
					584	IT Inf - WMECO Trans
					585	IT Inf - PSNH Dist
					586	IT Inf - PSNH Trans
					587	IT Inf - Yankee Gas
					661	IT Corp - Supply
					662	IT Corp- Enterprise

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Cost Centers Hierarchy

Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01 CEO	R53	Human Resources + IT	663	IT Corp- HR + Finance
				664	IT Bus Sol OPS - Svc Co
				666	IT Customer- EE
				667	IT Customer - Billing
				668	IT Customer - Metering
				669	IT Customer - Call Center
				671	IT Bus Sol OPS - GIS
				672	IT Bus Sol OPS - Field Force
				673	IT Bus Sol OPS - Work + Asset Mgmt
				674	IT Bus Sol OPS - EMS
				676	IT Gov - PRJ
				677	IT Gov - Arch
				678	IT Inf - Cloud
				679	IT Inf - Operation
				680	IT Inf - Projects + Strategy
				683	IT Inf - Architecture
		R54	Customer + Corporate Relations	039	Field Meter Work- NSTAR Gas
				03C	Credit Call Center
				03V	Credit + Collections Director
				053	Government + Legislative Affairs
				054	Media Relations
				057	Billing - CL+P
				05A	Director Mrt Ops-Disabled
				05R	Call Center Director
				063	Billing- NSTAR Electric
				064	Billing- NSTAR Gas
				066	Billing- PSNH
				081	Customer Group SVP
				085	Electric Service Support - EMA
				086	Electric Service Support - NH
				088	EPO + Goodwill NSTAR CL+P
				08C	Telephone Strategy and Support
				08D	Digital Strategy
				08E	Customer Engagement + Communications
				08F	Revenue Assurance
				08R	Energy Efficiency - CT
				08X	Electric Service Support - CT + WM
				08Y	Distributed Generation + Director
				090	Business Change Support
				091	EPO + Goodwill NSTAR WMECO
				095	EPO + Goodwill NSTAR NH
				097	EPO + Goodwill NSTAR
				09M	Customer Operations VP
				09Z	Cust Experience Design + Training
				104	Call Center Workforce Planning
				110	Billing + Data Management
				113	Remittance Processing-Disabled
				114	Regulatory Affairs
				115	Goodwill Writeoff-Disabled
				118	Director Billing Pay + Meter Srv
				11B	Credit Planning and Analysis-Svc Co
				11C	Call Center Ops support
				11D	Billing- Svc Co
				11F	Manchester Call Center
				11G	Credit + Collections YG
				11K	Credit and Collection Operations
				11T	Credit + Collections CL+P
				11W	MA Credit + Collect
				128	Meter Operations - Disabled
				12X	Windsor Call Center

Accounting Manual

Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	R54	Customer + Corporate	131	CG CFI WMECO
					14A	Corporate Relations EVP
					14B	Corporate Communications
					14C	Strategic Communications VP
					14T	Cust Strategy + Chg Integration Dir
					17C	Community Relations
					11C	Business Services
					1QD	Account Executives - MA
					1QE	Account Executives - NH + WME
					1QF	Strategic Accounts CT Other
					1QG	Strategic Accounts Eastern CT
					1QH	Energy Efficiency - MA
					1QJ	Energy Efficiency- NH
					243	EE-CL+P Projects
					244	EE-PSNH Projects
					245	EE-WMECO Projects
					246	EE-YG Projects
					255	EE-NSTAR Electric Projects
					269	EE-NSTAR Gas Projects
					322	Meter Reading - CL+P
					323	Field Meter Work - CL+P
					325	Field Meter Work - WMECO
					326	Meter Reading - NSTAR
					327	Field Meter Work - NSTAR
					328	Meter Reading YG
					34H	Bad Debt - CL+P
					354	CG CFI CL+P
					400	CG CFI PSNH
					401	Customer Group Capital Projects- Yankee Gas
					405	CG CFI EMA
					412	EPO + Goodwill NSTAR Gas
					421	Energy Efficiency Other
					432	Cust Resolutions + Reg Compliance
					434	Meter Systems + Data Management
					435	Bill Remit + Printing Dir-Disabled
					437	Energy Efficiency VP
					444	Westwood Call Center
					450	Business Planning
					453	Director + National Accounts
					456	CX Customer Journeys
					482	CL+P Communications
					483	Yankee Communications
					484	PSNH Communications
					485	NSTAR Elec Communications
					486	NSTAR Gas Communications
					526	Credit Plan + Analysis - CL+P Dist
					527	Credit Plan + Analysis - Yankee Gas
					528	Credit Plan + Analysis - PSNH
					529	Credit Plan + Analysis - WMECO
					535	Cred Plan + Analysis Estrn MA Elec
					536	Cred Plan + Analysis Estrn MA Gas
					545	CL+P Govt + Legislative Affairs
					546	Yankee Govt + Legis Affairs
					547	PSNH Govt + Legislative Affairs
					548	NSTAR Elec Govt + Legis Affairs
					549	NSTAR Gas Govt + Legis Affairs
					560	CL+P Reg Affairs + Comm Rel
					561	Yankee Reg Affairs + Comm Rel
					562	PSNH Reg Affairs + Comm Rel
					563	NSTAR Elec Reg Affairs + Comm Rel
					564	NSTAR Gas Reg Affairs + Comm Rel

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Cost Centers Hierarchy

	Code	Description	Code	Description	Cost Center	Description
All Cost Centers	R01	CEO	R54	Customer + Corporate	566	Meter Reading - WMECO
					631	Corp Doc Serv+Bill Print-CL+P Dist
					634	Bad Debt - WMECO
					635	Corp Doc Serv+Bill Print-WMECO Dist
					636	Corp Doc Serv+Bill Print-PSNH Dist
					637	Corp Doc Serv+Bill Print-YG
					638	Corp Doc Serv+Bill Print- NSTAR Gas
					639	Corp Doc Serv+Bill Print-NSTAR Elec
					682	Meter Read NSTAR Admin
					74V	Corp Relations
					75C	Bad Debt - PSNH
					75D	Bad Debt - PSNH-Generation
					778	Reg Affairs + Communications SVP
					7FC	Meter Reading + Field Ops Director
					7MC	Meter Reading - PSNH
					7MW	Field Meter Work - PSNH
					7UF	New Service Support-Disabled
					G71	Bad Debt - Yankee Gas
					N55	Bad Debt - Nstar Electric
					N57	Bad Debt - Nstar Gas
					RDT	Remittance Processing and Bill Print- Svc Co
					5DW	DG WMECO
					098	EPO + Goodwill YG
					04C	CX Foundation
					04M	CX Communications
					04X	CX Employee Engagement
				Enterprise Energy Strat +		
			REE	Bus Dev	012	EESBD EVP
					01D	EESBD Special Projects-WMECO Dist
					01E	EESBD Special Projects-NSTAR Elect
					01J	EESBD Special Projects-Parent Co
					01T	Transmission Prjcts-Disabled
					04F	Business Development
					05X	Strategic Planning + Policy
					13V	Financial Planning Analysis-Disabled
					18D	Transmission Business Development
					A40	EESBD Special Projects-EETV
			W01	Aquarion Water Company	WAQ	Aquarion Water

Accounting Manual

Cost Centers By Entity

Entity	Company	Cost Center	Description
01	Eversource Energy Parent	01J	EESBD Special Projects-Parent Co
		479	General Counsel 1 - EE Parent
05	North Atlantic Energy Corporation	711	Corp Fin + Cash Mgmt - NU Parent
		718	Corp Fin + Cash Mgmt - NAEC
06	PSNH - Distribution	026	Acctg - PSNH Dist
		066	Billing- PSNH
		095	EPO + Goodwill NSTAR NH
		151	NH Mlsc Capital
		160	Eastern Region Operations Mgr
		163	Rev Req - PSNH Dist
		184	Claims + Insurance - PSNH Dist
		1AP	NH Storms - Svc Co
		1WL	NH Veg Mgmt - Reimbursements
		228	Security Capital Projects-PSNH
		237	IT Capital Projects-PSNH Distribution
		244	EE-PSNH Projects
		30P	HR-PSNH
		345	Telecom Eng - PSNH D
		352	NH Meter Lab Charges
		359	Equip - PSNH D
		395	Generation Stores
		398	Central Region Operations Mgr
		3C5	Telecom Eng-PSNH D-Capital
		3E3	Svc Co GIS - PSNH D
		3F3	SS Eng + Design - PSNH D
		400	CG CFI PSNH
		471	General Counsel 1 - PSNH Distr
		484	PSNH Communications
		49A	Administrative Support NH
		509	NH Distribution System Operations
		528	Credit Plan + Analysis - PSNH
		547	PSNH Govt + Legislative Affairs
		562	PSNH Reg Affairs + Comm Rel
		571	IT Bus Sol OPS - PSNH Dist
		585	IT Inf - PSNH Dist
		636	Corp Doc Serv+Bill Print-PSNH Dist
		650	Env Remediation - PSNH
		6CS	NH Field Operations Craft School
		703	Corp Fin + Cash Mgmt - PSNH Dist
		73P	NH Distribution Engineering
		73T	NH Substation Design
		73W	NH Substation Ops Admin
		75C	Bad Debt - PSNH
		770	NH Exec Administration and Admin
772	NH Emergency Preparedness		
773	NH GIS		
774	NH SS Technical		
775	NH System Resiliency		
77D	Prot + Cont Eng		
77G	Env Ops NH		
77K	Transmission System Operations - Distribution		
77P	Maint Support		
77Q	General Construction		
77R	Elec Maintenance		
77S	Communication + Control		

Accounting Manual

Cost Centers By Entity

Entity	Company	Cost Center	Description
06	PSNH - Distribution	77W	NH Safety Charges
		781	NH Meter CFI
		78G	Property Mgmt
		78I	NH Engineering Admin
		78S	NH System Ops Support
		78U	Reliability Enhancement Program
		79D	NH Transformer Install Credits
		79M	PSNH Stores
		7AK	AWC Hillsboro
		7AM	AWC Keene
		7AN	AWC Milford
		7AR	AWC Nashua
		7AT	AWC Newport
		7BK	AWC Derry
		7BM	AWC Epping
		7BN	AWC Hooksett
		7BP	AWC Bedford
		7BR	AWC Portsmouth
		7CK	AWC Chocorua
		7CM	AWC Tilton
		7CR	AWC Rochester
		7CT	AWC Berlin
		7CU	AWC Lancaster
		7D1	Southern Region Operations Mgr
		7D2	Northern Region Operations Mgr
		7D3	Western Region Operations Mgr
		7D4	Operations Support
		7D5	NH Field Operations Admin
		7ED	NH Storms - Non Svc Co
		7F2	Bldg- Bedford AWC
		7F6	Bldg- Central Warehouse Bow
		7F7	Bldg- Chocorua AWC
		7F8	Bldg- Colebrook AWC
		7H1	Bldg- Derry AWC
		7H2	Bldg- Epping AWC
		7H3	Bldg- Hillsboro AWC
		7H4	Bldg- Hooksett AWC
		7H5	Bldg- Hooksett GC+M
		7H6	Bldg- Keene AWC
		7H7	Bldg- Lancaster AWC
		7H8	Bldg- Milford AWC
		7H9	Bldg- N Haverhill AWC
		7K2	Bldg- Nashua AWC
		7K3	Bldg- Newport AWC
		7K4	Bldg- Berlin AWC
		7K5	Pittsfield Traning Center BD
		7K6	Bldg- Portsmouth AWC
		7K7	Bldg- Rochester AWC
		7K8	Bldg- Tilton AWC
		7K9	Bldg- Monadnock AWC
		7MC	Meter Reading - PSNH
		7MW	Field Meter Work - PSNH
		7PC	T+D Rights + Survey - PSNH
		7PD	Sys Pln+Strtgy
		7T9	NH Troubleshooters

Accounting Manual

Cost Centers By Entity

Entity	Company	Cost Center	Description		
06	PSNH - Distribution	7TD	Proj Contractor Services		
		7WA	NH Veg Mgmt - Contractor Costs		
		7XC	NH Elec Training Charges		
		A85	Real Estate- PSNH Distribution		
		B52	Svc Co EP - PSNH D		
		D11	Distributed Generation		
		D64	NH Transportation		
		D65	NH Meter Operations		
		F46	Facility- Capital - PSNH Distribution		
		V01	Transportation capital - NH D		
		03P	Electric Supply - PSNH		
		07	Properties Inc	659	Env Remediation - Properties
				726	Corp Fin + Cash Mgmt - Properties Inc
737	NH-Properties Inc				
C38	Real Estate- Properties Inc				
H01	Facility- Capital - Properties				
11	CL+P - Distribution	009	CT Major Storms - Serv Co		
		033	Acctg - CL+P Dist		
		057	Billing - CL+P		
		068	LREC-ZREC- Energy Supply		
		088	EPO + Goodwill NSTAR CL+P		
		11S	CT Veg Mgmt - Reimbursements		
		11T	Credit + Collections CL+P		
		12B	Load + Settlement		
		140	LREC-ZREC- Accounting		
		147	Revenue Requirements - CL+P Dist		
		153	Dist General Construction		
		154	Station Electricians Other		
		157	Stmf+Grnch Infr		
		159	BCW Stores CLP		
		15B	Equipment Services		
		15C	Dist Design- CL+P		
		15D	Distribution Program Mgmt		
		15E	Street Lighting		
		15G	CT Veg Mgmt - Contractor Costs		
		15H	Sys Ops Mgmt and Other		
		15J	CT Safety Charges		
		15K	Station Ops Mgmt		
		15N	System Grid Management		
		15T	Ct Transp Staff		
		162	Waterbury Stores		
		16C	Dist Eng - Central		
		16E	Dist Eng - Eastern		
		16W	Dist Eng - Western		
		171	Newtown Stores		
		178	Danielson Stores		
		17Q	Distributed Energy Resources		
		180	Claims + Insurance - CL+P Dist		
		185	BCW		
		186	Aerial Dev Fac		
		1CS	CT Field Operations Craft School		
		1SG	Stmf+Grnch Infr-Capital		
		1SR	System Resiliency Proj		
201	Ber Bldg-Union				
204	Portfolio Devel				

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Cost Centers By Entity

Entity	Company	Cost Center	Description
11	CL+P - Distribution	209	CT Meter Operations
		210	Field Operations
		215	CT Response Specialists Lines-Zone5
		216	Response Specialist - West
		217	Response Specialist - East
		218	Engineering- CL+P
		21A	CT Response Specialists Lines-Zone1
		21B	CT Response Specialists Lines-Zone2
		21C	CT Response Specialists Lines-Zone3
		21D	CT Response Specialists Lines-Zone4
		224	Security Capital Projects-CL+P
		235	IT Capital Projects- CL+P Distribution
		239	Assets + Strategy
		23B	CT Distribution SCADA
		23D	Comm Services-CT Dist
		23F	Radio Services
		243	EE-CL+P Projects
		253	Stations FE+Comm
		266	Div Western - Capital only
		284	Norwalk Stores
		286	Greenwch Stores
		292	Madison Stores
		294	E Hamptn Stores
		2A2	UG L N Milford - Inactive
		2A3	UG L Newtown
		2A9	Bldg-Sthrn Reg
		2AA	O HI Waterbury
		2AD	O HI Cheshire
		2AG	O HI Newtown
		2AH	O HI Norwalk
		2AS	Pony Express
		2AT	O HI Grenwch
		2AU	O HI N Milford - Inactive
		2AV	O HI Wilmntc - Inactive
		2AX	Madison Field Operations
		2AY	O HI E Hamptn
		2BB	Tolland Field Operations
		2BC	O HI Danielson
		2BD	Station Ops Waterbury
		2BG	Station Ops Cheshire
		2BH	Station Ops Newtown
		2BT	Station Ops Norwkl
		2BU	Station Ops Greenwich
		2BW	Station Ops Danielson
		2BY	Station Ops Madison
		2CA	Eng Dev Program
		2CB	Station Ops Tolland
		2CE	Bldg-Sthng Cvx
		2CF	CT Emergency Mgt
		2CK	RSAM CL+P - Inactive
		2CR	Reimbursements
		2DH	System Resiliency Project Expense
		2E5	Fld Eng Des Stamford-Disabled
		2EA	Construction West
		2EB	Construction East

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Cost Centers By Entity

Entity	Company	Cost Center	Description
11	CL+P - Distribution	2EC	Bldg-Newtown
		2EJ	Fld Eng Des Torrington-Disabled
		2EK	Construction Central
		2EV	Dist Station Construction
		2FC	Fld Eng Des Madison-Disabled
		2FJ	SOC
		2FV	Env Ops CT
		2GE	Sys Res + Strat
		2GH	Bldgs-Bristol
		2GR	Bldg-Thompsonville
		2GU	Bldg-Danielson
		2GV	Bldg-Easthampton
		2GX	Bldg-So Windsor
		2GY	Bldg-Greenwich
		2HA	Bldg-Winsted
		2HB	Bldg-Madison
		2HC	Bldg-Wilton
		2HE	Bldg-New Britain
		2HF	Bldg-New Milford
		2HG	Bldg-Norwalk
		2HH	Bldg-Oxford
		2HU	Bldg-Tolland
		2HV	Bldg-Waterbury
		2HW	Bldg-Willimantic
		2JA	Bldg-New London
		2JB	Bldg-Torrington
		2JC	Bldg-Stamford
		2JD	Bldg-Cheshire
		2JN	Bldg-Centr'l Reg
		2JP	Bldg-Eastrn Reg
		2JR	Bldg-Westrn-Reg
		2MG	O HI Falls Vill
		2MN	CT Minor Storms
		2MS	Field Svc - Inactive
		2NB	Ug L E Hampton
		2ND	Fld Eng Des New London-Disabled
		2NF	O HI Middltwn - Inactive
		2NH	Station Ops East Hampton
		2NJ	Fld Eng Des Middletown-Disabled
		2NP	O HI Htfd
		2NR	Ug L Hartford
		2NT	Station Ops Hartford
		2NV	Fld Eng Des Htfd-Disabled
		2PA	O HI Simsbury
		2PC	Station Ops Simsbury
		2PD	Fld Eng Des Simsbury-Disabled
		2PE	Dist Spec Proj - Inactive
		2PL	Bldg-Plainfield
		2PN	CT Operations - General
		2PY	Simsbury Stores
		2RA	Div Eastern - Capital only
		2RE	Hartford Stores
		2RF	Middtown Stores
		2RM	CST Sch Clp Dst - Inactive
		2T3	CT Elec Training Charges

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Cost Centers By Entity

Entity	Company	Cost Center	Description
11	CL+P - Distribution	2YA	Win Bldg-Union
		2YB	Bldg-Sheldon St
		2YC	Bldgs-Simsbury
		2YD	Bldg-Middletown
		301	Construction Eng East-Disabled
		30C	HR-CL+P
		316	Fld Eng Des Waterbury-Disabled
		319	Fld Eng Des Cheshire-Disabled
		320	Fld Eng Des Newtown-Disabled
		321	Fld Eng Des Norwalk-Disabled
		322	Meter Reading - CL+P
		323	Field Meter Work - CL+P
		324	Fld Eng Des Danielson-Disabled
		329	Fld Eng Des Tolland-Disabled
		332	Ug L Waterbury
		335	Ug L Cheshire
		337	Ug L Norwalk
		342	Tolland Stores
		343	Telecom Eng - CL+P D
		34H	Bad Debt - CL+P
		34X	CT Major Storms
		351	CT Meter Lab + Rubber Goods
		354	CG CFI CL+P
		355	Construction Eng West-Disabled
		3BA	System Eng-Disabled
		3BF	Div Central - Capital only
		3C3	Telecom Eng-CL+P D-Capital
		3CH	TS- Cheshire
		3CK	Distribution Test Central-Disabled
		3CL	Distribution Test Eastern-Disabled
		3CM	Distribution Test Western-Disabled
		3DN	TS- Danielson-Disabled
		3E1	Svc Co GIS - CL+P D
		3F1	SS Eng + Design - CL+P D
		3G1	Dist Eng + Design - CL+P D
		3H2	O HI New London
		3H3	Ug L New London
		3H4	Station Ops New London
		3HA	N London Stores
		3HB	Torr FV Stores
		3HC	Stamford Stores
		3HM	TS- East Hampton-Disabled
		3HT	TS- Hartford-Disabled
		3JC	Field Engineering-CT Distribution
		3K1	Substation Tech Eng - CT D
		3MA	TS- Madison-Disabled
		3N2	O HI Torrington
		3N3	Ug L Torrington
		3N4	Station Ops Torrington
		3NE	TS- Newtown
		3NL	TS- New London-Disabled
		3NR	TS- Norwalk
		3PA	3rd Party Attach
		3PC	Sys Proj Admin - Inactive
		3SM	TS- Simsbury

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Cost Centers By Entity

Entity	Company	Cost Center	Description		
11	CL+P - Distribution	3ST	TS- Stamford		
		3TG	TS- Toringtn		
		3TL	TS- Tolland-Disabled		
		3W2	O HI Stamford		
		3W3	Ug L Stamford		
		3W4	Station Ops Stamford		
		3WR	TS- Wtrbry		
		403	CT Meter CFI		
		408	Response Specialist Ops - Other		
		409	Response Specialist Ops Mgmt		
		411	CT Transformer CFI		
		465	Cheshire Stores		
		466	N Milfrd Stores		
		469	General Counsel 1 - CL+P Distr		
		481	Bldg-Falls Village		
		482	CL+P Communications		
		496	Bldg-E Windsor		
		49C	CL+P GIS Mapping		
		49M	CBYD		
		49N	Admin - CT		
		4AP	Resource Plng		
		4JK	D Mat Acq CL+P		
		4MM	UG L Simsbury		
		526	Credit Plan + Analysis - CL+P Dist		
		545	CL+P Govt + Legislative Affairs		
		560	CL+P Reg Affairs + Comm Rel		
		581	IT Inf - CL+P Dist		
		631	Corp Doc Serv+Bill Print-CL+P Dist		
		646	Env Remediation - CL+P Distribution		
		701	Corp Fin + Cash Mgmt - CL+P Dist		
		A63	Real Estate- CL+P Distribution		
		B50	Svc Co EP - CL+P D		
		C08	T+D Rights + Survey - CL+P Distribution		
		F11	Pole Inspect - Inactive		
		F13	Facility- Capital - CL+P Distribution		
		N31	Materials - CL+P		
		V04	Transportation capital - CT D		
		1GW	Grid Mod CT		
		1T	CL+P - Transmission	023	CONVEX CL+P IT
				037	Acctg - CL+P Trans
073	Transmission Billing - CL+P Trans				
181	Claims + Insurance - CL+P Trans				
18A	Trans Share BCW				
18B	Trans Whse				
18C	CL+P GBRY Trans Maint				
1G1	Svc Co GIS CT T				
1T6	Proj Svc + Dftg- CL+P				
1TL	Tran Ln + Civ Eng - CL+P				
1TM	Siting- CL+P				
1TN	T Operations- CL+P				
1TQ	Tg Prot + Cntrl- CL+P				
1TY	Interconnect- CL+P				
267	TG CT Veg Mgmt - Contractor Costs				
2A4	Misc Transmission- CL+P				
2FA	CT Transmission Lines				

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Cost Centers By Entity

Entity	Company	Cost Center	Description		
1T	CL+P - Transmission	347	Telecom Eng - CL+P T		
		35A	CT Trans Rubber Goods		
		365	IT Capital Projects- CL+P Transmission		
		3CC	Comm Svcs - CT Trans		
		3F4	SS Eng + Design - CL+P T		
		3G3	Dist Eng + Design - CL+P T		
		3K3	Substation Tech Eng - CT T		
		3TR	Field Operations Transmission		
		470	General Counsel 1 - CL+P Trans		
		492	Transmission Station Norwalk		
		493	Transmission Station Central		
		494	T Spare Parts WH		
		497	Transmission Station Eastern		
		49X	System Operations Transmission		
		49Y	Transmission Station Support		
		4AE	Transmission Test Eastern-Disabled		
		4AL	CT Field Engineering Test		
		4L9	Lebanon Trans		
		4N9	Norwalk Trans		
		4S9	SWindsor Trans		
		4W9	Waterbury Trans		
		582	IT Inf - CL+P Trans		
		647	Env Remediation - CL+P Transmission		
		702	Corp Fin + Cash Mgmt - CL+P Trans		
		7AH	Tran Matr Hndl		
		A64	Real Estate- CL+P Transmission		
		B16	Strat + Ops - CL+P		
		B20	CONVEX CL+P T		
		B23	Proj Eng Maint - CL+P		
		C03	T+D Rights + Survey - CL+P Transmission		
		F14	Facility- Capital - CL+P Transmission		
		N40	CT Veg Mgmt T Charges-Disabled		
		P1T	Proj Mgt-CT		
		V05	Transportation capital - CT T		
		490	Admin - CL+P Trans		
		21	NSTAR Electric - Distrib	01E	EESBD Special Projects-NSTAR Elect
				04E	Acctg - NSTAR Electric
				063	Billing- NSTAR Electric
				077	Cape + Islands Facil - NSTAR Elec
				078	Facilities Substations- NSTAR Elec
097	EPO + Goodwill NSTAR				
120	NSTAR Comm - Operations				
127	HEEC - Operations				
166	Rev Req - NSTAR Dist				
173	New Bedford Electric -NSTAR Elec				
175	Carver Road + Wareham-NSTAR Elec				
176	Yarmouth Facilities - NSTAR Elec				
192	Claims + Insurance - NSTAR Dist				
1G2	Svc Co GIS MA East				
208	Materials - NSTAR Electric				
230	Security Capital Projects- NSTAR Electric				
240	IT Capital Projects- NSTAR Electric				
255	EE-NSTAR Electric Projects				
297	Mass Ave Warehouse + Dist -NSTAR Elect				
30N	HR-NSTAR Elec				

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Cost Centers By Entity

Entity	Company	Cost Center	Description
21	NSTAR Electric - Distrib	318	NSTAR Transmission Allocation
		326	Meter Reading - NSTAR
		327	Field Meter Work - NSTAR
		338	MA E Meter Lab + Rubber Goods
		339	MA E Elec Safety Charges
		38H	Hyde Park Facilities - Electric
		38N	Southboro - NSTAR Elec
		38P	Plymouth Facilities - Electric
		392	Worcester Facility-NSTAR Elec
		405	CG CFI EMA
		430	Inventory Mgmt Admin-NSTAR Electric
		439	NSTAR CIP
		467	Yarmouth Warehouse and Distribution
		475	General Counsel 1 - NSTAR Electric
		485	NSTAR Elec Communications
		51C	Telecom Eng-NSTAR-Capital
		535	Cred Plan + Analysis Estrn MA Elec
		548	NSTAR Elec Govt + Legis Affairs
		563	NSTAR Elec Reg Affairs + Comm Rel
		594	Walpole Facilities - NSTAR Electric
		597	Mass Ave Facilities - NSTAR Elec
		599	Waltham Facilities - NSTAR Electric
		639	Corp Doc Serv+Bill Print-NSTAR Elec
		654	Env Remediation - NSTAR
		691	Admin - MA East
		709	Corp Fin + Cash Mgmt - NSTAR Elec D
		A43	NSTAR T Ops
		A44	Bus Planning
		A45	Interconnect-NSTAR
		A46	Interconnection Srvcs
		B09	Real Estate- NSTAR Electric
		B21	MA East NERC Compliance
		B22	Strat + Ops - NSTAR
		B26	Proj Eng Maint - NSTAR
		B53	Svc Co EP - NSTAR D
		C11	T+D Rights + Survey - NSTAR Electric
		E04	Opera Services Adjustments
		E05	MA Field Training + Apprenticeshp
		E06	MA E Meter Operations
		E07	Fleet Services Admin-MA E Elec
		E08	Fleet Billing
		E09	MA E Meter CFI
		E10	MA Operations Business Integration
		E13	Substation + Engineering Director
		E14	Substation Design Engineering
		E15	Substation Technical
		E16	OH Trans Lines Engineering
		E17	System Contral + Protect Eng
		E18	Systems Planning
		E19	Nerc Compliance
		E20	Engineering Adjustments
		E21	Communication Engineering
		E23	Distribution Engineering East Director
		E24	Operations Records
		E25	Rts Permits + Public Works

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Cost Centers By Entity

Entity	Company	Cost Center	Description
21	NSTAR Electric - Distrib	E26	Distribution Engineering Central
		E28	System Perform + Reliability
		E29	Distribution Engineering South
		E32	Schdlg + Cntrct Services
		E33	Conduit+Dig Safe
		E34	Integrated Planning + Schdlg
		E35	Trans MA-E Projects
		E36	Field Transmission
		E38	Elect M+C South Director
		E39	Elect M+C New Bedford
		E40	Elect M+C Plymouth
		E41	Elect M+C Yarmouth
		E43	Elect M+C Mass Ave
		E44	Elect M+C-Somerville
		E45	Elect M+C Hyde Park
		E47	Elect M+C Metro-West Director
		E48	Elect M+C Southboro
		E49	Elect M+C Waltham
		E4T	Underground Transmission Maintenance
		E50	Elect M+C-Walpole
		E52	MA Elec Station Operations Director
		E53	Field Engineering
		E54	Field Communications
		E55	MA Electric Station Ops-South
		E56	MA Electric Station Ops-Metro West
		E57	MA Electric Station Ops-Central
		E58	Central Shop
		E60	CT and MA Elec System Operations VP
		E61	21-Emergency Prep
		E62	Transmission Business Strategy
		E64	MA Power Systems Operations
		E65	MA Electric Service Director
		E66	MA Electric Service-South
		E67	MA Electric Service Dispatch-Nrth
		E68	MA Bulk Power Systems
		E69	MA Electric Service Field-North
		E71	Voltage Program
		E72	Manhole Program
		E73	Double Pole Program
		E74	21-MA Electric President
		E75	21-MA Engineering VP and admin
		E76	21-VP Electric Field Ops
		E77	MA Field Operations Craft School
		E78	Misc Adjustments + Capitalization
		E80	21-MA Electric Storms - Non Svc Co
		E81	21-MA Electric Storms - Svc Co
		E82	Elect M+C Marthas Vineyard
		E83	MA East Transformer CFI
		E84	DPU Program--Non-Pam Benefits
		E85	Distribution Engineering Metro West
		E88	Dir Field Eng-Comm + Pwr Systems
		E89	Strategy + Performance EMass
		E92	Engineering Special Projects
		E97	Small NCC Jobs
		E9M	Major Distribution Projects

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Cost Centers By Entity

Entity	Company	Cost Center	Description
21	NSTAR Electric - Distrib	F48	Facility- Capital - NSTAR Electric
		H34	Southboro Meter + Serv Supp- NSTAR Elec
		N44	MA E Veg Mgmt - Contractor Costs
		N45	TG MA E Veg Mgmt - Contractor Costs
		N51	Telecom Eng - NSTAR
		N55	Bad Debt - Nstar Electric
		N60	MA E Training - D Charges
		P21	Proj Mgt-MA E
		V08	Transportation capital - MA E D
		V09	Transportation capital - MA E T
		E98	Grid Mod East
22	Select Energy Inc	341	Select
		715	Corp Fin + Cash Mgmt - Select
2B	Hopkinton LNG Corp	196	Claims + Insurance - Hopkinton
		330	Hopkinton LNG Corp
		47F	General Counsel 1 - Hopkinton
		H90	Acushnet Lng 2B
2C	NSTAR Communications Inc	12S	NSTAR Communications
		197	Claims + Insurance - NSTAR Comm
		47A	General Counsel 1 - NSTAR Comm
2G	Harbor Electric Energy Company	198	Claims + Insurance - Harbor Elec
		340	Harbor Electric Energy Corporation
2T	NSTAR Electric-Trans	076	Transmission Billing - NSTAR Trans
		369	IT Capital Projects- NSTAR Transmission
		656	Env Remediation - NSTAR Transmission
		B10	Real Estate- NSTAR Transmission
		F43	Facility- Capital - NSTAR Transmission
2Y	NSTAR Gas Company	039	Field Meter Work- NSTAR Gas
		04G	Acctg - NSTAR Gas
		064	Billing- NSTAR Gas
		167	Rev Req - NSTAR Gas
		174	New Bedford Gas NSTAR Gas
		193	Claims + Insurance - NSTAR Gas
		231	Security Capital Projects- NSTAR Gas
		241	IT Capital Projects- NSTAR Gas
		269	EE-NSTAR Gas Projects
		30G	HR-NSTAR Gas
		361	MA E Gas Safety charges
		393	Worcester Facility-NSTAR Gas
		412	EPO + Goodwill NSTAR Gas
		461	Inventory Management Admin-NSTAR Gas
		476	General Counsel 1 - NSTAR Gas
		486	NSTAR Gas Communications
		52C	Telecom Eng-NSTAR Gas-Capital
		536	Cred Plan + Analysis Estrn MA Gas
		549	NSTAR Gas Govt + Legis Affairs
		564	NSTAR Gas Reg Affairs + Comm Rel
		598	Take Stations - NSTAR Gas
		59N	Southboro Facilities-NSTAR Gas
		638	Corp Doc Serv+Bill Print- NSTAR Gas
		655	Env Remediation - NSTAR Gas
		710	Corp Fin + Cash Mgmt - NSTAR Gas
		B13	Real Estate- NSTAR Gas
		G01	Gas Pres Admin
		G1C	Corr Control-MA

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Cost Centers By Entity

Entity	Company	Cost Center	Description
2Y	NSTAR Gas Company	G50	MA E Gas Charges
		H02	NSTAR HHPP Service Revenues
		H04	NSTAR Exec Admin
		H06	Damage Prevention - MA
		H07	Worcester Operations
		H09	Southboro Operations
		H11	Somerville Operations
		H13	Hyde Park Operations
		H15	Plymouth Operations
		H16	Sales Fulfillment MA
		H17	New Bedford Operations
		H18	Leak Mgmt - MA
		H19	ATM CFI
		H21	Gas Construction Ma
		H22	Gas Construction MA East
		H23	Facility- Capital - NSTAR Gas
		H24	Const Prog + Proj Mgt MA
		H25	Pressure Mgmt-MA
		H27	Meter Test Lab-MA
		H29	Gas Dispatch-MA
		H31	Gas Meter CFI
		H35	Worcester Meter + Service
		H37	Southboro Meter + Serv
		H39	Somerville Meter + Service
		H40	NSTAR Gas sales
		H41	Hyde Park Meter + Service
		H42	Sales Operation MA
		H43	Plymouth Meter + Service
		H44	Work Prep MA
		H45	New Bedford Meter + Service
		H49	VP Gas Sales + Marketing
		H50	Gas Ops Direct Charges
		H55	Fleet Services Admin MA E Gas
		H87	Plan + Sched
		H89	Acushnet Lng
		H91	Gas Engineering - MA
		H93	Gas Control - MA
		H94	Gas Eut
		H95	Compliance - MA
		N52	Telecom Eng - NSTAR Gas
		N57	Bad Debt - Nstar Gas
V91	Transportation capital - MA E GAS		
31P	Pension Service		
41	WMECO - Distribution	01D	EESBD Special Projects-WMECO Dist
		036	MA W Training Charges
		040	Acctg - WMECO Dist
		091	EPO + Goodwill NSTAR WMECO
		131	CG CFI WMECO
		165	Rev Req - WMECO Dist
		182	Claims + Insurance - WMECO Dist
		1AW	41-MA Electric Storms-Svc Co
		1WI	MA W Veg Mgmt - Reimbursements
		227	Security Capital Projects- WMECO
		236	IT Capital Projects- WMECO Distribution
		245	EE-WMECO Projects

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Cost Centers By Entity

Entity	Company	Cost Center	Description
41	WMECO - Distribution	30W	HR-WMECO
		325	Field Meter Work - WMECO
		344	Telecom Eng - WMECO D
		350	Telecom Eng - WMECO G
		353	MA W Meter Lab + Rubber Goods
		356	Comm Services - WMECO Dist
		358	Equip - WMECO D
		3C4	Telecom Eng-WMECO D-Capital
		3C7	Telecom Eng-WMECO G-Capital
		3E2	Svc Co GIS - WMECO D
		3F2	SS Eng + Design - WMECO D
		3F7	SS Eng + Design - WMECO G
		3G2	Dist Eng + Design - WMECO D
		3K2	Substation Tech Eng - MA D
		473	General Counsel 1 - WMECO Distr
		4CS	W MA Field Operations Craft School
		500	41-MA Electric President
		505	Elect M+C West Director
		507	Field Engineering-MA W Distribution
		50A	Distribution Engineering West Director
		50B	41-VP Electric Field Ops
		50C	West Distributed Generation
		50E	Engineering
		50G	PREV MAINT West
		50H	Pr Line Crew
		50M	MA W Safety Charges
		50T	Elect Service West TS
		50W	Wrk Planning
		512	Garages MA W
		513	E Sprgfd Stores
		516	Had Grfd Stores
		519	Pittsfdl Stores
		520	Substations West
		523	41-Emergency Prep
		524	MA W Meter Operations
		529	Credit Plan + Analysis - WMECO
		52E	41-MA Engineering VP and Admin
		530	MA W Meter CFI
		531	Ops CTR West
		532	System Engineering West
		533	41-Transformer Credits
		534	D Adm Sprngfld
		53V	Voltage+Pole Inspections - MA West
		540	D Admhadley
		543	D Admpttsfld
		552	Bldg-Greenfield
		554	Bldg-Brush Hill
		555	Bldg-Springfield
		556	Bldg-Pittsfield
		559	Bldg-Federal St
		566	Meter Reading - WMECO
		583	IT Inf - WMECO Dist
		591	Gen Constr West
		5DS	Dig Safe Mass West
		5SU	41- MA Solar

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Cost Centers By Entity

Entity	Company	Cost Center	Description		
41	WMECO - Distribution	607	Bldg-Amherst		
		608	Bldg-Easthamptn		
		609	Bldg-Cumtn-Hunt		
		611	O HI Sprngfld		
		612	U GI Sprngfld		
		613	Admin - MA West		
		614	O HI Grenfld		
		615	Bldg-Hadley		
		616	New Svc Spfld		
		617	O HI Pttsfld		
		619	New Svc Ptsfld		
		621	O HI Hadley		
		624	New Svc Hadly		
		626	Env Ops MA		
		634	Bad Debt - WMECO		
		635	Corp Doc Serv+Bill Print-WMECO Dist		
		648	Env Remediation - WMECO		
		64M	41-Area Storms		
		64N	41-MA Electric Storms-Non Svc Co		
		6AC	D Mat Acq WMECO		
		6AD	MA W Veg Mgmt - Contractor Costs		
		706	Corp Fin + Cash Mgmt - WMECO Dist		
		A83	Real Estate- WMECO Distribution		
		B51	Svc Co EP - WMECO D		
		C04	T+D Rights + Survey - WMECO Distribution		
		F45	Facility- Capital - WMECO Distribution		
		V06	Transportation capital - MA W D		
		5DW	DG WMECO		
		5GW	Grid Mod West		
		46	The Rocky River Realty Company	199	Claims + Insurance - Rocky River
				23A	Security Capital Projects-RRR
				2YE	Rocky River Windsor Rent
				47B	General Counsel 1 - RRR
658	Env Remediation - RRR				
719	Corp Fin + Cash Mgmt - RRR				
C06	Real Estate- RRR				
N65	Facility- Capital - RRR				
4T	WMECO - Transmission	041	Acctg - WMECO Trans		
		075	Transmission Billing - WMECO Trans		
		183	Claims + Insurance - WMECO Trans		
		1G4	Svc Co GIS MA West T		
		348	Telecom Eng - WMECO T		
		35B	MA W Trans Rubber Goods		
		35T	Equip - WMECO T		
		366	IT Capital Projects- WMECO Transmission		
		3CW	Comm Svcs - WMECO Trans		
		3F5	SS Eng + Design - WMECO T		
		3G4	Dist Eng + Design - WMECO T		
		3K4	Substation Tech Eng - MA T		
		474	General Counsel 1 - WMECO Trans		
		4TL	Tran Ln + Civ Eng- WMECO		
		4TQ	Tg Prot + Cntrl- WMECO		
		4TY	Interconnect- WMECO		
		55W	Misc Transmission- WMECO		
		584	IT Inf - WMECO Trans		

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Cost Centers By Entity

Entity	Company	Cost Center	Description		
4T	WMECO - Transmission	590	Trans C+M Wm		
		596	T Mat Acq-WME		
		649	Env Remediation - WMECO Transmission		
		64G	Tg S S Ct+M West		
		64H	WMA Field Engineering Test		
		64K	TG MA W Veg Mgmt - Contractor Costs		
		707	Corp Fin + Cash Mgmt - WMECO Trans		
		A84	Real Estate- WMECO Transmission		
		B18	Strat + Ops - WMECO		
		B24	Proj Eng Maint - WMECO		
		C05	T+D Rights + Survey - WMECO Transmission		
		F44	Facility- Capital - WMECO Transmission		
		P4T	Proj Mgt-MA W		
		V07	Transportation capital - MA T		
		623	Admin - MA West Trans		
		61	Eversource Energy Service	001	CEO VP
				002	Transmission President
004	CFO EVP				
008	IT Tech - Network				
010	Trans NH Projects				
012	EESBD EVP				
015	Treasury VP				
017	Sys Transportation				
018	Convex				
01A	IT Bus Sol OPS - BSM				
01B	Real Estate + Property Mgmt Director				
01C	Real Estate - Svc Co				
01F	Stations FE+Comm T+D 61				
01G	CT Electric Field Ops T+D 61				
01H	CT T+D Station Ops Mgmt 61				
01P	Facilities Cap Projects				
01Y	Convex IT				
025	Accounting - Svc Co				
028	Budgeting + Financial Analysis				
02C	Procurement - Major Projects				
02F	Procurement-Field Services				
02I	Materials - Svc Co				
02K	IT Gov - QA				
02M	IT Gov - Supplier Mgmt				
02P	Procurement - Shared Services				
02R	Fuel Purchasing				
02S	Procurement - Material + Equipment				
02T	Transmission Lines Mgmt 61				
02U	Svc Co Vehicle Support				
02Z	IT Bus Sol OPS - SCADA				
030	IAS - Audit				
034	CT + MA W Elec Training				
03B	IAS - Security				
03C	Credit Call Center				
03D	Accounting VP				
03E	HR Operations + Service Delivery				
03S	Benefits Strategy				
03U	Compensation				
03V	Credit + Collections Director				
03X	Electric Supply- Svc Co				

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Cost Centers By Entity

Entity	Company	Cost Center	Description
61	Eversource Energy Service	044	Human Resources EVP
		048	Berlin Bldgs
		049	Repro Mail Svcs
		04D	Stations +Trans Line Eng VP
		04F	Business Development
		052	Claims + Insurance - Svc Co
		053	Government + Legislative Affairs
		054	Media Relations
		056	General Counsel - 1- Svc Co
		05B	CT Dist SCADA
		05D	CT Telecom Services
		05E	CT Radio Services
		05F	Corp Fin + Cash Mgmt - Svc Co
		05I	Transmission Rates + Rev Req
		05L	Investor Relations VP
		05R	Call Center Director
		05T	Transmission Billing- Svc Co
		05W	Federal Legislative Affairs
		05X	Strategic Planning + Policy
		062	Taxes
		06E	Employee + Labor Relations
		06F	3333 Building
		06L	IT Customer- BSM
		06S	Rates
		071	IT VP
		07D	Environmental Remediation
		07F	Fleet Services-Service Company
		07U	Diversity + Inclusion + Ethics
		07V	Env Compliance and Performance
		07Z	Vp Utility Svcs
		081	Customer Group SVP
		085	Electric Service Support - EMA
		086	Electric Service Support - NH
		089	Meter Planning and Strategy-61
		08C	Telephone Strategy and Support
		08D	Digital Strategy
		08E	Customer Engagement + Communications
		08F	Revenue Assurance
		08M	Meter Specialists
		08R	Energy Efficiency - CT
		08V	TG Veg Mgmt - Employee Costs
		08X	Electric Service Support - CT + WM
		08Y	Distributed Generation + Director
		08Z	Em Prep Sys Res
		090	Business Change Support
		093	Compliance
		096	Proj Svc + Dftg
		09D	T+D Rights + Survey - Svc Co
		09M	Customer Operations VP
		09N	General Counsel - 2
		09Z	Cust Experience Design + Training
		100	Tran Ln + Civ Eng
		102	Environmental Field Response Svc Co
		103	Substa Eng + Des
		104	Call Center Workforce Planning

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Cost Centers By Entity

Entity	Company	Cost Center	Description
61	Eversource Energy Service	106	Corporate Secretary + Legal
		107	Dist Eng + Design-Disabled
		110	Billing + Data Management
		114	Regulatory Affairs
		118	Director Billing Pay + Meter Srv
		11B	Credit Planning and Analysis-Svc Co
		11C	Call Center Ops support
		11D	Billing- Svc Co
		11F	Manchester Call Center
		11K	Credit and Collection Operations
		11P	IT S+C - Security + Compliance
		11R	CT Veg Mgmt - Employee Costs
		11V	Budgets + Invest Plan - CT
		11W	MA Credit + Collect
		121	Windsor Bldg
		122	Director Substation Engineering
		124	Work Management
		125	Financial Planning + Analysis VP
		12E	System Safety
		12H	Org + Talent Development
		12M	Corp Perf Mgmt
		12N	VP CT Engineering
		12P	Process Improvement
		12Q	Distr Enginerng
		12T	Project Controls
		12U	Reliability Complnce
		12X	Windsor Call Center
		12Y	Trans Interconnections
		130	Supply Chn + Env Affs + Prop Mgmt - VP
		133	IT Corp - BSM
		136	Facility Operations MGR
		13J	Project Solutions
		13L	Budgets + Invest Plan
		13N	Telecom Eng
		13P	SS Eng Des-Disabled
		13S	T+D Engineering Ops Support
		13U	Financial Forecasting + Analysis
		143	Revenue Req CT - Svc Co
		145	Revenue Req MA - Svc Co
		146	Rev + Reg Accounting-Svc Co
		14A	Corporate Relations EVP
		14B	Corporate Communications
		14C	Strategic Communications VP
		14N	Trans CT + MA-W Projects
		14P	Budgets + Invest Plan - MA
		14Q	Tg Prot + Cntrl
		14T	Cust Strategy + Chg Integration Dir
		14V	HR Consulting
		152	Revenue Req NH-Svc Co
		15F	Central Maintenance Services
		17B	Budgets + Invest Plan - NH
		17C	Community Relations
		18T	Field Engineering Test
		194	Claims + Insurance - GSCOH
		19C	CT Field Communications

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Cost Centers By Entity

Entity	Company	Cost Center	Description
61	Eversource Energy Service	1AB	Investment Mgmt
		1AC	NHcallctrfacil
		1AD	Facil55Wbrook
		1AF	Gas Training Support
		1AG	Compliance-Training
		1AH	Transmission System Operations - Svc Co Charges
		1BD	Transmission Business Development
		1BP	System Ops Training + Procedures
		1BQ	NH Exec Administration - Svc Co
		1BT	Budgets + Invest Plan - Trans
		1CC	Trans Cap Prgm + Cst Estm
		1CE	Qual Config CTL
		1CL	CT Trans Civ Eng
		1CM	Gas Control Room Mgmt
		1CP	Director Project Mgt
		1CR	Licensing + Permitting
		1CU	Customer Engagement
		1CV	Convex NU South
		1CX	Prgmgt Complex Projects
		1DC	Director - Construction
		1DE	Director-Engineering
		1DM	Director - Maintenance
		1DP	Director - Planning + Scheduling
		1DS	Manager Telecom Strategy + Eng
		1DT	Director Transmission Operations
		1EB	Business Continuity and Threat Assessment
		1EC	Er Coordin-Disable
		1EM	Emergency Prep
		1EP	SVP Grid Mod and Emer Prep
		1ER	Gas Emergency Prep
		1FE	Regulatory Policy FERC
		1FS	Gas Field Sales
		1GA	Prgmgt GSEP + ARP
		1GC	Mang Gas Control
		1GE	Svc Co GIS Mapping
		1GM	CT-MA Grid Management
		1GP	Gas Policy and Compliance
		1GR	Prgmgt Growth+Expn
		1GS	Gas Supply
		1HB	56 Prospect Hartford
		1HQ	Nrthrn Pass Proj
		1KE	Substation Tech Eng
		1LG	Legal Administration
		1LK	Manager Leak+Corosn
		1LM	Director-Leak Mgt-Press Mgt-DmgPrev
		1LN	Manager LNG
		1MA	MA Elec Field Ops-Svc Co
		1MB	MA SOC Director-Svc Co
		1MD	MA Stations Director-Svc Co
		1ME	MA Elec System Ops VP-Svc Co
		1MF	MA FE+C Director-Svc Co
		1MG	Gas GIS + Records
		1MP	MA Emergency Prep-Svc Co
		1MS	Director - Meter Services
		1MV	MA Engineering VP-Svc Co

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Cost Centers By Entity

Entity	Company	Cost Center	Description
61	Eversource Energy Service	1MW	MA Dist Engin West Director-Svc Co
		1PC	Procurement - Strategy + Performance
		1PD	Fin Redesign+Fin Reporting
		1PE	Gas Project Engineering
		1PM	VP Proj Mgmt
		1QB	BCW Stores Svc Co
		1QC	MA Ops Support
		1QD	Account Executives - MA
		1QE	Account Executives - NH + WME
		1QF	Strategic Accounts CT Other
		1QG	Strategic Accounts Eastern CT
		1QH	Energy Efficiency - MA
		1QJ	Energy Efficiency- NH
		1QK	GBU President
		1QL	Gas Operations Support
		1QM	GBU Dir Sales + Mktg
		1QN	Service Dispatch-Mgr
		1QP	Gas System Operations Director
		1QR	QA and QC
		1QT	Budgets + Invest Plan - Gas
		1RK	Gas Risk Mgmt + Inv Strategy
		1RM	Enterprise Risk Management
		1SC	Sales Ops + Compliance
		1SE	System Expansion Prg
		1SN	Ne E+W Solution
		1SP	Gas System Planning
		1SS	Gas Strategic Sales
		1TA	Trans Gp Operations
		1TB	Transmission Mgmt-Disabled
		1TC	Tg Engineering
		1TD	Substation Automation
		1TE	Trans Nu Mthd Pgm
		1TF	Asset Management
		1TH	Muni Rel Siting+Permit
		1TJ	CT + MA-W Cnst Mgt
		1TK	Siting + Cnst Svcs
		1TP	Transmission Projects Eng
		1TR	ISO Policy + Econ Analysis
		1TS	VP ISO Policy + Siting + Compliance
		1TW	Trans Work Mgmt
		1TX	VP Tran Performance
		1WA	CT Safety
		1WC	Meter Lab-61
		1WD	MA W Safety
		1WE	MA W Veg Mgmt - Employee Costs
		1WF	NH Safety
		1WG	NH Elec Training
		1WH	Gas Training- Svc Co
		1WJ	CT Gas Safety
		1WK	NH Veg Mgmt - Employee Costs
		1XD	CAO EVP
		232	Security Capital Projects- Svc Co
		242	IT Capital Projects- Svc Co
		250	Procurement Director
		258	Material Logistics Director

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Cost Centers By Entity

Entity	Company	Cost Center	Description
61	Eversource Energy Service	295	Walpole Warehouse and Distribution
		296	Mass Ave Trucking Warehouse and Dist
		298	New Bedford Warehouse and Distribution
		371	Carver Road + Wareham- Svc Co
		372	Facilities Substations- Svc Co
		373	New Bedford Electric- Svc Co
		374	New Bedford Gas- Svc Co
		375	Plymouth Facilities
		376	Yarmouth Facilities- Svc Co
		377	Oak Bluffs
		379	Mailroom
		380	Summit
		381	Facilities - Prudential
		383	Somerville Facilities
		384	Mass Ave Facilities- Svc Co
		385	Hyde Park Facilities
		387	Southboro Facilities
		388	Take Stations- Svc Co
		389	Waltham Facilities- Svc Co
		390	Walpole Facilities- Svc Co
		391	Worcester Facility-Svc Co
		3C2	Telecom Eng-Svc Co-Capital
		421	Energy Efficiency Other
		427	Inventory Management Admin-Svc Co
		429	Mass Ave Warehouse and Distrib - Svc Co
		432	Cust Resolutions + Reg Compliance
		434	Meter Systems + Data Management
		437	Energy Efficiency VP
		438	Reliability Implementation
		441	Rates + Reg Requirements VP
		443	Energy Supply VP
		444	Westwood Call Center
		446	Environmental Affairs director
		448	Board of Trustees
		450	Business Planning
		453	Director + National Accounts
		456	CX Customer Journeys
		458	Waltham Warehouse and Distribution
		459	Plymouth Warehouse and Distribution
		460	M1 - Distribution and Warehousing
		463	Southboro Warehouse and Distribution
		464	Somerville Warehouse and Distribution
		46N	Yarmouth Warehouse and Dist - Svc Co
		4CL	MA Trans Civ Eng
		4PC	MA Trans Prot+Cntrl
		4T3	MA Trans SS Eng-Des
		4T6	MA Trans Proj Svc+Dftg
		4TP	MA Trans Proj Eng
		595	Oprtonl Engrng
		657	Env Remediation - Svc Co
		661	IT Corp - Supply
		662	IT Corp- Enterprise
		663	IT Corp- HR + Finance
		664	IT Bus Sol OPS - Svc Co
		666	IT Customer- EE

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Cost Centers By Entity

Entity	Company	Cost Center	Description		
61	Eversource Energy Service	667	IT Customer - Billing		
		668	IT Customer - Metering		
		669	IT Customer - Call Center		
		671	IT Bus Sol OPS - GIS		
		672	IT Bus Sol OPS - Field Force		
		673	IT Bus Sol OPS - Work + Asset Mgmt		
		674	IT Bus Sol OPS - EMS		
		676	IT Gov - PRJ		
		677	IT Gov - Arch		
		678	IT Inf - Cloud		
		679	IT Inf - Operation		
		680	IT Inf - Projects + Strategy		
		682	Meter Read NSTAR Admin		
		6NH	Sys Plan NH		
		6NM	Sys Plan NH-EMA		
		74V	Corp Relations		
		778	Reg Affairs + Communications SVP		
		7FC	Meter Reading + Field Ops Director		
		B15	Trans System Planning		
		C02	Exec VP and COO		
		C07	VP Operations Business Process Imp		
		C09	CT MA Electric President		
		C12	Plan Sched and Contract Services		
		E86	Fleet Services Admin-Svc Co		
		E87	Director Grid Modernization		
		G03	VP Gas Eng		
		G06	Damage Prevention - Manager		
		H36	LNG - HOPCo Project		
		H38	LNG - Manager		
		H79	Facility- Capital - Svc Co		
		N29	MA E Safety		
		N33	Dir Vegetation Mgmt		
		N37	MA E Veg Mgmt - Employee Costs		
		N39	TG MA E Veg Mgmt - Employee Costs		
		N59	MA E Elec Training		
		RDT	Remittance Processing and Bill Print- Svc Co		
		1EG	SVP - Engineering		
		04C	CX Foundation		
		04M	CX Communications		
		04X	CX Employee Engagement		
		07C	Scheduling + Contract Mgmt		
		1NA	Director Transmission NERC Audit		
		683	IT Inf - Architecture		
		6F	PSNH - Generation	031	Acctg - PSNH Gen
				164	Rev Req - PSNH Gen
				189	Claims + Insurance - PSNH Gen
				30F	HR-PSNH Gen
368	IT Capital Projects-PSNH Generation				
414	MK Operation				
415	MK Planning				
416	MK Coal Handling				
417	MK Chemical				
418	MK Instrument				
419	MK Electrical				
420	MK Mechanical				

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Cost Centers By Entity

Entity	Company	Cost Center	Description		
6F	PSNH - Generation	477	General Counsel 1 - PSNH Generation		
		652	Env Remediation - PSNH Generation		
		704	Corp Fin + Cash Mgmt - PSNH Gen		
		75D	Bad Debt - PSNH-Generation		
		760	Generation Admin		
		761	MK Admin		
		762	Schiller Station		
		763	Newington Station		
		764	Generation Maint		
		767	Hydro		
		78P	Prop Mgmt-Gen		
		7GR	T+D Rights + Survey - PSNH Generation		
		A87	Real Estate- PSNH Generation		
		F50	Facility- Capital - PSNH Generation		
		V03	Transportation capital - NH G		
		6T	PSNH - Transmission	032	Acctg - PSNH Trans
				074	Transmission Billing - PSNH Trans
				190	Claims + Insurance - PSNH Trans
				1G6	Svc Co GIS NH T
				349	Telecom Eng - PSNH T
367	IT Capital Projects-PSNH Transmission				
394	Transmission System Operations - Transmission				
3F6	SS Eng + Design - PSNH T				
3G5	Dist Eng + Design - PSNH T				
472	General Counsel 1 - PSNH Trans				
572	IT Bus Sol OPS - PSNH Trans				
586	IT Inf - PSNH Trans				
651	Env Remediation - PSNH Transmission				
6TL	NH Trans Line Eng				
6TY	Interconnect- PSNH				
705	Corp Fin + Cash Mgmt - PSNH Trans				
771	Misc Transmission- PSNH				
77X	NH Transm Automation				
78B	Trans NH + MA-E Cnst Mgt				
78C	NH Transm Prot+Cont Eng				
78Q	Prop Mgmt-Trans				
78T	NH Transm Substation Design				
78V	NH Transm SS Maint + Const				
78W	NH Transm Test				
78Z	TG NH Veg Mgmt - Contractor Costs				
79K	Tg PSNH Engring				
79S	PSNH T Stores				
79Z	TG NH Mgr CT+M				
7R1	T+D Rights+Survey - PSNH Transmission				
A86	Real Estate- PSNH Transmission				
B19	Strat + Ops - PSNH				
B25	Proj Eng Maint - PSNH				
F49	Facility- Capital - PSNH Transmission				
P6T	Proj Mgt-NH				
V02	Transportation capital - NH T				
49B	Administrative Support - PSNH Trans				
70	Yankee Energy System Inc	317	Yankee Parent Cost Center		
		47G	General Counsel 1 - Yankee Parent		
71	Yankee Gas Services Comp	712	Corp Fin + Cash Mgmt - YES Inc		
		042	Acctg - Yankee		

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Cost Centers By Entity

Entity	Company	Cost Center	Description
71	Yankee Gas Services Comp	11G	Credit + Collections YG
		148	Revenue Requirements - Yankee
		191	Claims + Insurance - Yankee Gas
		229	Security Capital Projects- Yankee Gas
		238	IT Capital Projects- Yankee Gas
		246	EE-YG Projects
		30Y	HR-Yankee Gas
		328	Meter Reading YG
		346	Telecom Eng - Yankee Gas
		357	Comm Services - Yankee Gas
		3C6	Telecom Eng-Yankee Gas-Capital
		3E4	Svc Co GIS - Yankee Gas
		401	Customer Group Capital Projects- Yankee Gas
		478	General Counsel 1 - Yankee Gas
		483	Yankee Communications
		527	Credit Plan + Analysis - Yankee Gas
		546	Yankee Govt + Legis Affairs
		561	Yankee Reg Affairs + Comm Rel
		573	IT Bus Sol OPS - YG
		587	IT Inf - Yankee Gas
		637	Corp Doc Serv+Bill Print-YG
		653	Env Remediation - Yankee Gas
		708	Corp Fin + Cash Mgmt - Yankee Gas
		B05	Real Estate- Yankee Gas
		C10	T+D Rights + Survey - Yankee Gas
		F47	Facility- Capital - Yankee Gas
		G02	Gas Expansion
		G07	Damage Prevention - CT
		G10	Pressure Mngmnt
		G11	Instrumentation
		G12	Gas Control - CT
		G13	LNG - CT
		G16	Sales Fulfillment CT
		G18	YG Construction
		G19	Leak Mgmt - CT
		G20	Maintenance - CT - Other-Disabledd
		G21	Plan + Schedule - CT
		G22	Corr Control-CT
		G23	Norwalk Ops
		G24	Newtown Ops
		G25	Waterbury Gas Ops
		G26	Meriden Gas Ops
		G27	E Windsor Ops
		G28	Wtrfrd Danel
		G29	Welding - CT
		G2A	Ansonia Ops
		G2C	YG Const-Western
		G2E	YG Const-Eastern
		G2T	Torrington Gas Ops
		G2W	YG Const Southern
		G2X	YG Constr Proj
		G30	Yankee Gas Stores
		G31	Gas Meter CFI CT
		G32	Gas Dispatch-CT
		G33	Norwalk M+S

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Cost Centers By Entity

Entity	Company	Cost Center	Description
71	Yankee Gas Services Comp	G34	Newtown M+S
		G35	Waterbury M+S
		G36	Meriden M+S
		G37	E Windsor M+S
		G38	Waterford Meter Service
		G39	Service Contracts
		G3A	Shelton Meter Service
		G3C	YG Mtr+Service Mgr
		G3D	Danielson Meter Service
		G3T	Torrington M+S
		G44	Work Prep CT
		G46	Gas Engineering - CT
		G47	Mapping
		G49	CT Gas Training Charges
		G55	Meter Test Lab - CT
		G56	Collectors
		G5A	Yankee Gas Safety Charges
		G71	Bad Debt - Yankee Gas
		G74	Sales + Mktg
		G75	Marketing
		G76	Sales Operation CT
		G7D	Mgr YG Sales
		G85	YG Garage
		G87	BCW Yankee Gas Share
		G91	Const Prog + Proj Mgt CT
		G9A	YG Gate Reg St9
		G9B	YG Propane Plnt
		G9C	YG Danielson
		G9D	Cooper Merid
		G9E	YG Waterford
		G9F	YG Torrington
		G9G	YG East Winds
		G9H	YG Waterbury
		G9J	Bldg-YG LNG Fac
		G9K	YG Norwalk
		G9L	YG Danbury
GAL	YG Ansonia		
V90	Transportation capital - YGAS		
098	EPO + Goodwill YG		
74	Yankee Energy Financial Services Company	47H	General Counsel 1 - Yankee Financial
		723	Corp Fin + Cash Mgmt - YEFSC
		HDD	Yankee Financial
75	Yankee Energy Services Company	722	Corp Fin + Cash Mgmt - YESC
		G1	HWP Company
G1	HWP Company	660	Env Remediation - HWP
		720	Corp Fin + Cash Mgmt - HWP
		C39	Real Estate- HWP
		H03	Facility- Capital - HWP
		331	NU Generation
G3	Northeast Generation Services Company	716	Corp Fin + Cash Mgmt - NGS
		H1	Eversource Energy Transmission Ventures Inc
H1	Eversource Energy Transmission Ventures Inc	47C	General Counsel 1 - EETV
		713	Corp Fin + Cash Mgmt - NUTV
		A40	EESBD Special Projects-EETV
H2	Northern Pass Transmission LLC	47D	General Counsel 1 - NPT
		724	Corp Fin + Cash Mgmt - No Pass Tran
		A41	Northern Pass- H2

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Cost Centers By Entity

Entity	Company	Cost Center	Description
H3	Renewable Properties Inc	47E	General Counsel 1 - Renew Properties
		714	Corp Fin + Cash Mgmt - Ren Prop Inc
		A42	Renewable Prop
H4	Eversource Gas Transmission LLC	1AN	Access Northeast Project
H5	Eversource LNG Service Company LLC	LNG	ANE - Acushnet LNG Facility
H7	Eversource Gas Transmission II LLC	1AM	Algonquin Incremental Market Proj
J2	Eversource Investment LLC	1BS	Bay State Wind Project
		NWE	Northeast Wind Energy
J4	Eversource Investment Service Company	BSW	BSW Project
KK	North Atlantic Energy Service Corporation	721	Corp Fin + Cash Mgmt - NAESCO
		187	Claims + Insurance - NAESCO
LT	Eversource Energy Land Trust	LT1	NU Landtrust
M1	Mode 1 Communications Inc	725	Corp Fin + Cash Mgmt - Mode 1
NF	Eversource Energy Foundation Inc	727	Corp Fin + Cash Mgmt - NU Found
		NF1	NU Foundation
X1	NU Enterprises Inc	069	NUEI Parent
		717	Corp Fin + Cash Mgmt - NUEI
X5	NGS Sub Inc	333	E S Boulos
XB	IP Strategy LLC	8XB	IP Strategy LLC CS
All	Various	000	Default
		14I	Rocky River Rents
		300	Dist Sp Constr - Inactive
		303	Benefits
		304	Incentives
		305	Accounting Adjustments and Reserves
		306	Regulatory Items
		307	Capitalization
		308	Eliminations
		309	Intercompany Billing
		310	Miscellaneous Other
		ZLO	Acct Use only-Do not use-Lobby Cir
		ZNP	Acct Use only- Do not use-NP Time
		ZST	Acct use only-Do not use-Stores Clr
		ZVE	Acct use only-Do not use-Veh Clr

**Accounting Manual**

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Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
000	Default	04X	CX Employee Engagement
001	CEO VP	052	Claims + Insurance - Svc Co
002	Transmission President	053	Government + Legislative Affairs
004	CFO EVP	054	Media Relations
008	IT Tech - Network	056	General Counsel - 1- Svc Co
009	CT Major Storms - Serv Co	057	Billing - CL+P
010	Trans NH Projects	05B	CT Dist SCADA
012	EESBD EVP	05D	CT Telecom Services
015	Treasury VP	05E	CT Radio Services
017	Sys Transportation	05F	Corp Fin + Cash Mgmt - Svc Co
018	Convex	05I	Transmission Rates + Rev Req
01A	IT Bus Sol OPS - BSM	05L	Investor Relations VP
01B	Real Estate + Property Mgmt Director	05R	Call Center Director
01C	Real Estate - Svc Co	05T	Transmission Billing- Svc Co
01D	EESBD Special Projects-WMECO Dist	05W	Federal Legislative Affairs
01E	EESBD Special Projects-NSTAR Elect	05X	Strategic Planning + Policy
01F	Stations FE+Comm T+D 61	062	Taxes
01G	CT Electric Field Ops T+D 61	063	Billing- NSTAR Electric
01H	CT T+D Station Ops Mgmt 61	064	Billing- NSTAR Gas
01J	EESBD Special Projects-Parent Co	066	Billing- PSNH
01P	Facilities Cap Projects	068	LREC-ZREC- Energy Supply
01Y	Convex IT	069	NUEI Parent
023	CONVEX CL+P IT	06E	Employee + Labor Relations
025	Accounting - Svc Co	06F	3333 Building
026	Acctg - PSNH Dist	06L	IT Customer- BSM
028	Budgeting + Financial Analysis	06S	Rates
02C	Procurement - Major Projects	071	IT VP
02F	Procurement-Field Services	073	Transmission Billing - CL+P Trans
02I	Materials - Svc Co	074	Transmission Billing - PSNH Trans
02K	IT Gov - QA	075	Transmission Billing - WMECO Trans
02M	IT Gov - Supplier Mgmt	076	Transmission Billing - NSTAR Trans
02P	Procurement - Shared Services	077	Cape + Islands Facil - NSTAR Elec
02R	Fuel Purchasing	078	Facilities Substations- NSTAR Elec
025	Procurement - Material + Equipment	07C	Scheduling + Contract Mgmt
02T	Transmission Lines Mgmt 61	07D	Environmental Remediation
02U	Svc Co Vehicle Support	07F	Fleet Services-Service Company
02Z	IT Bus Sol OPS - SCADA	07U	Diversity + Inclusion + Ethics
030	IAS - Audit	07V	Env Compliance and Performance
031	Acctg - PSNH Gen	07Z	Vp Utility Svcs
032	Acctg - PSNH Trans	081	Customer Group SVP
033	Acctg - CL+P Dist	085	Electric Service Support - EMA
034	CT + MA W Elec Training	086	Electric Service Support - NH
036	MA W Training Charges	088	EPO + Goodwill NSTAR CL+P
037	Acctg - CL+P Trans	089	Meter Planning and Strategy-61
039	Field Meter Work- NSTAR Gas	08C	Telephone Strategy and Support
03B	IAS - Security	08D	Digital Strategy
03C	Credit Call Center	08E	Customer Engagement + Communications
03D	Accounting VP	08F	Revenue Assurance
03E	HR Operations + Service Delivery	08M	Meter Specialists
03P	Electric Supply - PSNH	08R	Energy Efficiency - CT
03S	Benefits Strategy	08V	TG Veg Mgmt - Employee Costs
03U	Compensation	08X	Electric Service Support - CT + WM
03V	Credit + Collections Director	08Y	Distributed Generation + Director
03X	Electric Supply- Svc Co	08Z	Em Prep Sys Res
040	Acctg - WMECO Dist	090	Business Change Support
041	Acctg - WMECO Trans	091	EPO + Goodwill NSTAR WMECO
042	Acctg - Yankee	093	Compliance
044	Human Resources EVP	095	EPO + Goodwill NSTAR NH
048	Berlin Bldgs	096	Proj Svc + Dftg
049	Repro Mail Svcs	097	EPO + Goodwill NSTAR
04C	CX Foundation	098	EPO + Goodwill YG
04D	Stations +Trans Line Eng VP	09D	T+D Rights + Survey - Svc Co
04E	Acctg - NSTAR Electric	09M	Customer Operations VP
04F	Business Development	09N	General Counsel - 2
04G	Acctg - NSTAR Gas	09Z	Cust Experience Design + Training
04M	CX Communications	100	Tran Ln + Civ Eng

Accounting Manual

Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
102	Environmental Field Response Svc Co	154	Station Electricians Other
103	Substa Eng + Des	157	Stmf+Grnch Infr
104	Call Center Workforce Planning	159	BCW Stores CLP
106	Corporate Secretary + Legal	15B	Equipment Services
107	Dist Eng + Design-Disabled	15C	Dist Design- CL+P
110	Billing + Data Management	15D	Distribution Program Mgmt
114	Regulatory Affairs	15E	Street Lighting
118	Director Billing Pay + Meter Srv	15F	Central Maintenance Services
11B	Credit Planning and Analysis-Svc Co	15G	CT Veg Mgmt - Contractor Costs
11C	Call Center Ops support	15H	Sys Ops Mgmt and Other
11D	Billing- Svc Co	15J	CT Safety Charges
11F	Manchester Call Center	15K	Station Ops Mgmt
11G	Credit + Collections YG	15N	System Grid Management
11K	Credit and Collection Operations	15T	Ct Transp Staff
11P	IT S+C - Security + Compliance	160	Eastern Region Operations Mgr
11R	CT Veg Mgmt - Employee Costs	162	Waterbury Stores
11S	CT Veg Mgmt - Reimbursements	163	Rev Req - PSNH Dist
11T	Credit + Collections CL+P	164	Rev Req - PSNH Gen
11V	Budgets + Invest Plan - CT	165	Rev Req - WMECO Dist
11W	MA Credit + Collect	166	Rev Req - NSTAR Dist
120	NSTAR Comm - Operations	167	Rev Req - NSTAR Gas
121	Windsor Bldg	16C	Dist Eng - Central
122	Director Substation Engineering	16E	Dist Eng - Eastern
124	Work Management	16W	Dist Eng - Western
125	Financial Planning + Analysis VP	171	Newtown Stores
127	HEEC - Operations	173	New Bedford Electric -NSTAR Elec
12B	Load + Settlement	174	New Bedford Gas NSTAR Gas
12E	System Safety	175	Carver Road + Wareham-NSTAR Elec
12H	Org + Talent Development	176	Yarmouth Facilities - NSTAR Elec
12M	Corp Perf Mgmt	178	Danielson Stores
12N	VP CT Engineering	17B	Budgets + Invest Plan - NH
12P	Process Improvement	17C	Community Relations
12Q	Distr Enginerng	17Q	Distributed Energy Resources
12S	NSTAR Communications	180	Claims + Insurance - CL+P Dist
12T	Project Controls	181	Claims + Insurance - CL+P Trans
12U	Reliability Complnce	182	Claims + Insurance - WMECO Dist
12X	Windsor Call Center	183	Claims + Insurance - WMECO Trans
12Y	Trans Interconnections	184	Claims + Insurance - PSNH Dist
130	Supply Chn + Env Affs + Prop Mgmt - VP	185	BCW
131	CG CFI WMECO	186	Aerial Dev Fac
133	IT Corp - BSM	187	Claims + Insurance - NAESCO
136	Facility Operations MGR	189	Claims + Insurance - PSNH Gen
13J	Project Solutions	18A	Trans Share BCW
13L	Budgets + Invest Plan	18B	Trans Whse
13N	Telecom Eng	18C	CL+P GBRY Trans Maint
13P	SS Eng Des-Disabled	18T	Field Engineering Test
13S	T+D Engineering Ops Support	190	Claims + Insurance - PSNH Trans
13U	Financial Forecasting + Analysis	191	Claims + Insurance - Yankee Gas
140	LREC-ZREC- Accounting	192	Claims + Insurance - NSTAR Dist
143	Revenue Req CT - Svc Co	193	Claims + Insurance - NSTAR Gas
145	Revenue Req MA - Svc Co	194	Claims + Insurance - GSCOH
146	Rev + Reg Accounting-Svc Co	196	Claims + Insurance - Hopkinton
147	Revenue Requirements - CL+P Dist	197	Claims + Insurance - NSTAR Comm
148	Revenue Requirements - Yankee	198	Claims + Insurance - Harbor Elec
14A	Corporate Relations EVP	199	Claims + Insurance - Rocky River
14B	Corporate Communications	19C	CT Field Communications
14C	Strategic Communications VP	1AB	Investment Mgmt
14I	Rocky River Rents	1AC	NHcallctrfacil
14N	Trans CT + MA-W Projects	1AD	Facil55Wbrook
14P	Budgets + Invest Plan - MA	1AF	Gas Training Support
14Q	Tg Prot + Cntrl	1AG	Compliance-Training
14T	Cust Strategy + Chg Integration Dir	1AH	Transmission System Operations - Svc Co Charges
14V	HR Consulting	1AM	Algonquin Incremental Market Proj
151	NH Misc Capital	1AN	Access Northeast Project
152	Revenue Req NH-Svc Co	1AP	NH Storms - Svc Co
153	Dist General Construction	1AW	41-MA Electric Storms-Svc Co

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Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
1BD	Transmission Business Development	1QE	Account Executives - NH + WME
1BP	System Ops Training + Procedures	1QF	Strategic Accounts CT Other
1BQ	NH Exec Administration - Svc Co	1QG	Strategic Accounts Eastern CT
1BS	Bay State Wind Project	1QH	Energy Efficiency - MA
1BT	Budgets + Invest Plan - Trans	1QJ	Energy Efficiency- NH
1CC	Trans Cap Prgm + Cst Estm	1QK	GBU President
1CE	Qual Config CTL	1QL	Gas Operations Support
1CL	CT Trans Civ Eng	1QM	GBU Dir Sales + Mktg
1CM	Gas Control Room Mgmt	1QN	Service Dispatch-Mgr
1CP	Director Project Mgt	1QP	Gas System Operations Director
1CR	Licensing + Permitting	1QR	QA and QC
1CS	CT Field Operations Craft School	1QT	Budgets + Invest Plan - Gas
1CU	Customer Engagement	1RK	Gas Risk Mgmt + Inv Strategy
1CV	Convex NU South	1RM	Enterprise Risk Management
1CX	Prgmgt Complex Projects	1SC	Sales Ops + Compliance
1DC	Director - Construction	1SE	System Expansion Prg
1DE	Director-Engineering	1SG	Stmf+Grnch Infr-Capital
1DM	Director - Maintenance	1SN	Ne E+W Solutio
1DP	Director - Planning + Scheduling	1SP	Gas System Planning
1DS	Manager Telecom Strategy + Eng	1SR	System Resiliency Proj
1DT	Director Transmission Operations	1SS	Gas Strategic Sales
1EB	Business Continuity and Threat Assessment	1T6	Proj Svc + Dftg- CL+P
1EC	Er Coordin-Disable	1TA	Trans Gp Operations
1EG	SVP - Engineering	1TB	Transmission Mgmt-Disabled
1EM	Emergency Prep	1TC	Tg Engineering
1EP	SVP Grid Mod and Emer Prep	1TD	Substation Automation
1ER	Gas Emergency Prep	1TE	Trans Nu Mthd Pgm
1FE	Regulatory Policy FERC	1TF	Asset Management
1FS	Gas Field Sales	1TH	Muni Rel Siting+Permit
1G1	Svc Co GIS CT T	1TJ	CT + MA-W Cnst Mgt
1G2	Svc Co GIS MA East	1TK	Siting + Cnst Svcs
1G4	Svc Co GIS MA West T	1TL	Tran Ln + Civ Eng - CL+P
1G6	Svc Co GIS NH T	1TM	Siting- CL+P
1GA	Prgmgt GSEP + ARP	1TN	T Operations- CL+P
1GC	Mang Gas Control	1TP	Transmission Projects Eng
1GE	Svc Co GIS Mapping	1TQ	Tg Prot + Cntrl- CL+P
1GM	CT-MA Grid Management	1TR	ISO Policy + Econ Analysis
1GP	Gas Policy and Compliance	1TS	VP ISO Policy + Siting + Compliance
1GR	Prgmgt Growth+Expn	1TW	Trans Work Mgmt
1GS	Gas Supply	1TX	VP Tran Performance
1GW	Grid Mod CT	1TY	Interconnect- CL+P
1HB	56 Prospect Hartford	1WA	CT Safety
1HQ	Nrthrn Pass Proj	1WC	Meter Lab-61
1KE	Substation Tech Eng	1WD	MA W Safety
1LG	Legal Administration	1WE	MA W Veg Mgmt - Employee Costs
1LK	Manager Leak+Corosn	1WF	NH Safety
1LM	Director-Leak Mgt-Press Mgt-DmgPrev	1WG	NH Elec Training
1LN	Manager LNG	1WH	Gas Training- Svc Co
1MA	MA Elec Field Ops-Svc Co	1WI	MA W Veg Mgmt - Reimbursements
1MB	MA SOC Director-Svc Co	1WJ	CT Gas Safety
1MD	MA Stations Director-Svc Co	1WK	NH Veg Mgmt - Employee Costs
1ME	MA Elec System Ops VP-Svc Co	1WL	NH Veg Mgmt - Reimbursements
1MF	MA FE+C Director-Svc Co	1XD	CAO EVP
1MG	Gas GIS + Records	201	Ber Bldg-Union
1MP	MA Emergency Prep-Svc Co	204	Portfolio Devel
1MS	Director - Meter Services	208	Materials - NSTAR Electric
1MV	MA Engineering VP-Svc Co	209	CT Meter Operations
1MW	MA Dist Engin West Director-Svc Co	210	Field Operations
1NA	Director Transmission NERC Audit	215	CT Response Specialists Lines-Zone5
1PC	Procurement - Strategy + Performance	216	Response Specialist - West
1PD	Fin Redesign+Fin Reporting	217	Response Specialist - East
1PE	Gas Project Engineering	218	Engineering- CL+P
1PM	VP Proj Mgmt	21A	CT Response Specialists Lines-Zone1
1QB	BCW Stores Svc Co	21B	CT Response Specialists Lines-Zone2
1QC	MA Ops Support	21C	CT Response Specialists Lines-Zone3
1QD	Account Executives - MA	21D	CT Response Specialists Lines-Zone4

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Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
224	Security Capital Projects-CL+P	2CR	Reimbursements
227	Security Capital Projects- WMECO	2DH	System Resiliency Project Expense
228	Security Capital Projects-PSNH	2E5	Fld Eng Des Stamford-Disabled
229	Security Capital Projects- Yankee Gas	2EA	Construction West
230	Security Capital Projects- NSTAR Electric	2EB	Construction East
231	Security Capital Projects- NSTAR Gas	2EC	Bldg-Newtown
232	Security Capital Projects- Svc Co	2EJ	Fld Eng Des Torrington-Disabled
235	IT Capital Projects- CL+P Distribution	2EK	Construction Central
236	IT Capital Projects- WMECO Distribution	2EV	Dist Station Construction
237	IT Capital Projects-PSNH Distribution	2FA	CT Transmission Lines
238	IT Capital Projects- Yankee Gas	2FC	Fld Eng Des Madison-Disabled
239	Assets + Strategy	2FJ	SOC
23A	Security Capital Projects-RRR	2FV	Env Ops CT
23B	CT Distribution SCADA	2GE	Sys Res + Strat
23D	Comm Services-CT Dist	2GH	Bldgs-Bristol
23F	Radio Services	2GR	Bldg-Thompsonville
240	IT Capital Projects- NSTAR Electric	2GU	Bldg-Danielson
241	IT Capital Projects- NSTAR Gas	2GV	Bldg-Easthampton
242	IT Capital Projects- Svc Co	2GX	Bldg-So Windsor
243	EE-CL+P Projects	2GY	Bldg-Greenwich
244	EE-PSNH Projects	2HA	Bldg-Winsted
245	EE-WMECO Projects	2HB	Bldg-Madison
246	EE-YG Projects	2HC	Bldg-Wilton
250	Procurement Director	2HE	Bldg-New Britain
253	Stations FE+Comm	2HF	Bldg-New Milford
255	EE-NSTAR Electric Projects	2HG	Bldg-Norwalk
258	Material Logistics Director	2HH	Bldg-Oxford
266	Div Western - Capital only	2HU	Bldg-Tolland
267	TG CT Veg Mgmt - Contractor Costs	2HV	Bldg-Waterbury
269	EE-NSTAR Gas Projects	2HW	Bldg-Willimantic
284	Norwalk Stores	2JA	Bldg-New London
286	Greenwch Stores	2JB	Bldg-Torrington
292	Madison Stores	2JC	Bldg-Stamford
294	E Hamptn Stores	2JD	Bldg-Cheshire
295	Walpole Warehouse and Distribution	2JN	Bldg-Centr Reg
296	Mass Ave Trucking Warehouse and Dist	2JP	Bldg-Eastrn Reg
297	Mass Ave Warehouse + Dist -NSTAR Elect	2JR	Bldg-Westrn-Reg
298	New Bedford Warehouse and Distribution	2MG	O HI Falls Vill
2A2	UG L N Milford - Inactive	2MN	CT Minor Storms
2A3	UG L Newtown	2MS	Field Svc - Inactive
2A4	Misc Transmission- CL+P	2NB	Ug L E Hampton
2A9	Bldg-Sthrn Reg	2ND	Fld Eng Des New London-Disabled
2AA	O HI Waterbury	2NF	O HI Middltn - Inactive
2AD	O HI Cheshire	2NH	Station Ops East Hampton
2AG	O HI Newtown	2NJ	Fld Eng Des Middletown-Disabled
2AH	O HI Norwalk	2NP	O HI Httfd
2AS	Pony Express	2NR	Ug L Hartford
2AT	O HI Grenwch	2NT	Station Ops Hartford
2AU	O HI N Milford - Inactive	2NV	Fld Eng Des Httfd-Disabled
2AV	O HI Wilmntc - Inactive	2PA	O HI Simsbury
2AX	Madison Field Operations	2PC	Station Ops Simsbury
2AY	O HI E Hamptn	2PD	Fld Eng Des Simsbury-Disabled
2BB	Tolland Field Operations	2PE	Dist Spec Proj - Inactive
2BC	O HI Danielson	2PL	Bldg-Plainfield
2BD	Station Ops Waterbury	2PN	CT Operations - General
2BG	Station Ops Cheshire	2PY	Simsbury Stores
2BH	Station Ops Newtown	2RA	Div Eastern - Capital only
2BT	Station Ops Norwkl	2RE	Hartford Stores
2BU	Station Ops Greenwich	2RF	Midtown Stores
2BW	Station Ops Danielson	2RM	CST Sch Clp Dst - Inactive
2BY	Station Ops Madison	2T3	CT Elec Training Charges
2CA	Eng Dev Program	2YA	Win Bldg-Union
2CB	Station Ops Tolland	2YB	Bldg-Sheldon St
2CE	Bldg-Sthng Cvx	2YC	Bldgs-Simsbury
2CF	CT Emergency Mgt	2YD	Bldg-Middletown
2CK	RSAM CL+P - Inactive	2YE	Rocky River Windsor Rent

Accounting Manual

Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
300	Dist Sp Constr - Inactive	365	IT Capital Projects- CL+P Transmission
301	Construction Eng East-Disabled	366	IT Capital Projects- WMECO Transmission
303	Benefits	367	IT Capital Projects-PSNH Transmission
304	Incentives	368	IT Capital Projects-PSNH Generation
305	Accounting Adjustments and Reserves	369	IT Capital Projects- NSTAR Transmission
306	Regulatory Items	371	Carver Road + Wareham- Svc Co
307	Capitalization	372	Facilities Substations- Svc Co
308	Eliminations	373	New Bedford Electric- Svc Co
309	Intercompany Billing	374	New Bedford Gas- Svc Co
30C	HR-CL+P	375	Plymouth Facilities
30F	HR-PSNH Gen	376	Yarmouth Facilities- Svc Co
30G	HR-NSTAR Gas	377	Oak Bluffs
30N	HR-NSTAR Elec	379	Mailroom
30P	HR-PSNH	380	Summit
30W	HR-WMECO	381	Facilities - Prudential
30Y	HR-Yankee Gas	383	Somerville Facilities
310	Miscellaneous Other	384	Mass Ave Facilities- Svc Co
316	Fld Eng Des Waterbury-Disabled	385	Hyde Park Facilities
317	Yankee Parent Cost Center	387	Southboro Facilities
318	NSTAR Transmission Allocation	388	Take Stations- Svc Co
319	Fld Eng Des Cheshire-Disabled	389	Waltham Facilities- Svc Co
31P	Pension Service	38H	Hyde Park Facilities - Electric
320	Fld Eng Des Newtown-Disabled	38N	Southboro - NSTAR Elec
321	Fld Eng Des Norwalk-Disabled	38P	Plymouth Facilities - Electric
322	Meter Reading - CL+P	390	Walpole Facilities- Svc Co
323	Field Meter Work - CL+P	391	Worcester Facility-Svc Co
324	Fld Eng Des Danielson-Disabled	392	Worcester Facility-NSTAR Elec
325	Field Meter Work - WMECO	393	Worcester Facility-NSTAR Gas
326	Meter Reading - NSTAR	394	Transmission System Operations - Transmission
327	Field Meter Work - NSTAR	395	Generation Stores
328	Meter Reading YG	398	Central Region Operations Mgr
329	Fld Eng Des Tolland-Disabled	3BA	System Eng-Disabled
330	Hopkinton LNG Corp	3BF	Div Central - Capital only
331	NU Generation	3C2	Telecom Eng-Svc Co-Capital
332	Ug L Waterbury	3C3	Telecom Eng-CL+P D-Capital
333	E S Boulous	3C4	Telecom Eng-WMECO D-Capital
335	Ug L Cheshire	3C5	Telecom Eng-PSNH D-Capital
337	Ug L Norwalk	3C6	Telecom Eng-Yankee Gas-Capital
338	MA E Meter Lab + Rubber Goods	3C7	Telecom Eng-WMECO G-Capital
339	MA E Elec Safety Charges	3CC	Comm Svcs - CT Trans
340	Harbor Electric Energy Corporation	3CH	TS- Cheshire
341	Select	3CK	Distribution Test Central-Disabled
342	Tolland Stores	3CL	Distribution Test Eastern-Disabled
343	Telecom Eng - CL+P D	3CM	Distribution Test Western-Disabled
344	Telecom Eng - WMECO D	3CW	Comm Svcs - WMECO Trans
345	Telecom Eng - PSNH D	3DN	TS- Danielson-Disabled
346	Telecom Eng - Yankee Gas	3E1	Svc Co GIS - CL+P D
347	Telecom Eng - CL+P T	3E2	Svc Co GIS - WMECO D
348	Telecom Eng - WMECO T	3E3	Svc Co GIS - PSNH D
349	Telecom Eng - PSNH T	3E4	Svc Co GIS - Yankee Gas
34H	Bad Debt - CL+P	3F1	SS Eng + Design - CL+P D
34X	CT Major Storms	3F2	SS Eng + Design - WMECO D
350	Telecom Eng - WMECO G	3F3	SS Eng + Design - PSNH D
351	CT Meter Lab + Rubber Goods	3F4	SS Eng + Design - CL+P T
352	NH Meter Lab Charges	3F5	SS Eng + Design - WMECO T
353	MA W Meter Lab + Rubber Goods	3F6	SS Eng + Design - PSNH T
354	CG CFI CL+P	3F7	SS Eng + Design - WMECO G
355	Construction Eng West-Disabled	3G1	Dist Eng + Design - CL+P D
356	Comm Services - WMECO Dist	3G2	Dist Eng + Design - WMECO D
357	Comm Services - Yankee Gas	3G3	Dist Eng + Design - CL+P T
358	Equip - WMECO D	3G4	Dist Eng + Design - WMECO T
359	Equip - PSNH D	3G5	Dist Eng + Design - PSNH T
35A	CT Trans Rubber Goods	3H2	O HI New London
35B	MA W Trans Rubber Goods	3H3	Ug L New London
35T	Equip - WMECO T	3H4	Station Ops New London
361	MA E Gas Safety charges	3HA	N London Stores

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Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
3HB	Torr FV Stores	466	N Milfrd Stores
3HC	Stamford Stores	467	Yarmouth Warehouse and Distribution
3HM	TS- East Hampton-Disabled	469	General Counsel 1 - CL+P Distr
3HT	TS- Hartford-Disabled	46N	Yarmouth Warehouse and Dist - Svc Co
3JC	Field Engineering-CT Distribution	470	General Counsel 1 - CL+P Trans
3K1	Substation Tech Eng - CT D	471	General Counsel 1 - PSNH Distr
3K2	Substation Tech Eng - MA D	472	General Counsel 1 - PSNH Trans
3K3	Substation Tech Eng - CT T	473	General Counsel 1 - WMECO Distr
3K4	Substation Tech Eng - MA T	474	General Counsel 1 - WMECO Trans
3MA	TS- Madison-Disabled	475	General Counsel 1 - NSTAR Electric
3N2	O HI Torrington	476	General Counsel 1 - NSTAR Gas
3N3	Ug L Torrington	477	General Counsel 1 - PSNH Generation
3N4	Station Ops Torrington	478	General Counsel 1 - Yankee Gas
3NE	TS- Newtown	479	General Counsel 1 - EE Parent
3NL	TS- New London-Disabled	47A	General Counsel 1 - NSTAR Comm
3NR	TS- Norwalk	47B	General Counsel 1 - RRR
3PA	3rd Party Attach	47C	General Counsel 1 - EETV
3PC	Sys Proj Admin - Inactive	47D	General Counsel 1 - NPT
3SM	TS- Simsbury	47E	General Counsel 1 - Renew Properties
3ST	TS- Stamford	47F	General Counsel 1 - Hopkinton
3TG	TS- Toringtn	47G	General Counsel 1 - Yankee Parent
3TL	TS- Tolland-Disabled	47H	General Counsel 1 - Yankee Financial
3TR	Field Operations Transmission	481	Bldg-Falls Village
3W2	O HI Stamford	482	CL+P Communications
3W3	Ug L Stamford	483	Yankee Communications
3W4	Station Ops Stamford	484	PSNH Communications
3WR	TS- Wtrbry	485	NSTAR Elec Communications
400	CG CFI PSNH	486	NSTAR Gas Communications
401	Customer Group Capital Projects- Yankee Gas	492	Transmission Station Norwalk
403	CT Meter CFI	493	Transmission Station Central
405	CG CFI EMA	494	T Spare Parts WH
408	Response Specialist Ops - Other	496	Bldg-E Windsor
409	Response Specialist Ops Mgmt	497	Transmission Station Eastern
411	CT Transformer CFI	49A	Administrative Support NH
412	EPO + Goodwill NSTAR Gas	49B	Administrative Support - PSNH Trans
414	MK Operation	49C	CL+P GIS Mapping
415	MK Planning	49M	CBYD
416	MK Coal Handling	49N	Admin - CT
417	MK Chemical	49O	Admin - CL+P Trans
418	MK Instrument	49X	System Operations Transmission
419	MK Electrical	49Y	Transmission Station Support
420	MK Mechanical	4AE	Transmission Test Eastern-Disabled
421	Energy Efficiency Other	4AL	CT Field Engineering Test
427	Inventory Management Admin-Svc Co	4AP	Resource Plng
429	Mass Ave Warehouse and Distrib - Svc Co	4CL	MA Trans Civ Eng
430	Inventory Mgmt Admin-NSTAR Electric	4CS	W MA Field Operations Craft School
432	Cust Resolutions + Reg Compliance	4JK	D Mat Acq CL+P
434	Meter Systems + Data Management	4L9	Lebanon Trans
437	Energy Efficiency VP	4MM	UG L Simsbury
438	Reliability Implementation	4N9	Norwalk Trans
439	NSTAR CIP	4PC	MA Trans Prot+Cntrl
441	Rates + Reg Requirements VP	4S9	SWindsor Trans
443	Energy Supply VP	4T3	MA Trans SS Eng-Des
444	Westwood Call Center	4T6	MA Trans Proj Svc+Dftg
446	Environmental Affairs director	4TL	Tran Ln + Civ Eng- WMECO
448	Board of Trustees	4TP	MA Trans Proj Eng
450	Business Planning	4TQ	Tg Prot + Cntrl- WMECO
453	Director + National Accounts	4TY	Interconnect- WMECO
456	CX Customer Journeys	4W9	Waterbury Trans
458	Waltham Warehouse and Distribution	500	41-MA Electric President
459	Plymouth Warehouse and Distribution	505	Elect M+C West Director
460	M1 - Distribution and Warehousing	507	Field Engineering-MA W Distribution
461	Inventory Management Admin-NSTAR Gas	509	NH Distribution System Operations
463	Southboro Warehouse and Distribution	50A	Distribution Engineering West Director
464	Somerville Warehouse and Distribution	50B	41-VP Electric Field Ops
465	Cheshire Stores	50C	West Distributed Generation

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Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
50E	Engineering	5DS	Dig Safe Mass West
50G	PREV MAINT West	5DW	DG WMECO
50H	Pr Line Crew	5GW	Grid Mod West
50M	MA W Safety Charges	5SU	41- MA Solar
50T	Elect Service West TS	607	Bldg-Amherst
50W	Wrk Planning	608	Bldg-Easthamptn
512	Garages MA W	609	Bldg-Cumtrn-Hunt
513	E Sprgfd Stores	611	O HI Sprngfld
516	Had Grfd Stores	612	U GI Sprngfld
519	Pittsfdl Stores	613	Admin - MA West
51C	Telecom Eng-NSTAR-Capital	614	O HI Grenfld
520	Substations West	615	Bldg-Hadley
523	41-Emergency Prep	616	New Svc Spfld
524	MA W Meter Operations	617	O HI Ptttsfld
526	Credit Plan + Analysis - CL+P Dist	619	New Svc Ptsfld
527	Credit Plan + Analysis - Yankee Gas	621	O HI Hadley
528	Credit Plan + Analysis - PSNH	623	Admin - MA West Trans
529	Credit Plan + Analysis - WMECO	624	New Svc Hadly
52C	Telecom Eng-NSTAR Gas-Capital	626	Env Ops MA
52E	41-MA Engineering VP and Admin	631	Corp Doc Serv+Bill Print-CL+P Dist
530	MA W Meter CFI	634	Bad Debt - WMECO
531	Ops CTR West	635	Corp Doc Serv+Bill Print-WMECO Dist
532	System Engineering West	636	Corp Doc Serv+Bill Print-PSNH Dist
533	41-Transformer Credits	637	Corp Doc Serv+Bill Print-YG
534	D Adm Sprngfld	638	Corp Doc Serv+Bill Print- NSTAR Gas
535	Cred Plan + Analysis Estrn MA Elec	639	Corp Doc Serv+Bill Print-NSTAR Elec
536	Cred Plan + Analysis Estrn MA Gas	646	Env Remediation - CL+P Distribution
53V	Voltage+Pole Inspections - MA West	647	Env Remediation - CL+P Transmission
540	D Admhadley	648	Env Remediation - WMECO
543	D Admpttsfld	649	Env Remediation - WMECO Transmission
545	CL+P Govt + Legislative Affairs	64G	Tg S S Ct+M West
546	Yankee Govt + Legis Affairs	64H	WMA Field Engineering Test
547	PSNH Govt + Legislative Affairs	64K	TG MA W Veg Mgmt - Contractor Costs
548	NSTAR Elec Govt + Legis Affairs	64M	41-Area Storms
549	NSTAR Gas Govt + Legis Affairs	64N	41-MA Electric Storms-Non Svc Co
552	Bldg-Greenfield	650	Env Remediation - PSNH
554	Bldg-Brush Hill	651	Env Remediation - PSNH Transmission
555	Bldg-Springfield	652	Env Remediation - PSNH Generation
556	Bldg-Pittsfield	653	Env Remediation - Yankee Gas
559	Bldg-Federal St	654	Env Remediation - NSTAR
55W	Misc Transmission - WMECO	655	Env Remediation - NSTAR Gas
560	CL+P Reg Affairs + Comm Rel	656	Env Remediation - NSTAR Transmission
561	Yankee Reg Affairs + Comm Rel	657	Env Remediation - Svc Co
562	PSNH Reg Affairs + Comm Rel	658	Env Remediation - RRR
563	NSTAR Elec Reg Affairs + Comm Rel	659	Env Remediation - Properties
564	NSTAR Gas Reg Affairs + Comm Rel	660	Env Remediation - HWP
566	Meter Reading - WMECO	661	IT Corp - Supply
571	IT Bus Sol OPS - PSNH Dist	662	IT Corp- Enterprise
572	IT Bus Sol OPS - PSNH Trans	663	IT Corp- HR + Finance
573	IT Bus Sol OPS - YG	664	IT Bus Sol OPS - Svc Co
581	IT Inf - CL+P Dist	666	IT Customer- EE
582	IT Inf - CL+P Trans	667	IT Customer - Billing
583	IT Inf - WMECO Dist	668	IT Customer - Metering
584	IT Inf - WMECO Trans	669	IT Customer - Call Center
585	IT Inf - PSNH Dist	671	IT Bus Sol OPS - GIS
586	IT Inf - PSNH Trans	672	IT Bus Sol OPS - Field Force
587	IT Inf - Yankee Gas	673	IT Bus Sol OPS - Work + Asset Mgmt
590	Trans C+M Wm	674	IT Bus Sol OPS - EMS
591	Gen Constr West	676	IT Gov - PRJ
594	Walpole Facilities - NSTAR Electric	677	IT Gov - Arch
595	Oprtonl Engrng	678	IT Inf - Cloud
596	T Mat Acq-WME	679	IT Inf - Operation
597	Mass Ave Facilities - NSTAR Elec	680	IT Inf - Projects + Strategy
598	Take Stations - NSTAR Gas	682	Meter Read NSTAR Admin
599	Waltham Facilities - NSTAR Electric	683	IT Inf - Architecture
59N	Southboro Facilities-NSTAR Gas	691	Admin - MA East

Accounting Manual

Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
6AC	D Mat Acq WMECO	78G	Property Mgmt
6AD	MA W Veg Mgmt - Contractor Costs	78I	NH Engineering Admin
6CS	NH Field Operations Craft School	78P	Prop Mgmt-Gen
6NH	Sys Plan NH	78Q	Prop Mgmt-Trans
6NM	Sys Plan NH-EMA	78S	NH System Ops Support
6TL	NH Trans Line Eng	78T	NH Transm Substation Design
6TY	Interconnect- PSNH	78U	Reliability Enhancement Program
701	Corp Fin + Cash Mgmt - CL+P Dist	78V	NH Transm SS Maint + Const
702	Corp Fin + Cash Mgmt - CL+P Trans	78W	NH Transm Test
703	Corp Fin + Cash Mgmt - PSNH Dist	78Z	TG NH Veg Mgmt - Contractor Costs
704	Corp Fin + Cash Mgmt - PSNH Gen	79D	NH Transformer Install Credits
705	Corp Fin + Cash Mgmt - PSNH Trans	79K	Tg PSNH Engring
706	Corp Fin + Cash Mgmt - WMECO Dist	79M	PSNH Stores
707	Corp Fin + Cash Mgmt - WMECO Trans	79S	PSNH T Stores
708	Corp Fin + Cash Mgmt - Yankee Gas	79Z	TG NH Mgr CT+M
709	Corp Fin + Cash Mgmt - NSTAR Elec D	7AH	Tran MatrI Hndl
710	Corp Fin + Cash Mgmt - NSTAR Gas	7AK	AWC Hillsboro
711	Corp Fin + Cash Mgmt - NU Parent	7AM	AWC Keene
712	Corp Fin + Cash Mgmt - YES Inc	7AN	AWC Milford
713	Corp Fin + Cash Mgmt - NUTV	7AR	AWC Nashua
714	Corp Fin + Cash Mgmt - Ren Prop Inc	7AT	AWC Newport
715	Corp Fin + Cash Mgmt - Select	7BK	AWC Derry
716	Corp Fin + Cash Mgmt - NGS	7BM	AWC Epping
717	Corp Fin + Cash Mgmt - NUEI	7BN	AWC Hooksett
718	Corp Fin + Cash Mgmt - NAEC	7BP	AWC Bedford
719	Corp Fin + Cash Mgmt - RRR	7BR	AWC Portsmouth
720	Corp Fin + Cash Mgmt - HWP	7CK	AWC Chocorua
721	Corp Fin + Cash Mgmt - NAESCO	7CM	AWC Tilton
722	Corp Fin + Cash Mgmt - YESC	7CR	AWC Rochester
723	Corp Fin + Cash Mgmt - YEFSC	7CT	AWC Berlin
724	Corp Fin + Cash Mgmt - No Pass Tran	7CU	AWC Lancaster
725	Corp Fin + Cash Mgmt - Mode 1	7D1	Southern Region Operations Mgr
726	Corp Fin + Cash Mgmt - Properties Inc	7D2	Northern Region Operations Mgr
727	Corp Fin + Cash Mgmt - NU Found	7D3	Western Region Operations Mgr
737	NH-Properties Inc	7D4	Operations Support
73P	NH Distribution Engineering	7D5	NH Field Operations Admin
73T	NH Substation Design	7ED	NH Storms - Non Svc Co
73W	NH Substation Ops Admin	7F2	Bldg- Bedford AWC
74V	Corp Relations	7F6	Bldg- Central Warehouse Bow
75C	Bad Debt - PSNH	7F7	Bldg- Chocorua AWC
75D	Bad Debt - PSNH-Generation	7F8	Bldg- Colebrook AWC
760	Generation Admin	7FC	Meter Reading + Field Ops Director
761	MK Admin	7GR	T+D Rights + Survey - PSNH Generation
762	Schiller Station	7H1	Bldg- Derry AWC
763	Newington Station	7H2	Bldg- Epping AWC
764	Generation Maint	7H3	Bldg- Hillsboro AWC
767	Hydro	7H4	Bldg- Hooksett AWC
770	NH Exec Administration and Admin	7H5	Bldg- Hooksett GC+M
771	Misc Transmission- PSNH	7H6	Bldg- Keene AWC
772	NH Emergency Preparedness	7H7	Bldg- Lancaster AWC
773	NH GIS	7H8	Bldg- Milford AWC
774	NH SS Technical	7H9	Bldg- N Haverhill AWC
775	NH System Resiliency	7K2	Bldg- Nashua AWC
778	Reg Affairs + Communications SVP	7K3	Bldg- Newport AWC
77D	Prot + Cont Eng	7K4	Bldg- Berlin AWC
77G	Env Ops NH	7K5	Pittsfield Training Center BD
77K	Transmission System Operations - Distribution	7K6	Bldg- Portsmouth AWC
77P	Maint Support	7K7	Bldg- Rochester AWC
77Q	General Construction	7K8	Bldg- Tilton AWC
77R	Elec Maintenance	7K9	Bldg- Monadnock AWC
77S	Communication + Control	7MC	Meter Reading - PSNH
77W	NH Safety Charges	7MW	Field Meter Work - PSNH
77X	NH Transm Automation	7PC	T+D Rights + Survey - PSNH
781	NH Meter CFI	7PD	Sys Pln+Strtgy
78B	Trans NH + MA-E Cnst Mgt	7R1	T+D Rights+Survey - PSNH Transmission
78C	NH Transm Prot+Cont Eng	7T9	NH Troubleshooters

Accounting Manual

Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
7TD	Proj Contractor Services	E18	Systems Planning
7WA	NH Veg Mgmt - Contractor Costs	E19	Nerc Compliance
7XC	NH Elec Training Charges	E20	Engineering Adjustments
8XB	IP Strategy LLC CS	E21	Communication Engineering
A40	EESBD Special Projects-EETV	E23	Distribution Engineering East Director
A41	Northern Pass- H2	E24	Operations Records
A42	Renewable Prop	E25	Rts Permits + Public Works
A43	NSTAR T Ops	E26	Distribution Engineering Central
A44	Bus Planning	E28	System Perform + Reliability
A45	Interconnect-NSTAR	E29	Distribution Engineering South
A46	Interconnection Srvc	E32	Schdlg + Cntrct Services
A63	Real Estate- CL+P Distribution	E33	Conduit+Dig Safe
A64	Real Estate- CL+P Transmission	E34	Integrated Planning + Schdlg
A83	Real Estate- WMECO Distribution	E35	Trans MA-E Projects
A84	Real Estate- WMECO Transmission	E36	Field Transmission
A85	Real Estate- PSNH Distribution	E38	Elect M+C South Director
A86	Real Estate- PSNH Transmission	E39	Elect M+C New Bedford
A87	Real Estate- PSNH Generation	E40	Elect M+C Plymouth
B05	Real Estate- Yankee Gas	E41	Elect M+C Yarmouth
B09	Real Estate- NSTAR Electric	E43	Elect M+C Mass Ave
B10	Real Estate- NSTAR Transmission	E44	Elect M+C Somerville
B13	Real Estate- NSTAR Gas	E45	Elect M+C Hyde Park
B15	Trans System Planning	E47	Elect M+C Metro-West Director
B16	Strat + Ops - CL+P	E48	Elect M+C Southboro
B18	Strat + Ops - WMECO	E49	Elect M+C Waltham
B19	Strat + Ops - PSNH	E4T	Underground Transmission Maintenance
B20	CONVEX CL+P T	E50	Elect M+C Walpole
B21	MA East NERC Compliance	E52	MA Elec Station Operations Director
B22	Strat + Ops - NSTAR	E53	Field Engineering
B23	Proj Eng Maint - CL+P	E54	Field Communications
B24	Proj Eng Maint - WMECO	E55	MA Electric Station Ops-South
B25	Proj Eng Maint - PSNH	E56	MA Electric Station Ops-Metro West
B26	Proj Eng Maint - NSTAR	E57	MA Electric Station Ops-Central
B50	Svc Co EP - CL+P D	E58	Central Shop
B51	Svc Co EP - WMECO D	E60	CT and MA Elec System Operations VP
B52	Svc Co EP - PSNH D	E61	21-Emergency Prep
B53	Svc Co EP - NSTAR D	E62	Transmission Business Strategy
BSW	BSW Project	E64	MA Power Systems Operations
C02	Exec VP and COO	E65	MA Electric Service Director
C03	T+D Rights + Survey - CL+P Transmission	E66	MA Electric Service-South
C04	T+D Rights + Survey - WMECO Distribution	E67	MA Electric Service Dispatch-Nrth
C05	T+D Rights + Survey - WMECO Transmission	E68	MA Bulk Power Systems
C06	Real Estate- RRR	E69	MA Electric Service Field-North
C07	VP Operations Business Process Imp	E71	Voltage Program
C08	T+D Rights + Survey - CL+P Distribution	E72	Manhole Program
C09	CT MA Electric President	E73	Double Pole Program
C10	T+D Rights + Survey - Yankee Gas	E74	21-MA Electric President
C11	T+D Rights + Survey - NSTAR Electric	E75	21-MA Engineering VP and admin
C12	Plan Sched and Contract Services	E76	21-VP Electric Field Ops
C38	Real Estate- Properties Inc	E77	MA Field Operations Craft School
C39	Real Estate- HWP	E78	Misc Adjustments + Capitalization
D11	Distributed Generation	E80	21-MA Electric Storms - Non Svc Co
D64	NH Transportation	E81	21-MA Electric Storms - Svc Co
D65	NH Meter Operations	E82	Elect M+C Marthas Vineyard
E04	Opera Services Adjustments	E83	MA East Transformer CFI
E05	MA Field Training + Apprenticeshp	E84	DPU Program--Non-Pam Benefits
E06	MA E Meter Operations	E85	Distribution Engineering Metro West
E07	Fleet Services Admin-MA E Elec	E86	Fleet Services Admin-Svc Co
E08	Fleet Billing	E87	Director Grid Modernization
E09	MA E Meter CFI	E88	Dir Field Eng-Comm + Pwr Systems
E10	MA Operations Business Integration	E89	Strategy + Performance EMass
E13	Substation + Engineering Director	E92	Engineering Special Projects
E14	Substation Design Engineering	E97	Small NCC Jobs
E15	Substation Technical	E98	Grid Mod East
E16	OH Trans Lines Engineering	E9M	Major Distribution Projects
E17	System Contrl + Protect Eng	F11	Pole Inspect - Inactive

Accounting Manual

Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
F13	Facility- Capital - CL+P Distribution	G85	YG Garage
F14	Facility- Capital - CL+P Transmission	G87	BCW Yankee Gas Share
F43	Facility- Capital - NSTAR Transmission	G91	Const Prog + Proj Mgt CT
F44	Facility- Capital - WMECO Transmission	G9A	YG Gate Reg St9
F45	Facility- Capital - WMECO Distribution	G9B	YG Propane Plnt
F46	Facility- Capital - PSNH Distribution	G9C	YG Danielson
F47	Facility- Capital - Yankee Gas	G9D	Cooper Merid
F48	Facility- Capital - NSTAR Electric	G9E	YG Waterford
F49	Facility- Capital - PSNH Transmission	G9F	YG Torrington
F50	Facility- Capital - PSNH Generation	G9G	YG East Winds
G01	Gas Pres Admin	G9H	YG Waterbury
G02	Gas Expansion	G9J	Bldg-YG LNG Fac
G03	VP Gas Eng	G9K	YG Norwalk
G06	Damage Prevention - Manager	G9L	YG Danbury
G07	Damage Prevention - CT	GAL	YG Ansonia
G10	Pressure Mngmnt	H01	Facility- Capital - Properties
G11	Instrumentation	H02	NSTAR HPPP Service Revenues
G12	Gas Control - CT	H03	Facility- Capital - HWP
G13	LNG - CT	H04	NSTAR Exec Admin
G16	Sales Fulfillment CT	H06	Damage Prevention - MA
G18	YG Construction	H07	Worcester Operations
G19	Leak Mgmt - CT	H09	Southboro Operations
G1C	Corr Control-MA	H11	Somerville Operations
G20	Maintenance - CT - Other-Disabledd	H13	Hyde Park Operations
G21	Plan + Schedule - CT	H15	Plymouth Operations
G22	Corr Control-CT	H16	Sales Fulfillment MA
G23	Norwalk Ops	H17	New Bedford Operations
G24	Newtown Ops	H18	Leak Mgmt - MA
G25	Waterbury Gas Ops	H19	ATM CFI
G26	Meriden Gas Ops	H21	Gas Construction Ma
G27	E Windsor Ops	H22	Gas Construction MA East
G28	Wtrfrd Danel	H23	Facility- Capital - NSTAR Gas
G29	Welding - CT	H24	Const Prog + Proj Mgt MA
G2A	Ansonia Ops	H25	Pressure Mgmt-MA
G2C	YG Const-Western	H27	Meter Test Lab-MA
G2E	YG Const-Eastern	H29	Gas Dispatch-MA
G2T	Torrington Gas Ops	H31	Gas Meter CFI
G2W	YG Const Southern	H34	Southboro Meter + Serv Supp- NSTAR Elec
G2X	YG Constr Proj	H35	Worcester Meter + Service
G30	Yankee Gas Stores	H36	LNG - HOPCo Project
G31	Gas Meter CFI CT	H37	Southboro Meter + Serv
G32	Gas Dispatch-CT	H38	LNG - Manager
G33	Norwalk M+S	H39	Somerville Meter + Service
G34	Newtown M+S	H40	NSTAR Gas sales
G35	Waterbury M+S	H41	Hyde Park Meter + Service
G36	Meriden M+S	H42	Sales Operation MA
G37	E Windsor M+S	H43	Plymouth Meter + Service
G38	Waterford Meter Service	H44	Work Prep MA
G39	Service Contracts	H45	New Bedford Meter + Service
G3A	Shelton Meter Service	H49	VP Gas Sales + Marketing
G3C	YG Mtr+Service Mgr	H50	Gas Ops Direct Charges
G3D	Danielson Meter Service	H55	Fleet Services Admin MA E Gas
G3T	Torrington M+S	H79	Facility- Capital - Svc Co
G44	Work Prep CT	H87	Plan + Sched
G46	Gas Engineering - CT	H89	Acushnet Lng
G47	Mapping	H90	Acushnet Lng 2B
G49	CT Gas Training Charges	H91	Gas Engineering - MA
G50	MA E Gas Charges	H93	Gas Control - MA
G55	Meter Test Lab - CT	H94	Gas Eut
G56	Collectors	H95	Compliance - MA
G5A	Yankee Gas Safety Charges	HDD	Yankee Financial
G71	Bad Debt - Yankee Gas	LNG	ANE - Acushnet LNG Facility
G74	Sales + Mktg	LT1	NU Landtrust
G75	Marketing	N29	MA E Safety
G76	Sales Operation CT	N31	Materials - CL+P
G7D	Mgr YG Sales	N33	Dir Vegetation Mgmt

Accounting Manual

Source CCC (Sequential)

Source Cost		Source Cost	
Center	Description	Center	Description
N37	MA E Veg Mgmt - Employee Costs		
N39	TG MA E Veg Mgmt - Employee Costs		
N40	CT Veg Mgmt T Charges-Disabled		
N44	MA E Veg Mgmt - Contractor Costs		
N45	TG MA E Veg Mgmt - Contractor Costs		
N51	Telecom Eng - NSTAR		
N52	Telecom Eng - NSTAR Gas		
N55	Bad Debt - Nstar Electric		
N57	Bad Debt - Nstar Gas		
N59	MA E Elec Training		
N60	MA E Training - D Charges		
N65	Facility- Capital - RRR		
NF1	NU Foundation		
NWE	Northeast Wind Energy		
P1T	Proj Mgt-CT		
P21	Proj Mgt-MA E		
P4T	Proj Mgt-MA W		
P6T	Proj Mgt-NH		
RDT	Remittance Processing and Bill Print- Svc Co		
V01	Transportation capital - NH D		
V02	Transportation capital - NH T		
V03	Transportation capital - NH G		
V04	Transportation capital - CT D		
V05	Transportation capital - CT T		
V06	Transportation capital - MA W D		
V07	Transportation capital - MA T		
V08	Transportation capital - MA E D		
V09	Transportation capital - MA E T		
V90	Transportation capital - YGAS		
V91	Transportation capital - MA E GAS		
ZLO	Acct Use only-Do not use-Lobby Cir		
ZNP	Acct Use only- Do not use-NP Time		
ZST	Acct use only-Do not use-Stores Clr		
ZVE	Acct use only-Do not use-Veh Clr		

**Accounting Manual**

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Accounting Manual

Vehicle Hierarchy

Company	State	Cluster	Description	Source	Cost Center	Description
VCT	CT	VC1	CT Fac	2A9	Bldg-Sthrn Reg	
				2EC	Bldg-Newtown	
				2GV	Bldg-Easthampton	
				2HU	Bldg-Tolland	
				2HV	Bldg-Waterbury	
				2JA	Bldg-New London	
				2JC	Bldg-Stamford	
				2YB	Bldg-Sheldon St	
				2HE	Bldg-New Britain	
		VC3	CT M+C OH	2AD	O HI Cheshire	
				2AG	O HI Newtown	
				2AH	O HI Norwalk	
				2AY	O HI E Hamptn	
				2BB	Tolland Field Operations	
				2BC	O HI Danielson	
				2EK	Construction Central	
				2MG	O HI Falls Vill	
				2NP	O HI Htfd	
				34X	CT Major Storms	
				3H2	O HI New London	
				3N2	O HI Torrington	
				3W2	O HI Stamford	
				15E	Street Lighting	
				2AX	Madison Field Operations	
				2EA	Construction West	
				2EB	Construction East	
		VC4	CT M+C Tran	2FA	CT Transmission Lines	
		VC5	CT M+C UG	2NR	Ug L Hartford	
				3H3	Ug L New London	
				3W3	Ug L Stamford	
				335	Ug L Cheshire	
				337	Ug L Norwalk	
		VC6	CT SS Ops	2BG	Station Ops Cheshire	
				2BH	Station Ops Newtown	
				2BT	Station Ops Norwlk	
				2BW	Station Ops Danielson	
				2BY	Station Ops Madison	
				2CB	Station Ops Tolland	
				2NH	Station Ops East Hampton	
				2NT	Station Ops Hartford	
				3H4	Station Ops New London	
				3N4	Station Ops Torrington	
				3W4	Station Ops Stamford	
				4AL	CT Field Engineering Test	
				216	Response Specialist - West	
				217	Response Specialist - East	
		VC8	Stores	15B	Equipment Services	
				2RE	Hartford Stores	
				3HA	N London Stores	
				3HB	Torr FV Stores	
				159	BCW Stores CLP	
				178	Danielson Stores	
				284	Norwalk Stores	
				292	Madison Stores	
				294	E Hamptn Stores	
				342	Tolland Stores	
				465	Cheshire Stores	
				494	T Spare Parts WH	
		VC9	CT TSO	21A	CT Response Specialists Lines-Zone1	
				21B	CT Response Specialists Lines-Zone2	
				21C	CT Response Specialists Lines-Zone3	
				21D	CT Response Specialists Lines-Zone4	
				215	CT Response Specialists Lines-Zone5	
				409	Response Specialist Ops Mgmt	

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Vehicle Hierarchy

Company	State	Cluster	Description	Source	Cost Center	Description						
VCT	CT	VCC	CT Constr	15D		Distribution Program Mgmt						
				2EV		Dist Station Construction						
				153		Dist General Construction						
				154		Station Electricians Other						
				157		Stmf+Grnch Infr						
		210		Field Operations								
		VCE	CT Engr			16C		Dist Eng - Central				
						16E		Dist Eng - Eastern				
						16W		Dist Eng - Western				
						49C		CL+P GIS Mapping				
						3JC		Field Engineering-CT Distribution				
						218		Engineering- CL+P				
						VCM	CT Meter			209		CT Meter Operations
										322		Meter Reading - CL+P
		VCN	CT CustCare			323		Field Meter Work - CL+P				
VMG	Mass Gas	VG2	Mass Gas Gas Ops	G1C		Corr Control-MA						
				H06		Damage Prevention - MA						
				H07		Worcester Operations						
				H09		Southboro Operations						
				H11		Somerville Operations						
				H13		Hyde Park Operations						
				H15		Plymouth Operations						
				H17		New Bedford Operations						
				H21		Gas Construction Ma						
				H22		Gas Construction MA East						
				H24		Const Prog + Proj Mgt MA						
				H25		Pressure Mgmt-MA						
				VGM	Mass Gas Meter			H27		Meter Test Lab-MA		
								H35		Worcester Meter + Service		
								H37		Southboro Meter + Serv		
		H39						Somerville Meter + Service				
		H41						Hyde Park Meter + Service				
		H43						Plymouth Meter + Service				
		H45						New Bedford Meter + Service				
		E39						Elect M+C New Bedford				
		VML	Mass Elec East	VM3	MEE M+C OH	E40		Elect M+C Plymouth				
						E41		Elect M+C Yarmouth				
						E44		Elect M+C-Somerville				
E45						Elect M+C Hyde Park						
E48						Elect M+C Southboro						
E49						Elect M+C Waltham						
E50						Elect M+C-Walpole						
E77						MA Field Operations Craft School						
E82						Elect M+C Marthas Vineyard						
E76						21-VP Electric Field Ops						
E61				21-Emergency Prep								
VM4	MEE M+C Trans					E36		Field Transmission				
						E4T		Underground Transmission Maintenance				
						E33		Conduit+Dig Safe				
VM5	MEE M+C UG					E43		Elect M+C Mass Ave				
		E53				Field Engineering						
VM6	MEE SS Ops			E54		Field Communications						
				E55		MA Electric Station Ops-South						
				E56		MA Electric Station Ops-Metro West						
				E57		MA Electric Station Ops-Central						
				E58		Central Shop						
VM9	MEE TSO			E66		MA Electric Service Field-South						
				E69		MA Electric Service Field-North						
VMC	MEE Constr			E35		Trans MA-E Projects						
VME	MEE Engr			E15		Substation Technical						
				E16		OH Trans Lines Engineering						
				E24		Operations Records						
				E25		Rts Permits + Public Works						
				E26		Distribution Engineering Central						

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Vehicle Hierarchy

Company	State	Cluster	Description	Source	Cost Center	Description		
VML	Mass Elec East	VME	MEE Engr		E28	System Perform + Reliability		
					E29	Distribution Engineering South		
					E85	Distribution Engineering Metro West		
					E21	Communication Engineering		
					E06	MA E Meter Operations		
					E05	MA Field Training + Apprenticeshp		
					326	Meter Reading - NSTAR		
					327	Field Meter Work - NSTAR		
VMW	Mass Elec West	VW1	MEW Fac		555	Bldg-Springfield		
					615	Bldg-Hadley		
					50H	Pr Line Crew		
					611	O HI Sprngfld		
					617	O HI Pttstfd		
					621	O HI Hadley		
					612	U GI Sprngfld		
					507	Field Engineering-MA W Distribution		
					520	Substations West		
					64H	WMA Field Engineering Test		
					64G	Tg S S Ct+M West		
					590	Trans C+M Wm		
					513	E Sprngfd Stores		
					516	Had Grfd Stores		
					519	Pittsfd Stores		
					50T	Elect Service West TS		
					591	Gen Constr West		
					532	System Engineering West		
					616	New Svc Spfld		
					619	New Svc Ptsfld		
		624	New Svc Hadly					
		VWM	MEW Meter	524	MA W Meter Operations			
		VWN	MEW CustCare	566	Meter Reading - WMECO			
VNH	New Hampshire	VN1	NH Fac		78G	Property Mgmt		
					7PC	T+D Rights + Survey - PSNH		
					7AM	AWC Keene		
					7AR	AWC Nashua		
					7AT	AWC Newport		
					7BK	AWC Derry		
					7BM	AWC Epping		
					7BN	AWC Hooksett		
					7BP	AWC Bedford		
					7BR	AWC Portsmouth		
					7CK	AWC Chocorua		
					7CM	AWC Tilton		
					7CR	AWC Rochester		
					7CT	AWC Berlin		
					7CU	AWC Lancaster		
					77R	Elec Maintenance		
					78B	Trans NH + MA-E Cnst Mgt		
					78T	NH Transm Substation Design		
					78V	NH Transm SS Maint + Const		
					79Z	TG NH Mgr CT+M		
					79M	PSNH Stores		
					79S	PSNH T Stores		
					7T9	NH Troubleshooters		
					77Q	General Construction		
					77D	Proj Contractor Services		
					VNE	NH Engr	73P	NH Distribution Engineering
							7D1	Southern Region Operations Mgr
							7D2	Northern Region Operations Mgr
							7D3	Western Region Operations Mgr
							398	Central Region Operations Mgr
		VNM	NH Meter	D65	NH Meter Operations			
		VNR	NH Radio-Telecom	77S	Communication + Control			
				77X	NH Transm Automation			

Accounting Manual

Vehicle Hierarchy

Company	State	Cluster	Description	Source	Cost Center	Description			
VNH	New Hampshire	VNR	NH Radio-Telecom	78W		NH Transm Test			
		VNN	NH CustCare	7MC		Meter Reading - PSNH			
VNS	Service Company	VE1	Serv Co Fac	07Z		Vp Utility Svcs			
				09D		T+D Rights + Survey - Svc Co			
				1CR		Licensing + Permitting			
				06E		Employee + Labor Relations			
				048		Berlin Bldgs			
				121		Windsor Bldg			
				136		Facility Operations MGR			
				371		Carver Road + Wareham- Svc Co			
				373		New Bedford Electric- Svc Co			
				375		Plymouth Facilities			
				376		Yarmouth Facilities- Svc Co			
				379		Mailroom			
				383		Somerville Facilities			
				384		Mass Ave Facilities- Svc Co			
				387		Southboro Facilities			
				389		Waltham Facilities- Svc Co			
				390		Walpole Facilities- Svc Co			
					VE8	Serv Co Stores	46N		Yarmouth Warehouse and Dist - Svc Co
							295		Walpole Warehouse and Distribution
							298		New Bedford Warehouse and Distribution
							429		Mass Ave Warehouse and Distrib - Svc Co
							458		Waltham Warehouse and Distribution
							459		Plymouth Warehouse and Distribution
							463		Southboro Warehouse and Distribution
							464		Somerville Warehouse and Distribution
					VEE	Serv Co SCO Engr	13S		T+D Engineering Ops Support
							15F		Central Maintenance Services
							C07		VP Operations Business Process Imp
							01G		CT Electric Field Ops T+D 61
							18T		Field Engineering Test
							19C		CT Field Communications
							1KE		Substation Tech Eng
							1EP		SVP Grid Mod and Emer Prep
							103		Substa Eng + Des
							678		IT Inf - Cloud
							679		IT Inf - Operation
					VEG	Serv Co SCO Gas	1DC		Director - Construction
							1DM		Director - Maintenance
							1DP		Director - Planning + Scheduling
			1QL		Gas Operations Support				
			1QR		QA and QC				
			1CP		Director Project Mgt				
			1MG		Gas GIS + Records				
			1PE		Gas Project Engineering				
	VEM	Serv Co Meter	08F		Revenue Assurance				
			08M		Meter Specialists				
			1MS		Director - Meter Services				
	VEQ	Serv Co EE	1QH		Energy Efficiency - MA				
			1TF		Asset Management				
	VER	Serv Co Radio-Telecom	01H		CT T+D Station Ops Mgmt 61				
			05B		CT Dist SCADA				
			05D		CT Telecom Services				
			05E		CT Radio Services				
	VES	Serv Co Safe-Trn	12E		System Safety				
			1WA		CT Safety				
			N59		MA E Elec Training				
			1WG		NH Elec Training				
			034		CT + MA W Elec Training				
	VET	Serv Co SCO Tran	02T		Transmission Lines Mgmt 61				
			1TD		Substation Automation				
			1TJ		CT + MA-W Cnst Mgt				
			100		Tran Ln + Civ Eng				

Accounting Manual

Vehicle Hierarchy

Company	State	Cluster	Description	Source	Cost Center	Description			
VNS	Service Company	VEV	Serv Co Veg Mgmt	08V		TG Veg Mgmt - Employee Costs			
				11R		CT Veg Mgmt - Employee Costs			
				1WE		MA W Veg Mgmt - Employee Costs			
				1WK		NH Veg Mgmt - Employee Costs			
				N37		MA E Veg Mgmt - Employee Costs			
			VEZ	Serv Co SCO Corp	03B		IAS - Security		
		001				CEO VP			
		008				IT Tech - Network			
		102				Environmental Field Response Svc Co			
VYG	Yankee Gas	VY2	YG Gas Ops	G07		Damage Prevention - CT			
				G10		Pressure Mngmnt			
				G11		Instrumentation			
				G22		Corr Control-CT			
				G23		Norwalk Ops			
				G24		Newtown Ops			
				G25		Waterbury Gas Ops			
				G26		Meriden Gas Ops			
				G27		E Windsor Ops			
				G28		Wtrfrd Danel			
				G2T		Torrington Gas Ops			
					VY8	YG Stores	G13		LNG - CT
				G19				Leak Mgmt - CT	
				G30				Yankee Gas Stores	
					VYC	YG Constr	G44		Work Prep CT
		G18		YG Construction					
		G2X		YG Constr Proj					
			VYM	YG Meter	G16		Sales Fulfillment CT		
		G33				Norwalk M+S			
		G34				Newtown M+S			
		G35				Waterbury M+S			
		G36				Meriden M+S			
		G37				E Windsor M+S			
G38		Waterford Meter Service							
	VYN	YG CustCare	G3T		Torrington M+S				
G55				Meter Test Lab - CT					
G3D				Danielson Meter Service					
			328		Meter Reading YG				

**Accounting Manual**

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Accounting Manual

Vehicle SCC (Sequential)

Source Cost		Cluster		Source Cost	
Center	Description	Center	Description	Center	Description
001	CEO VP	VEZ	Serv Co SCO Corp	VNS	Service Company
008	IT Tech - Network	VEZ	Serv Co SCO Corp	VNS	Service Company
01G	CT Electric Field Ops T+D 61	VEE	Serv Co SCO Engr	VNS	Service Company
01H	CT T+D Station Ops Mgmt 61	VER	Serv Co Radio-Telecom	VNS	Service Company
02T	Transmission Lines Mgmt 61	VET	Serv Co SCO Tran	VNS	Service Company
034	CT + MA W Elec Training	VES	Serv Co Safe-Trn	VNS	Service Company
03B	IAS - Security	VEZ	Serv Co SCO Corp	VNS	Service Company
048	Berlin Bldgs	VE1	Serv Co Fac	VNS	Service Company
05B	CT Dist SCADA	VER	Serv Co Radio-Telecom	VNS	Service Company
05D	CT Telecom Services	VER	Serv Co Radio-Telecom	VNS	Service Company
05E	CT Radio Services	VER	Serv Co Radio-Telecom	VNS	Service Company
06E	Employee + Labor Relations	VE1	Serv Co Fac	VNS	Service Company
07Z	Vp Utility Svcs	VE1	Serv Co Fac	VNS	Service Company
08F	Revenue Assurance	VEM	Serv Co Meter	VNS	Service Company
08M	Meter Specialists	VEM	Serv Co Meter	VNS	Service Company
08V	TG Veg Mgmt - Employee Costs	VEV	Serv Co Veg Mgmt	VNS	Service Company
09D	T+D Rights + Survey - Svc Co	VE1	Serv Co Fac	VNS	Service Company
100	Tran Ln + Civ Eng	VET	Serv Co SCO Tran	VNS	Service Company
102	Environmental Field Response Svc Co	VEZ	Serv Co SCO Corp	VNS	Service Company
103	Substa Eng + Des	VEE	Serv Co SCO Engr	VNS	Service Company
11R	CT Veg Mgmt - Employee Costs	VEV	Serv Co Veg Mgmt	VNS	Service Company
121	Windsor Bldg	VE1	Serv Co Fac	VNS	Service Company
12E	System Safety	VES	Serv Co Safe-Trn	VNS	Service Company
136	Facility Operations MGR	VE1	Serv Co Fac	VNS	Service Company
13S	T+D Engineering Ops Support	VEE	Serv Co SCO Engr	VNS	Service Company
153	Dist General Construction	VCC	CT Constr	VCT	CT
154	Station Electricians Other	VCC	CT Constr	VCT	CT
157	Stmf+Grnch Infr	VCC	CT Constr	VCT	CT
159	BCW Stores CLP	VC8	Stores	VCT	CT
15B	Equipment Services	VC8	Stores	VCT	CT
15D	Distribution Program Mgmt	VCC	CT Constr	VCT	CT
15E	Street Lighting	VC3	CT M+C OH	VCT	CT
15F	Central Maintenance Services	VEE	Serv Co SCO Engr	VNS	Service Company
16C	Dist Eng - Central	VCE	CT Engr	VCT	CT
16E	Dist Eng - Eastern	VCE	CT Engr	VCT	CT
16W	Dist Eng - Western	VCE	CT Engr	VCT	CT
178	Danielson Stores	VC8	Stores	VCT	CT
18T	Field Engineering Test	VEE	Serv Co SCO Engr	VNS	Service Company
19C	CT Field Communications	VEE	Serv Co SCO Engr	VNS	Service Company
1CP	Director Project Mgt	VEG	Serv Co SCO Gas	VNS	Service Company
1CR	Licensing + Permitting	VE1	Serv Co Fac	VNS	Service Company
1DC	Director - Construction	VEG	Serv Co SCO Gas	VNS	Service Company
1DM	Director - Maintenance	VEG	Serv Co SCO Gas	VNS	Service Company
1DP	Director - Planning + Scheduling	VEG	Serv Co SCO Gas	VNS	Service Company
1EP	SVP Grid Mod and Emer Prep	VEE	Serv Co SCO Engr	VNS	Service Company
1KE	Substation Tech Eng	VEE	Serv Co SCO Engr	VNS	Service Company
1MG	Gas GIS + Records	VEG	Serv Co SCO Gas	VNS	Service Company
1MS	Director - Meter Services	VEM	Serv Co Meter	VNS	Service Company
1PE	Gas Project Engineering	VEG	Serv Co SCO Gas	VNS	Service Company
1QH	Energy Efficiency - MA	VEQ	Serv Co EE	VNS	Service Company
1QL	Gas Operations Support	VEG	Serv Co SCO Gas	VNS	Service Company
1QR	QA and QC	VEG	Serv Co SCO Gas	VNS	Service Company
1TD	Substation Automation	VET	Serv Co SCO Tran	VNS	Service Company
1TF	Asset Management	VEQ	Serv Co EE	VNS	Service Company
1TJ	CT + MA-W Cnst Mgt	VET	Serv Co SCO Tran	VNS	Service Company
1WA	CT Safety	VES	Serv Co Safe-Trn	VNS	Service Company
1WE	MA W Veg Mgmt - Employee Costs	VEV	Serv Co Veg Mgmt	VNS	Service Company
1WG	NH Elec Training	VES	Serv Co Safe-Trn	VNS	Service Company
1WK	NH Veg Mgmt - Employee Costs	VEV	Serv Co Veg Mgmt	VNS	Service Company
209	CT Meter Operations	VCM	CT Meter	VCT	CT
210	Field Operations	VCC	CT Constr	VCT	CT
215	CT Response Specialists Lines-Zone5	VC9	CT TSO	VCT	CT

Accounting Manual

Vehicle SCC (Sequential)

Source Cost		Cluster		Source Cost	
Center	Description		Description	Center	Description
216	Response Specialist - West	VC6	CT SS Ops	VCT	CT
217	Response Specialist - East	VC6	CT SS Ops	VCT	CT
218	Engineering- CL+P	VCE	CT Engr	VCT	CT
21A	CT Response Specialists Lines-Zone1	VC9	CT TSO	VCT	CT
21B	CT Response Specialists Lines-Zone2	VC9	CT TSO	VCT	CT
21C	CT Response Specialists Lines-Zone3	VC9	CT TSO	VCT	CT
21D	CT Response Specialists Lines-Zone4	VC9	CT TSO	VCT	CT
284	Norwalk Stores	VC8	Stores	VCT	CT
292	Madison Stores	VC8	Stores	VCT	CT
294	E Hamptn Stores	VC8	Stores	VCT	CT
295	Walpole Warehouse and Distribution	VE8	Serv Co Stores	VNS	Service Company
298	New Bedford Warehouse and Distribution	VE8	Serv Co Stores	VNS	Service Company
2A9	Bldg-Sthrn Reg	VC1	CT Fac	VCT	CT
2AD	O HI Cheshire	VC3	CT M+C OH	VCT	CT
2AG	O HI Newtown	VC3	CT M+C OH	VCT	CT
2AH	O HI Norwalk	VC3	CT M+C OH	VCT	CT
2AX	Madison Field Operations	VC3	CT M+C OH	VCT	CT
2AY	O HI E Hamptn	VC3	CT M+C OH	VCT	CT
2BB	Tolland Field Operations	VC3	CT M+C OH	VCT	CT
2BC	O HI Danielson	VC3	CT M+C OH	VCT	CT
2BG	Station Ops Cheshire	VC6	CT SS Ops	VCT	CT
2BH	Station Ops Newtown	VC6	CT SS Ops	VCT	CT
2BT	Station Ops Norwk	VC6	CT SS Ops	VCT	CT
2BW	Station Ops Danielson	VC6	CT SS Ops	VCT	CT
2BY	Station Ops Madison	VC6	CT SS Ops	VCT	CT
2CB	Station Ops Tolland	VC6	CT SS Ops	VCT	CT
2EA	Construction West	VC3	CT M+C OH	VCT	CT
2EB	Construction East	VC3	CT M+C OH	VCT	CT
2EC	Bldg-Newtown	VC1	CT Fac	VCT	CT
2EK	Construction Central	VC3	CT M+C OH	VCT	CT
2EV	Dist Station Construction	VCC	CT Constr	VCT	CT
2FA	CT Transmission Lines	VC4	CT M+C Tran	VCT	CT
2GV	Bldg-Easthampton	VC1	CT Fac	VCT	CT
2HE	Bldg-New Britain	VC1	CT Fac	VCT	CT
2HU	Bldg-Tolland	VC1	CT Fac	VCT	CT
2HV	Bldg-Waterbury	VC1	CT Fac	VCT	CT
2JA	Bldg-New London	VC1	CT Fac	VCT	CT
2JC	Bldg-Stamford	VC1	CT Fac	VCT	CT
2MG	O HI Falls Vill	VC3	CT M+C OH	VCT	CT
2NH	Station Ops East Hampton	VC6	CT SS Ops	VCT	CT
2NP	O HI Htfd	VC3	CT M+C OH	VCT	CT
2NR	Ug L Hartford	VC5	CT M+C UG	VCT	CT
2NT	Station Ops Hartford	VC6	CT SS Ops	VCT	CT
2RE	Hartford Stores	VC8	Stores	VCT	CT
2YB	Bldg-Sheldon St	VC1	CT Fac	VCT	CT
322	Meter Reading - CL+P	VCN	CT CustCare	VCT	CT
323	Field Meter Work - CL+P	VCN	CT CustCare	VCT	CT
326	Meter Reading - NSTAR	VMN	MEE CustCare	VML	Mass Elec East
327	Field Meter Work - NSTAR	VMN	MEE CustCare	VML	Mass Elec East
328	Meter Reading YG	VYN	YG CustCare	VYG	Yankee Gas
335	Ug L Cheshire	VC5	CT M+C UG	VCT	CT
337	Ug L Norwalk	VC5	CT M+C UG	VCT	CT
342	Tolland Stores	VC8	Stores	VCT	CT
34X	CT Major Storms	VC3	CT M+C OH	VCT	CT
371	Carver Road + Wareham- Svc Co	VE1	Serv Co Fac	VNS	Service Company
373	New Bedford Electric- Svc Co	VE1	Serv Co Fac	VNS	Service Company
375	Plymouth Facilities	VE1	Serv Co Fac	VNS	Service Company
376	Yarmouth Facilities- Svc Co	VE1	Serv Co Fac	VNS	Service Company
379	Mailroom	VE1	Serv Co Fac	VNS	Service Company
383	Somerville Facilities	VE1	Serv Co Fac	VNS	Service Company
384	Mass Ave Facilities- Svc Co	VE1	Serv Co Fac	VNS	Service Company
387	Southboro Facilities	VE1	Serv Co Fac	VNS	Service Company

Accounting Manual

Vehicle SCC (Sequential)

Source Cost		Cluster		Source Cost	
Center	Description		Description	Center	Description
389	Waltham Facilities- Svc Co	VE1	Serv Co Fac	VNS	Service Company
390	Walpole Facilities- Svc Co	VE1	Serv Co Fac	VNS	Service Company
398	Central Region Operations Mgr	VNE	NH Engr	VNH	New Hampshire
3H2	O HI New London	VC3	CT M+C OH	VCT	CT
3H3	Ug L New London	VC5	CT M+C UG	VCT	CT
3H4	Station Ops New London	VC6	CT SS Ops	VCT	CT
3HA	N London Stores	VC8	Stores	VCT	CT
3HB	Torr FV Stores	VC8	Stores	VCT	CT
3JC	Field Engineering-CT Distribution	VCE	CT Engr	VCT	CT
3N2	O HI Torrington	VC3	CT M+C OH	VCT	CT
3N4	Station Ops Torrington	VC6	CT SS Ops	VCT	CT
3W2	O HI Stamford	VC3	CT M+C OH	VCT	CT
3W3	Ug L Stamford	VC5	CT M+C UG	VCT	CT
3W4	Station Ops Stamford	VC6	CT SS Ops	VCT	CT
409	Response Specialist Ops Mgmt	VC9	CT TSO	VCT	CT
429	Mass Ave Warehouse and Distrib - Svc Co	VE8	Serv Co Stores	VNS	Service Company
458	Waltham Warehouse and Distribution	VE8	Serv Co Stores	VNS	Service Company
459	Plymouth Warehouse and Distribution	VE8	Serv Co Stores	VNS	Service Company
463	Southboro Warehouse and Distribution	VE8	Serv Co Stores	VNS	Service Company
464	Somerville Warehouse and Distribution	VE8	Serv Co Stores	VNS	Service Company
465	Cheshire Stores	VC8	Stores	VCT	CT
46N	Yarmouth Warehouse and Dist - Svc Co	VE8	Serv Co Stores	VNS	Service Company
494	T Spare Parts WH	VC8	Stores	VCT	CT
49C	CL+P GIS Mapping	VCE	CT Engr	VCT	CT
4AL	CT Field Engineering Test	VC6	CT SS Ops	VCT	CT
507	Field Engineering-MA W Distribution	VW6	MEW SS Ops	VMW	Mass Elec West
50H	Pr Line Crew	VW3	MEW M+C OH	VMW	Mass Elec West
50T	Elect Service West TS	VW9	MEW TSO	VMW	Mass Elec West
513	E Sprgfd Stores	VW8	MEW Stores	VMW	Mass Elec West
516	Had Grfd Stores	VW8	MEW Stores	VMW	Mass Elec West
519	Pittsfd Stores	VW8	MEW Stores	VMW	Mass Elec West
520	Substations West	VW6	MEW SS Ops	VMW	Mass Elec West
524	MA W Meter Operations	VWM	MEW Meter	VMW	Mass Elec West
532	System Engineering West	VWE	MEW Engr	VMW	Mass Elec West
555	Bldg-Springfield	VW1	MEW Fac	VMW	Mass Elec West
566	Meter Reading - WMECO	VWN	MEW CustCare	VMW	Mass Elec West
590	Trans C+M Wm	VW7	MEW SS Ops Tran	VMW	Mass Elec West
591	Gen Constr West	VWC	MEW Constr	VMW	Mass Elec West
611	O HI Sprngfld	VW3	MEW M+C OH	VMW	Mass Elec West
612	U GI Sprngfld	VW5	MEW M+C UG	VMW	Mass Elec West
615	Bldg-Hadley	VW1	MEW Fac	VMW	Mass Elec West
616	New Svc Spfld	VWE	MEW Engr	VMW	Mass Elec West
617	O HI Ptsfld	VW3	MEW M+C OH	VMW	Mass Elec West
619	New Svc Ptsfld	VWE	MEW Engr	VMW	Mass Elec West
621	O HI Hadley	VW3	MEW M+C OH	VMW	Mass Elec West
624	New Svc Hadly	VWE	MEW Engr	VMW	Mass Elec West
64G	Tg S S Ct+M West	VW7	MEW SS Ops Tran	VMW	Mass Elec West
64H	WMA Field Engineering Test	VW7	MEW SS Ops Tran	VMW	Mass Elec West
678	IT Inf - Cloud	VEE	Serv Co SCO Engr	VNS	Service Company
679	IT Inf - Operation	VEE	Serv Co SCO Engr	VNS	Service Company
73P	NH Distribution Engineering	VNE	NH Engr	VNH	New Hampshire
77Q	General Construction	VNC	NH Constr	VNH	New Hampshire
77R	Elec Maintenance	VN6	NH SS Ops	VNH	New Hampshire
77S	Communication + Control	VNR	NH Radio-Telecom	VNH	New Hampshire
77X	NH Transm Automation	VNR	NH Radio-Telecom	VNH	New Hampshire
78B	Trans NH + MA-E Cnst Mgt	VN7	NH SS Ops Tran	VNH	New Hampshire
78G	Property Mgmt	VN1	NH Fac	VNH	New Hampshire
78T	NH Transm Substation Design	VN7	NH SS Ops Tran	VNH	New Hampshire
78V	NH Transm SS Maint + Const	VN7	NH SS Ops Tran	VNH	New Hampshire
78W	NH Transm Test	VNR	NH Radio-Telecom	VNH	New Hampshire
79M	PSNH Stores	VN8	NH Stores	VNH	New Hampshire
79S	PSNH T Stores	VN8	NH Stores	VNH	New Hampshire

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Vehicle SCC (Sequential)

Source Cost		Description	Cluster	Description	Source Cost	
Center	Center				Description	
79Z	TG NH Mgr CT+M		VN7	NH SS Ops Tran	VNH	New Hampshire
7AM	AWC Keene		VN3	NH M+C OH	VNH	New Hampshire
7AR	AWC Nashua		VN3	NH M+C OH	VNH	New Hampshire
7AT	AWC Newport		VN3	NH M+C OH	VNH	New Hampshire
7BK	AWC Derry		VN3	NH M+C OH	VNH	New Hampshire
7BM	AWC Epping		VN3	NH M+C OH	VNH	New Hampshire
7BN	AWC Hooksett		VN3	NH M+C OH	VNH	New Hampshire
7BP	AWC Bedford		VN3	NH M+C OH	VNH	New Hampshire
7BR	AWC Portsmouth		VN3	NH M+C OH	VNH	New Hampshire
7CK	AWC Chocorua		VN3	NH M+C OH	VNH	New Hampshire
7CM	AWC Tilton		VN3	NH M+C OH	VNH	New Hampshire
7CR	AWC Rochester		VN3	NH M+C OH	VNH	New Hampshire
7CT	AWC Berlin		VN3	NH M+C OH	VNH	New Hampshire
7CU	AWC Lancaster		VN3	NH M+C OH	VNH	New Hampshire
7D1	Southern Region Operations Mgr		VNE	NH Engr	VNH	New Hampshire
7D2	Northern Region Operations Mgr		VNE	NH Engr	VNH	New Hampshire
7D3	Western Region Operations Mgr		VNE	NH Engr	VNH	New Hampshire
7MC	Meter Reading - PSNH		VNN	NH CustCare	VNH	New Hampshire
7PC	T+D Rights + Survey - PSNH		VN1	NH Fac	VNH	New Hampshire
7T9	NH Troubleshooters		VN9	NH TSO	VNH	New Hampshire
7TD	Proj Contractor Services		VNC	NH Constr	VNH	New Hampshire
C07	VP Operations Business Process Imp		VEE	Serv Co SCO Engr	VNS	Service Company
D65	NH Meter Operations		VNM	NH Meter	VNH	New Hampshire
E05	MA Field Training + Apprenticeshp		VMS	MEE Safe-Trn	VML	Mass Elec East
E06	MA E Meter Operations		VMM	MEE Meter	VML	Mass Elec East
E15	Substation Technical		VME	MEE Engr	VML	Mass Elec East
E16	OH Trans Lines Engineering		VME	MEE Engr	VML	Mass Elec East
E21	Communication Engineering		VME	MEE Engr	VML	Mass Elec East
E24	Operations Records		VME	MEE Engr	VML	Mass Elec East
E25	Rts Permits + Public Works		VME	MEE Engr	VML	Mass Elec East
E26	Distribution Engineering Central		VME	MEE Engr	VML	Mass Elec East
E28	System Perform + Reliability		VME	MEE Engr	VML	Mass Elec East
E29	Distribution Engineering South		VME	MEE Engr	VML	Mass Elec East
E33	Conduit+Dig Safe		VM5	MEE M+C UG	VML	Mass Elec East
E35	Trans MA-E Projects		VMC	MEE Constr	VML	Mass Elec East
E36	Field Transmission		VM4	MEE M+C Trans	VML	Mass Elec East
E39	Elect M+C New Bedford		VM3	MEE M+C OH	VML	Mass Elec East
E40	Elect M+C Plymouth		VM3	MEE M+C OH	VML	Mass Elec East
E41	Elect M+C Yarmouth		VM3	MEE M+C OH	VML	Mass Elec East
E43	Elect M+C Mass Ave		VM5	MEE M+C UG	VML	Mass Elec East
E44	Elect M+C-Somerville		VM3	MEE M+C OH	VML	Mass Elec East
E45	Elect M+C Hyde Park		VM3	MEE M+C OH	VML	Mass Elec East
E48	Elect M+C Southboro		VM3	MEE M+C OH	VML	Mass Elec East
E49	Elect M+C Waltham		VM3	MEE M+C OH	VML	Mass Elec East
E4T	Underground Transmission Maintenance		VM4	MEE M+C Trans	VML	Mass Elec East
E50	Elect M+C-Walpole		VM3	MEE M+C OH	VML	Mass Elec East
E53	Field Engineering		VM6	MEE SS Ops	VML	Mass Elec East
E54	Field Communications		VM6	MEE SS Ops	VML	Mass Elec East
E55	MA Electric Station Ops-South		VM6	MEE SS Ops	VML	Mass Elec East
E56	MA Electric Station Ops-Metro West		VM6	MEE SS Ops	VML	Mass Elec East
E57	MA Electric Station Ops-Central		VM6	MEE SS Ops	VML	Mass Elec East
E58	Central Shop		VM6	MEE SS Ops	VML	Mass Elec East
E61	21-Emergency Prep		VM3	MEE M+C OH	VML	Mass Elec East
E66	MA Electric Service Field-South		VM9	MEE TSO	VML	Mass Elec East
E69	MA Electric Service Field-North		VM9	MEE TSO	VML	Mass Elec East
E76	21-VP Electric Field Ops		VM3	MEE M+C OH	VML	Mass Elec East
E77	MA Field Operations Craft School		VM3	MEE M+C OH	VML	Mass Elec East
E82	Elect M+C Marthas Vineyard		VM3	MEE M+C OH	VML	Mass Elec East
E85	Distribution Engineering Metro West		VME	MEE Engr	VML	Mass Elec East
G07	Damage Prevention - CT		VY2	YG Gas Ops	VYG	Yankee Gas
G10	Pressure Mngmnt		VY2	YG Gas Ops	VYG	Yankee Gas
G11	Instrumentation		VY2	YG Gas Ops	VYG	Yankee Gas

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Vehicle SCC (Sequential)

Source Cost		Cluster		Source Cost	
Center	Description		Description	Center	Description
G13	LNG - CT	VY8	YG Stores	VYG	Yankee Gas
G16	Sales Fulfillment CT	VYC	YG Constr	VYG	Yankee Gas
G18	YG Construction	VYC	YG Constr	VYG	Yankee Gas
G19	Leak Mgmt - CT	VY8	YG Stores	VYG	Yankee Gas
G1C	Corr Control-MA	VG2	Mass Gas Gas Ops	VMG	Mass Gas
G22	Corr Control-CT	VY2	YG Gas Ops	VYG	Yankee Gas
G23	Norwalk Ops	VY2	YG Gas Ops	VYG	Yankee Gas
G24	Newtown Ops	VY2	YG Gas Ops	VYG	Yankee Gas
G25	Waterbury Gas Ops	VY2	YG Gas Ops	VYG	Yankee Gas
G26	Meriden Gas Ops	VY2	YG Gas Ops	VYG	Yankee Gas
G27	E Windsor Ops	VY2	YG Gas Ops	VYG	Yankee Gas
G28	Wtrfrd Danel	VY2	YG Gas Ops	VYG	Yankee Gas
G2T	Torrington Gas Ops	VY2	YG Gas Ops	VYG	Yankee Gas
G2X	YG Constr Proj	VYC	YG Constr	VYG	Yankee Gas
G30	Yankee Gas Stores	VY8	YG Stores	VYG	Yankee Gas
G33	Norwalk M+S	VYM	YG Meter	VYG	Yankee Gas
G34	Newtown M+S	VYM	YG Meter	VYG	Yankee Gas
G35	Waterbury M+S	VYM	YG Meter	VYG	Yankee Gas
G36	Meriden M+S	VYM	YG Meter	VYG	Yankee Gas
G37	E Windsor M+S	VYM	YG Meter	VYG	Yankee Gas
G38	Waterford Meter Service	VYM	YG Meter	VYG	Yankee Gas
G3D	Danielson Meter Service	VYM	YG Meter	VYG	Yankee Gas
G3T	Torrington M+S	VYM	YG Meter	VYG	Yankee Gas
G44	Work Prep CT	VY8	YG Stores	VYG	Yankee Gas
G55	Meter Test Lab - CT	VYM	YG Meter	VYG	Yankee Gas
H06	Damage Prevention - MA	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H07	Worcester Operations	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H09	Southboro Operations	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H11	Somerville Operations	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H13	Hyde Park Operations	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H15	Plymouth Operations	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H17	New Bedford Operations	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H21	Gas Construction Ma	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H22	Gas Construction MA East	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H24	Const Prog + Proj Mgt MA	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H25	Pressure Mgmt-MA	VG2	Mass Gas Gas Ops	VMG	Mass Gas
H27	Meter Test Lab-MA	VGM	Mass Gas Meter	VMG	Mass Gas
H35	Worcester Meter + Service	VGM	Mass Gas Meter	VMG	Mass Gas
H37	Southboro Meter + Serv	VGM	Mass Gas Meter	VMG	Mass Gas
H39	Somerville Meter + Service	VGM	Mass Gas Meter	VMG	Mass Gas
H41	Hyde Park Meter + Service	VGM	Mass Gas Meter	VMG	Mass Gas
H43	Plymouth Meter + Service	VGM	Mass Gas Meter	VMG	Mass Gas
H45	New Bedford Meter + Service	VGM	Mass Gas Meter	VMG	Mass Gas
N37	MA E Veg Mgmt - Employee Costs	VEV	Serv Co Veg Mgmt	VNS	Service Company
N59	MA E Elec Training	VES	Serv Co Safe-Trn	VNS	Service Company

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Accounting Manual

Cost Elements Hierarchy

Parent	Description	Rollup	Description	Sub rollup	Description	Cost Element	Description
A00	Non Labor-Accounting	A01	Other Misc Acct	A10	Miscellaneous Accounting	000	Default
						A20	Miscellaneous Journal Entries
						A21	Miscellaneous Journal Entries Other
						A49	Officers Life Insurance Interest
						A50	IT Printer Credit
						A51	IT Printer Debit
						A52	IT Phone Credit
						A53	IT Phone Debit
						A71	Depreciation
						A72	Interest
						A73	Payments
						A74	Accrual
						A75	Deferral
						A76	Return on Prepaid+Deferred
						A77	Amortization
						A78	Reversal
						A79	Capital Accruals
						A83	Deferred Income Taxes-FAS109 - Gross-up
						A84	Intercompany Allocations
						A85	Miscellaneous Accounting Adjustments
						A89	Reclassification
						A91	Contrib in Aid of Construc-Taxable
						CPI	Construction Period Interest -Capitalized Interest
						UVL	Unvouchered Liabilities
						ZWO	Plant Account Closing- Acct Use Only
				A90	Other Expense	A29	Employee Incentive
						A30	Executive Incentive
						A31	Stock Option Incentive
						A32	Service Company Rate of Return
						A33	Service Company Depreciation
						A34	Service Company Depreciation-MDM
						A35	Service Company Depreciation-Other
						A36	Mark to Market
						A37	NUStart Write Offs
						A38	Storm Reserve Fund Replenishment
						A39	Property Taxes
						A40	Late Payment Write Offs
						A42	Payroll Accrual
						A43	Hardship Costs
						A44	EIA Gas Rebates
						A45	Matching Payment Program
						A46	PSNH Energy Assistance Program
						A47	Operation Fuel
						A48	Revenue Initiatives
						A54	Storm Cost Recovery
						A86	Bad Debt-Uncollectible
						A88	Error Suspense
		AF1	Other AFUDC-Debt	A70	AFUDC- Debt	A66	AFUDC Debt
		AF2	Other AFUDC-Equity	A80	AFUDC- Equity	A67	AFUDC Equity
		C01	Contributions	A60	CIAC	A61	Contribution in Aid of Construct - Taxable
						A62	Contribution in Aid of Construct - Non Taxable
		R02	Reimbursables	A65	Reimbursable	A63	State Highway
						A64	Reimbursables
						A68	Other Reimbursables- Taxable
						A69	Reimbursables- Other
		W00	Wholesale Expenses	W01	Wholesale Expenses	W25	Co-Gens- WS
						W26	Peaker Contracts-WS
						W27	Contract for Differences-WS

Accounting Manual

Cost Elements Hierarchy

Parent	Description	Rollup	Description	Sub rollup	Description	Cost Element	Description
A00	Non Labor-	W00	Wholesale Expenses	W01	Wholesale Expenses	W28	Borderline Expenses
						W29	Renewable Energy Cert- Exp
						W30	HUB- Exp
						W31	Shared Microwave- Exp
						W51	Other Misc. Expenses
						W52	Hydro Quebec Phase 1 Exp
						W53	Hydro Quebec Phase 2 AC Exp
						W54	Hydro Quebec Phase 2 DC Exp
						W55	Hydro Quebec Line Usage Exp
						W56	Transmission Expense
B00	Benefits	B01	Benefits	L50	Other- Benefits	L51	Other Benefits
						L52	Medical
						L53	Vision
						L54	Prescription
						L55	Dental
						L56	Life Insurance
						L57	Short Term Disability
						L58	SERP
						L59	Non-SERP
						L60	Pension
						L61	401K Plan
						L62	K-Vantage
						L63	PBOP
						L64	ESOP
						L65	FAS106 Retiree Healthcare
						L66	Medvantage
						L67	Non-Qualified Pension
						L68	Medical Reimbursement
						L70	Long Term Disability
						L71	401K Admin
						L72	Savings Plan Match
						L73	Education Reimbursements
C00	Customer+Vendor Related	C02	Other Cust+Ven Rel	C10	Customer-Vendor Related	C14	ANP Blackstone Energy Co
						C40	Concord Interconnection Support
						C41	Concord Municipal Light Dept
						C48	Convanta Energy
						C55	Entergy Capacitor Bank Transmission
						C56	Entergy Nuclear -Off Site Pwr -Comm
						C69	Graniteridge - AES Londonderry LLC
						C79	Matep LLC - Brighton St
						C80	Matep LLC - Colburn Sta
						C91	MBTA - LNS + Dist
						C92	Merchants Way - NAN AFC - Comm
						D01	National Grid - Dewar St AFC
						D44	NALCOR Energy Marketing Corp
						D56	Belmont Support
						D67	Grid Support
						D74	Mirant Kendall - Facilities
						D77	NEA Interconnect Facilities Support
						D82	Sithe Mystic-Interconnection Calpine
						D84	Sithe Mystic-Interconnection
						D85	Hydro Quebec Phase 2 Support
						D86	Millenium Power Partners
						D87	Grid Nantucket LNS
						D88	Massport Local Network
						D89	National Grid - Edgar St Fac
						D90	Dartmouth Power
						D91	Exelon West Medway
D00	Debt Related	DR1	Other Debt Related	I00	Debt Related	I12	Debenture- 4.875%
						I13	5.75% MIFA Bonds
						I16	HEEC

Accounting Manual

Cost Elements Hierarchy

Parent	Description	Rollup	Description	Sub rollup	Description	Cost Element	Description
D00	Debt Related	DR1	Other Debt Related	I00	Debt Related	I17	Debenture - 2.375% Series
						I18	Debenture- 4.875% Series
						I19	8% Note Due 2010
						I20	Debenture - 5.500% Series
						I21	Debenture - 5.625% Series
						I22	Debenture - 5.75% Series
						I23	6.662% Bank Loan
						I25	LTD 300M 4.40%
						I28	Revolver Expenses
						I29	Series J - 9.95%
						I30	Series K - 7.11%
						I31	Series M- 7.04%
						I32	Series N - 4.46%
						I33	Series A- 5.375% - 2007
						I34	Series B- 5.75% - 2007
						I35	Series C- 5.750% - 2007
						I36	Series D- 6.375% -2007
						I37	Series A- 5.650% -2008
						I38	Series A- 5.500% - 2009
						I39	Series D- 7.875% - 1994
						I40	1996 Series A PCRB
						I43	Series A- 4.800% - 2004
						I44	Series B- 5.750% - 2004
						I46	Series A- 5.000% - 2005
						I47	Series B- 5.625% - 2005
						I48	Series A- 6.350% - 2006
						I50	2011 Series A PCRB
						I52	Series A- 2.500% - 2013
						I53	Series N- 6.15% - 2007
						I54	Series P- 4.50% - 2009
						I55	Series O- 6.00% 2008
						I56	Series L- 5.25% - 2004
						I57	Series M- 5.60% - 2005
						I58	2001 Series A PCRB
						I61	Series R- 3.20% - 2011
						I62	Series Q- 4.05% - 2011
						I63	Series E- 5.10% - 2010
						I64	Series D- 6.700% - 2007
						I65	Series C- 5.24% - 2005
						I66	Series B- 5.90% - 2004
						I68	Series F- 3.50% -2011
						I69	Series F- 3.50% -2012
						I73	Series E- 1.45% Senior Note
						I74	Series F- 2.80% Senior Note
						I75	Series B- 8.48% 1992
						I76	Series H- 5.26% 2004
						I78	Series I- 5.35% 2005
						I79	Series K- 4.87% 2010
						I80	Series J- 6.90% 2008
						I81	2013 Floating Rate Deb
						I82	2014 Series A
						I83	Series G 3.88% 2013
						I84	Series L 4.82% 2014
						I85	Debenture \$200M issued 2013
						I86	Debenture \$300M issued 2014
						I87	\$200M issued April 2013 LTD NS
						I88	Series G NUP
						I89	Series H NUP
						I90	CL+P Series 2015
						I91	2015 NE Debt Issuance
						I92	2015 YG Debt Issuance
						I93	2015 NG Debt Issuance
						I94	2015 WMECO Debt Issuance

Accounting Manual Cost Elements Hierarchy

Parent	Description	Rollup	Description	Sub rollup	Description	Cost Element	Description
D00	Debt Related	DR1	Other Debt Related	I00	Debt Related	I95	2017 PSNH Debt Issuance
						I96	CLP 2017 Series A
						I97	WMECO 2016 Issuance
						I98	NE 2016 Issuance
						I99	EP 2016 Issuance Series I
						IA1	EP Sept 2016 Issuance Series J
						IA2	2017 PSNH Securitization
						IA3	2017 EP Series K
						IA4	2014 EP Series L
						IA6	2017 NSTAR Electric Issuance
						IA9	2017 Series N YG
						IA5	2018 CL+P Series A
						IB1	EP 2018 Issuance Series L
						IB3	2018 YG FMB Series O
						IR1	Tranch1
						IR2	Tranch2
						IR3	Tranch3
IC0	Intercompany	IC1	Intercompany	IC2	Intercompany	PAY	Intercompany Payables
						REC	Intercompany Receivables
L00	Labor-General Use	L01	Labor	L10	Straight Labor	L11	Labor Straight Time Exempt
						L12	Labor Straight Time Non-Exempt
						L13	Labor Straight Time Non Regular
						L14	Exempt Hours Beyond Schedule-Unpaid
						L15	Labor-Deferred Storm- Acct Use Only- Disable
				L30	Non Productive	L31	Labor Non Productive Exempt
						L32	Labor Non Productive Non-Exempt
						L33	Labor Non Productive Non Regular
						L34	Labor Non Productive Inclement Weather Non-Exempt
						L35	Labor Non Productive Rest Time Non-Exempt
				L40	Premium and Special	L39	Budgeted Float
						L41	Labor Premium and Special Exempt
						L42	Labor Premium and Special Non-Exempt
						L43	Labor Premium and Special Non Regular
				LC1	Labor Converted NSTAR DO NOT USE	LCO	Labor Converted NSTAR
		L25	Overtime Labor	L20	Overtime	L21	Labor Overtime Exempt
						L22	Labor Overtime Non-Exempt
						L23	Labor Overtime Non Regular
						L24	Overtime- Deferred Storm- Acct Use Only Disable
NL0	Non-Labor	E00	Employee Expenses	E10	Employee Expense	E11	Employee Expense Other
						E12	Employee Recognition Awards
						E13	Meals
						E14	Mileage
						E15	Miscellaneous Payroll Transactions
						E16	Registrations and Conference Expense
						E17	Travel
						E18	Training
						E19	Tuition- Disable
						E21	Employee Service Awards
						E22	Employee Contest Payments
						E23	Employee workers compensation expense
		F00	Fees + Payments	B10	Business Expense	B11	Bank Service Charge
						B12	Communications Usage Charge
						B13	Community Reputation Donations-taxable
						B14	Donations- Dollars for Doers
						B15	Donations- Pledge Partners
						B16	Donations- Matching Gifts

Accounting Manual

Cost Elements Hierarchy

Parent	Description	Rollup	Description	Sub rollup	Description	Cost Element	Description
NLO	Non-Labor	FPO	Fees + Payments	B10	Business Expense	B17	Donations- Other
						B18	Donations- CT Housing Credit
						B19	Freight
						B20	General Supplies
						B21	Postage and Delivery Services
						B22	Printing-Copying-Records
						B23	Reimbursements
						B24	Other Business Expense
						B25	Telephone
						B26	Donations- Corp Tables + Sponsor
						B27	Donations- Signature Grants
						B28	Donations- Scholarship
				F10	Fees and Assessments	F11	Regulatory Assessments State
						F12	Dues and Membership Fees
						F13	Regulatory Assessments FERC
						F14	Fees and Payments
						F15	Permits
						F16	Shareholder Fees
						F17	Trustee Fees and Expenses
						F18	Director RSUs
						F19	Filing Fees
						F20	Fees + Payments- Other
						N12	Credit Card Fees
				K10	IT Expense	K11	Software
						K12	Hardware
						K13	Other IT Expense
				N10	Insurance	N11	Public Liability Claims
						N13	Excess Liability
						N14	Workers Compensation Claims
						N15	Workers Compensation Premium
						N16	Directors and Officers Premium
						N17	Property Insurance
						N19	Safety Programs
						N21	Automobile Liability Premiums
						N22	Cyber Risk Insurance
						N23	Fiduciary Insurance
						N24	Policyholder Distribution
		G20	Budget Cont Funds	G15	Bud Cont Funds	G11	Budgeted Contingency Funds
		J00	Rents + Leases	J10	Rents and Leases	J11	Building leases
						J12	Communication Leases
						J13	Railroad Leases
						J14	Computer Leases
						J15	Other Leases
						J16	Rent Expense-Internal
						J17	Rent Expense-External
						J18	Rent Income -Internal
						J19	Rent Income- External
		JL0	Joint Line Billing	JL1	Joint Line Billing	S27	Joint Line Billing
		M00	Material	H10	Office Equipment	H11	Communications Equipment
						H12	Cell Phone Equipment
				M10	Materials and Equipment	M11	Materials- Purchased
						M12	Materials- Stores
						M13	Property Purchases
						M16	Materials- Investment Recovery Tracking
						M17	Materials- Direct Purchase Distribution Trans
						M18	Materials- NNECO Tool Whse
						MAX	Stores over 25K
						MXX	Stores Loader Cap
						U01	UVL- Materials Purchased
		M02	Salvage	M20	Materials Salvage	M15	Material Salvage

Accounting Manual

Cost Elements Hierarchy

Parent	Description	Rollup	Description	Sub rollup	Description	Cost Element	Description
NL0	Non-Labor	O00	Other	G10	Miscellaneous Expenses	G12	Low Income-Special Needs Programs
						G13	Community Programs-Sponsorship
						G14	Other Miscellaneous Expense
						G16	Other- Deferred Storm- Acct Use Only
						G17	Labor-Deferred Storm- Acct Use Only
						G18	Overtime- Deferred Storm- Acct Use Only
						G19	Outside Contractors- Deferred Storm- Acct Use Only
		OS0	OS Svc-Contr	OS2	Outside Services Contractor	M14	Contractor Materials
				S10	Outside Services	S11	Advertising Services
						S12	Audit Services
						S13	Collection Agencies
						S14	Contractor Services
						S15	Consulting Services
						S16	Engineering Design Services
						S17	IT Outside Services
						S18	IT Contract Maintenance
						S19	Legal Services
						S20	Lobby Services- Fed
						S21	Lobby Services- State
						S22	Other Outside Services
						S23	Other Building Services
						S25	Police Services and Traffic Control
						S26	Paving
						S28	Advertising - Outside Services
						S29	Advertising - Photography - Conv Only- Disable
						S30	Contractor Services- DUMP- Conv Only- Disable
						S31	Contractor Vehicles + Equip - Conv Only- Disable
						S32	Contractor Services- Other- Conv Only- Disable
						S33	Contractor- Unit Price- Conv Only- Disable
						S34	Contractor- Fixed Price - Conv Only- Disable
						S35	Contractor Labor - Conv Only- Disable
						S36	Other Outside Services- CT Low-level waste - Conv Only- Disable
						S37	Other Outside Services- Tree Hourly - Conv Only- Disable
						S38	Other Outside Services- Tree Lump Sum - Conv Only- Disable
						S39	Other Outside Services- Other - Conv Only- Disable
						S40	Other Building Services- Operations and Maint - Conv Only- Disable
						S41	Other Building Services- Operations and Maint
						S42	Advertising - Production Design
						S43	Advertising - Photography
						S44	Contractor Services- DUMP
						S45	Contractor Vehicles + Equip
						S46	Contractor Services- Other
						S47	Contractor- Unit Price
						S48	Contractor- Fixed Price
						S49	Contractor Labor
						S65	Other Outside Services- CT Low-level waste
						S66	Other Outside Services- Tree Planned
						S67	Other Outside Services- Tree Unplanned
						S68	Other Outside Services- Other
						S70	Parking

Accounting Manual

Cost Elements Hierarchy

Parent	Description	Rollup	Description	Sub rollup	Description	Cost Element	Description
NLO	Non-Labor	OSO	OS Svc-Contr	S10	Outside Services	S71	Grounds Maintenance
						S72	Janitorial
						S73	Maintain Buildings
						S74	Physical Security
						S75	Refuse Removal and Recycling
						S76	Snow Removal
						S77	Electricity
						S78	Natural Gas
						S79	Heating Oil
						S80	Heating Steam
						S81	Water and Sewer
						S82	Outside Contractors- Deferred Storm- Acct Use Only Disable
						S83	ESO Contractor-Company Vehicle
						S84	Cloud Computing
						U04	UVL- Police Serv + Traffic Cntrl
						U05	UVL- Paving
						U06	UVL-Contractor Veh + Equip
						U07	UVL-Contractor Services- Other
						U08	UVL-Contractor Labor
						U09	UVL-Other Outside Serv-Tree Hr
						U10	UVL-Other Outside Serv-Tree Lump Sum
		OS1	OS Svc-Contr Env	E50	Environmental Outside Services	S50	Environmental Outside Services
						S51	Licensing and Permitting
						S52	Storm Spill Response and Disposal
						S53	Compliance Assistance-Fees-Plans
						S54	Other Costs
						S57	Reserve Site Remediation
						S58	Facility Waste Haz-Non haz-PCB-Universal
						S59	Spill Response and Disposal
						S60	Manholes and Vaults
						S61	Scrap Electric Equipment
						S62	Spoils Management
						S63	Treated-Mixed Wood
						U02	UVL-Environ Outside Services
						U03	UVL-Spoils Management
		T00	Taxes Total	T10	Taxes	T11	Income Tax - Current
						T12	Income Tax - Deferred
						T17	Franchise Fees and Privilege Taxes
						T18	Other Non-Income Taxes
						T20	Other Taxes and Fees
						T21	Sales and Use Tax
						T22	Gross Earnings Tax
						T25	Insurance Excise Tax
				T50	Total Employer Paid Tax	T13	Medicare Tax
						T14	FICA Tax
						T24	Unemployment Tax
						T26	Massachusetts Health Tax
						T27	Tax Withholding
		V00	Vehicles	V10	Vehicle Expenses	V11	Fuel
						V12	Auto Parts
						V13	Vehicle Rental
						V14	Vehicles, Rental Truck Dd
						V15	Vehicles, Rental Truck Mh
						V16	Vehicles, Rental Truck Sq
						V17	Rental Vehicle Use Credit
						V18	Automobile Tires
						V20	Vehicle Lease - Class 1
						V21	Vehicle Lease - Class 2
						V23	Vehicle Lease - Class 4
						V30	Shared Lease Vehicle

Accounting Manual

Cost Elements Hierarchy

Parent	Description	Rollup	Description	Sub rollup	Description	Cost Element	Description
NLO	Non-Labor	V00	Vehicles	V10	Vehicle Expenses	V32	Shared Lease Vehicles-Class 2
						V33	Shared Lease Vehicles-Class 3
						V34	Shared Lease Vehicles-Class 4
						V40	Vehicles-Class 1
						V41	Vehicles-Class 2
						V42	Vehicles-Class 2L-Large Vehicles
						V43	Vehicles-Class 2S-Small Vehicles
						V44	Vehicles-Class 3
						V45	Vehicles-Class 3S
						V46	Vehicles-Class 2M-AMR Vehicles
						V47	Vehicles-Class 4
						V48	Vehicles-Class 4F-Squirts
						V49	Vehicles-Class 4A
						V50	Vehicles-Class 4B
						V51	Vehicles-Class 4C
						V52	Vehicles-Class 4D
						V53	Vehicles-Class 4E
						V54	Vehicles-Class 4G-Aerial Platforms
						V55	Vehicles-Class 4R-Rebuilds
						V56	Vehicles-Class 5A
						V57	Vehicles-Class 5B
						V58	Vehicles-Class 5C
						V59	Vehicles-Class 5D
						V60	Vehicles-Class 5E
						V61	Vehicles-Class 5F
						V62	Vehicles-Class 6
						V63	Vehicles-Class 6A
V64	Vehicles-Class 6D						
V65	Vehicles-Class 6E						
V66	Vehicles-Class 6F						
V67	Vehicles-Class 6G						
V68	Vehicles-Class 6M-Mobiles						
V69	Vehicle GPS						
V70	Other Vehicle Expense						
V71	Vehicles-Class 1-Registrations						
V72	Vehicles-Class 2-Registrations						
V73	Vehicles-Class 3-Registrations						
V74	Vehicles-Class 4-Registrations						
V75	Vehicles-Class 5-Registrations						
V76	Vehicles-Class 6-Registrations						
V77	Vehicle Lease						
V78	Vehicles-shared lease reimbursements						
V80	Vehicle Clearing Offset						
OC3	Orig Cost Retirement	OC2	Orig Cost Retirement	OC1	Orig Cost Retirement	A92	RWIP Functionalization
						OCR	Original Cost Retirement
R00	Revenue-Accounting	R04	Revenue	R10	Retail Revenue	R11	Retail Revenue - Billed
						R12	Retail Revenue - Unbilled
						R13	Late Payment Charges
						R14	Reconnect-Reactivation Fees
						R15	Returned Check Fees
						R16	Collection Charges
						R17	Rental Revenue
						R18	Surge Protection Revenue
						R19	Borderline Revenue- Disable
						R20	Meter Data Service
						R21	Renewable Energy Certificates- Disable
						R23	OATT
						R24	Rate Reduction bonds
R25	Facility Charges						
R26	DG Rebates						
R27	Goodwill						

Accounting Manual

Cost Elements Hierarchy

Parent	Description	Rollup	Description	Sub rollup	Description	Cost Element	Description
R00	Revenue-	R04	Revenue	R10	Retail Revenue	R28	Protection Revenues- Basic
						R29	Protection Revenues- Ext
						R30	Protection Revenues- Deluxe
						R31	Co-Gens- RR
						R32	HUB- Disable
						R35	Peaker Contracts- Disable
						R36	Contract for Differences- Disable
						R37	Other Misc. Revenue and Billing adjustments
						R38	Other Misc Revenue- Revenue Initiatives
				W10	Wholesale Revenue	W11	Scheduling and Dispatch
						W12	Unreserved Use Credit
						W13	Unreserved Use Penalties
						W14	Tariffs
						W15	Other Misc. Revenues
						W16	Shared Microwave
						W18	Hydro Quebec Phase 2 AC
						W20	Hydro Quebec Line Usage
						W21	Transmission Revenues
						W22	Borderline Revenue- WS
						W23	Renewable Energy Certificates-WS
						W24	HUB-WS
		X00	Other Income	X10	Other	X11	Cable TV
						X13	Right Of Way
						X14	Pole
						X15	Wireless
						X16	Substation
						X17	Apparatus
						X22	RGGI
						X25	Power Contract Billings
R03	Revenue-General	R01	Misc Revenue	R50	Miscellaneous Revenue	R51	Miscellaneous Revenue
						R52	Rebates
						R53	Lost Base Revenues
						R54	Fiber Optic Revenue
Z00	Allocations	Z90	Alloc- AS+E	Z03	Allocation AS+E	ZAS	Admin and Eng OH- Acct Use Only
		Z91	Alloc-Mat loaders	Z08	Allocations-LS	ZLO	Lobby Stock Loader-Acct Use Only
				Z09	Allocations-SL	ZST	Stores Loader- Acct Use Only
				Z14	Allocations- BCW Loader	ZBW	BCW Loader- ACCT Use Only
		Z92	Alloc-Misc Costs Cap	Z11	Allocations- Capitalized	ZMI	Misc Dist Exp Capitalized OH-Acct Use Only
		Z93	Alloc-PR load	Z05	Allocations-NPT	ZNP	Non Productive Time Loader- Acct Use Only
				Z06	Allocations-PR	ZPB	Payroll Benefit Loader- Acct Use Only
				Z07	Allocations-GCBL	ZG5	Gen Ser Co Benefit Loader- Acct Use Only
		Z94	Alloc-Srvc Co Billing	Z12	Allocations-Service	ZSC	Service Company Allocations- Acct Use Only
		Z95	Alloc-AFUDC	Z10	Allocations-AFUDC	Z02	AFUDC ZK- Acct Use Only
		Z96	Alloc- E+S	Z04	Allocations-E+S	ZES	Engin and Super OH- Acct Use Only
						ZEB	Alloc- E+S OH Subst- Acct Use Only
						ZEL	Alloc- E+S OH Lines- Acct Use Only
		Z97	Alloc- GSF	Z15	Allocations- GSF	ZSF	Gas Service Fittings- Acct Use Only
		Z98	Alloc- Veh Clear	Z13	Allocations-Vehicle	ZVE	Vehicle Costs Clearing- Acct Use Only

**Accounting Manual**

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Cost Elements (Sequential)

Cost					
Element	Description	Rollup	Description	Parent	Description
000	Default	A01	Other Misc Acct	A00	Non Labor-Accounting
A20	Miscellaneous Journal Entries	A01	Other Misc Acct	A00	Non Labor-Accounting
A21	Miscellaneous Journal Entries Other	A01	Other Misc Acct	A00	Non Labor-Accounting
A29	Employee Incentive	A01	Other Misc Acct	A00	Non Labor-Accounting
A30	Executive Incentive	A01	Other Misc Acct	A00	Non Labor-Accounting
A31	Stock Option Incentive	A01	Other Misc Acct	A00	Non Labor-Accounting
A32	Service Company Rate of Return	A01	Other Misc Acct	A00	Non Labor-Accounting
A33	Service Company Depreciation	A01	Other Misc Acct	A00	Non Labor-Accounting
A34	Service Company Depreciation-MDM	A01	Other Misc Acct	A00	Non Labor-Accounting
A35	Service Company Depreciation-Other	A01	Other Misc Acct	A00	Non Labor-Accounting
A36	Mark to Market	A01	Other Misc Acct	A00	Non Labor-Accounting
A37	NUSart Write Offs	A01	Other Misc Acct	A00	Non Labor-Accounting
A38	Storm Reserve Fund Replenishment	A01	Other Misc Acct	A00	Non Labor-Accounting
A39	Property Taxes	A01	Other Misc Acct	A00	Non Labor-Accounting
A40	Late Payment Write Offs	A01	Other Misc Acct	A00	Non Labor-Accounting
A42	Payroll Accrual	A01	Other Misc Acct	A00	Non Labor-Accounting
A43	Hardship Costs	A01	Other Misc Acct	A00	Non Labor-Accounting
A44	EIA Gas Rebates	A01	Other Misc Acct	A00	Non Labor-Accounting
A45	Matching Payment Program	A01	Other Misc Acct	A00	Non Labor-Accounting
A46	PSNH Energy Assistance Program	A01	Other Misc Acct	A00	Non Labor-Accounting
A47	Operation Fuel	A01	Other Misc Acct	A00	Non Labor-Accounting
A48	Revenue Initiatives	A01	Other Misc Acct	A00	Non Labor-Accounting
A49	Officers Life Insurance Interest	A01	Other Misc Acct	A00	Non Labor-Accounting
A50	IT Printer Credit	A01	Other Misc Acct	A00	Non Labor-Accounting
A51	IT Printer Debit	A01	Other Misc Acct	A00	Non Labor-Accounting
A52	IT Phone Credit	A01	Other Misc Acct	A00	Non Labor-Accounting
A53	IT Phone Debit	A01	Other Misc Acct	A00	Non Labor-Accounting
A54	Storm Cost Recovery	A01	Other Misc Acct	A00	Non Labor-Accounting
A61	Contribution in Aid of Construct - Taxable	C01	Contributions	A00	Non Labor-Accounting
A62	Contribution in Aid of Construct - Non Taxable	C01	Contributions	A00	Non Labor-Accounting
A63	State Highway	R02	Reimbursables-R02	A00	Non Labor-Accounting
A64	Reimbursables	R02	Reimbursables-R02	A00	Non Labor-Accounting
A66	AFUDC Debt	AF1	Other AFUDC-Debt	A00	Non Labor-Accounting
A67	AFUDC Equity	AF2	Other AFUDC-Equity	A00	Non Labor-Accounting
A68	Other Reimbursables- Taxable	R02	Reimbursables-R02	A00	Non Labor-Accounting
A69	Reimbursables- Other	R02	Reimbursables-R02	A00	Non Labor-Accounting
A71	Depreciation	A01	Other Misc Acct	A00	Non Labor-Accounting
A72	Interest	A01	Other Misc Acct	A00	Non Labor-Accounting
A73	Payments	A01	Other Misc Acct	A00	Non Labor-Accounting
A74	Accrual	A01	Other Misc Acct	A00	Non Labor-Accounting
A75	Deferral	A01	Other Misc Acct	A00	Non Labor-Accounting
A76	Return on Prepaid+Deferred	A01	Other Misc Acct	A00	Non Labor-Accounting
A77	Amortization	A01	Other Misc Acct	A00	Non Labor-Accounting
A78	Reversal	A01	Other Misc Acct	A00	Non Labor-Accounting
A79	Capital Accruals	A01	Other Misc Acct	A00	Non Labor-Accounting
A83	Deferred Income Taxes-FAS109 - Gross-up	A01	Other Misc Acct	A00	Non Labor-Accounting
A84	Intercompany Allocations	A01	Other Misc Acct	A00	Non Labor-Accounting
A85	Miscellaneous Accounting Adjustments	A01	Other Misc Acct	A00	Non Labor-Accounting
A86	Bad Debt-Uncollectible	A01	Other Misc Acct	A00	Non Labor-Accounting
A88	Error Suspense	A01	Other Misc Acct	A00	Non Labor-Accounting
A89	Reclassification	A01	Other Misc Acct	A00	Non Labor-Accounting
A91	Contrib in Aid of Construc-Taxable	A01	Other Misc Acct	A00	Non Labor-Accounting
A92	RWIP Functionalization	OC2	Orig Cost Retirement- OC2	OC3	Orig Cost Retirement- OC3
B11	Bank Service Charge	FPO	Fees + Payments	NLO	Non-Labor
B12	Communications Usage Charge	FPO	Fees + Payments	NLO	Non-Labor
B13	Community Reputation Donations-taxable	FPO	Fees + Payments	NLO	Non-Labor
B14	Donations- Dollars for Doers	FPO	Fees + Payments	NLO	Non-Labor
B15	Donations- Pledge Partners	FPO	Fees + Payments	NLO	Non-Labor
B16	Donations- Matching Gifts	FPO	Fees + Payments	NLO	Non-Labor
B17	Donations- Other	FPO	Fees + Payments	NLO	Non-Labor
B18	Donations- CT Housing Credit	FPO	Fees + Payments	NLO	Non-Labor
B19	Freight	FPO	Fees + Payments	NLO	Non-Labor
B20	General Supplies	FPO	Fees + Payments	NLO	Non-Labor
B21	Postage and Delivery Services	FPO	Fees + Payments	NLO	Non-Labor
B22	Printing-Copying-Records	FPO	Fees + Payments	NLO	Non-Labor
B23	Reimbursements	FPO	Fees + Payments	NLO	Non-Labor
B24	Other Business Expense	FPO	Fees + Payments	NLO	Non-Labor
B25	Telephone	FPO	Fees + Payments	NLO	Non-Labor
B26	Donations- Corp Tables + Sponsor	FPO	Fees + Payments	NLO	Non-Labor

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Cost Elements (Sequential)

Cost Element	Description	Rollup	Description	Parent	Description
B27	Donations- Signature Grants	FPO	Fees + Payments	NLO	Non-Labor
B28	Donations- Scholarship	FPO	Fees + Payments	NLO	Non-Labor
C14	ANP Blackstone Energy Co	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C40	Concord Interconnection Support	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C41	Concord Municipal Light Dept	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C48	Convanta Energy	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C55	Entergy Capacitor Bank Transmission	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C56	Entergy Nuclear -Off Site Pwr -Comm	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C69	Graniteridge - AES Londonderry LLC	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C79	Matep LLC - Brighton St	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C80	Matep LLC - Colburn Sta	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C91	MBTA - LNS + Dist	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
C92	Merchants Way - NAN AFC - Comm	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
CPI	Construction Period Interest -Capitalized Interest	A01	Other Misc Acct	A00	Non Labor-Accounting
D01	National Grid - Dewar St AFC	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D44	NALCOR Energy Marketing Corp	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D56	Belmont Support	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D67	Grid Support	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D74	Mirant Kendall - Facilities	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D77	NEA Interconnect Facilities Support	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D82	Sithe Mystic-Interconnection Calpine	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D84	Sithe Mystic-Interconnection	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D85	Hydro Quebec Phase 2 Support	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D86	Millenium Power Partners	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D87	Grid Nantucket LNS	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D88	Massport Local Network	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D89	National Grid - Edgar St Fac	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D90	Dartmouth Power	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
D91	Exelon West Medway	C02	Other Cust+Ven Rel	C00	Customer+Vendor Related
E11	Employee Expense Other	EE0	Employee Expenses	NLO	Non-Labor
E12	Employee Recognition Awards	EE0	Employee Expenses	NLO	Non-Labor
E13	Meals	EE0	Employee Expenses	NLO	Non-Labor
E14	Mileage	EE0	Employee Expenses	NLO	Non-Labor
E15	Miscellaneous Payroll Transactions	EE0	Employee Expenses	NLO	Non-Labor
E16	Registrations and Conference Expense	EE0	Employee Expenses	NLO	Non-Labor
E17	Travel	EE0	Employee Expenses	NLO	Non-Labor
E18	Training	EE0	Employee Expenses	NLO	Non-Labor
E19	Tuition- Disable	EE0	Employee Expenses	NLO	Non-Labor
E21	Employee Service Awards	EE0	Employee Expenses	NLO	Non-Labor
E22	Employee Contest Payments	EE0	Employee Expenses	NLO	Non-Labor
E23	Employee workers compensation expense	EE0	Employee Expenses	NLO	Non-Labor
F11	Regulatory Assessments State	FPO	Fees + Payments	NLO	Non-Labor
F12	Dues and Membership Fees	FPO	Fees + Payments	NLO	Non-Labor
F13	Regulatory Assessments FERC	FPO	Fees + Payments	NLO	Non-Labor
F14	Fees and Payments	FPO	Fees + Payments	NLO	Non-Labor
F15	Permits	FPO	Fees + Payments	NLO	Non-Labor
F16	Shareholder Fees	FPO	Fees + Payments	NLO	Non-Labor
F17	Trustee Fees and Expenses	FPO	Fees + Payments	NLO	Non-Labor
F18	Director RSUs	FPO	Fees + Payments	NLO	Non-Labor
F19	Filing Fees	FPO	Fees + Payments	NLO	Non-Labor
F20	Fees + Payments- Other	FPO	Fees + Payments	NLO	Non-Labor
G11	Budgeted Contingency Funds	G20	Budget Cont Funds	NLO	Non-Labor
G12	Low Income-Special Needs Programs	O00	Other-O00	NLO	Non-Labor
G13	Community Programs-Sponsorship	O00	Other-O00	NLO	Non-Labor
G14	Other Miscellaneous Expense	O00	Other-O00	NLO	Non-Labor
G16	Other- Deferred Storm- Acct Use Only	O00	Other-O00	NLO	Non-Labor
G17	Labor-Deferred Storm- Acct Use Only	O00	Other-O00	NLO	Non-Labor
G18	Overtime- Deferred Storm- Acct Use Only	O00	Other-O00	NLO	Non-Labor
G19	Outside Contractors- Deferred Storm- Acct Use Only	O00	Other-O00	NLO	Non-Labor
H11	Communications Equipment	M00	Material	NLO	Non-Labor
H12	Cell Phone Equipment	M00	Material	NLO	Non-Labor
I12	Debenture- 4.875%	DR1	Other Debt Related	D00	Debt Related-D00
I13	5.75% MIFA Bonds	DR1	Other Debt Related	D00	Debt Related-D00
I16	HEEC	DR1	Other Debt Related	D00	Debt Related-D00
I17	Debenture - 2.375% Series	DR1	Other Debt Related	D00	Debt Related-D00
I18	Debenture- 4.875% Series	DR1	Other Debt Related	D00	Debt Related-D00
I19	8% Note Due 2010	DR1	Other Debt Related	D00	Debt Related-D00
I20	Debenture - 5.500% Series	DR1	Other Debt Related	D00	Debt Related-D00
I21	Debenture - 5.625% Series	DR1	Other Debt Related	D00	Debt Related-D00

Accounting Manual

Cost Elements (Sequential)

Cost					
Element	Description	Rollup	Description	Parent	Description
I22	Debenture - 5.75% Series	DR1	Other Debt Related	D00	Debt Related-D00
I23	6.662% Bank Loan	DR1	Other Debt Related	D00	Debt Related-D00
I25	LTD 300M 4.40%	DR1	Other Debt Related	D00	Debt Related-D00
I28	Revolver Expenses	DR1	Other Debt Related	D00	Debt Related-D00
I29	Series J - 9.95%	DR1	Other Debt Related	D00	Debt Related-D00
I30	Series K - 7.11%	DR1	Other Debt Related	D00	Debt Related-D00
I31	Series M- 7.04%	DR1	Other Debt Related	D00	Debt Related-D00
I32	Series N - 4.46%	DR1	Other Debt Related	D00	Debt Related-D00
I33	Series A- 5.375% - 2007	DR1	Other Debt Related	D00	Debt Related-D00
I34	Series B- 5.75% - 2007	DR1	Other Debt Related	D00	Debt Related-D00
I35	Series C- 5.750% - 2007	DR1	Other Debt Related	D00	Debt Related-D00
I36	Series D- 6.375% -2007	DR1	Other Debt Related	D00	Debt Related-D00
I37	Series A- 5.650% -2008	DR1	Other Debt Related	D00	Debt Related-D00
I38	Series A-5.500% - 2009	DR1	Other Debt Related	D00	Debt Related-D00
I39	Series D- 7.875% - 1994	DR1	Other Debt Related	D00	Debt Related-D00
I40	1996 Series A PCRB	DR1	Other Debt Related	D00	Debt Related-D00
I43	Series A- 4.800% - 2004	DR1	Other Debt Related	D00	Debt Related-D00
I44	Series B- 5.750% - 2004	DR1	Other Debt Related	D00	Debt Related-D00
I46	Series A- 5.000% - 2005	DR1	Other Debt Related	D00	Debt Related-D00
I47	Series B- 5.625% - 2005	DR1	Other Debt Related	D00	Debt Related-D00
I48	Series A- 6.350% - 2006	DR1	Other Debt Related	D00	Debt Related-D00
I50	2011 Series A PCRB	DR1	Other Debt Related	D00	Debt Related-D00
I52	Series A- 2.500% - 2013	DR1	Other Debt Related	D00	Debt Related-D00
I53	Series N- 6.15% - 2007	DR1	Other Debt Related	D00	Debt Related-D00
I54	Series P- 4.50% - 2009	DR1	Other Debt Related	D00	Debt Related-D00
I55	Series O- 6.00% 2008	DR1	Other Debt Related	D00	Debt Related-D00
I56	Series L- 5.25% - 2004	DR1	Other Debt Related	D00	Debt Related-D00
I57	Series M- 5.60% -2005	DR1	Other Debt Related	D00	Debt Related-D00
I58	2001 Series A PCRB	DR1	Other Debt Related	D00	Debt Related-D00
I61	Series R- 3.20% - 2011	DR1	Other Debt Related	D00	Debt Related-D00
I62	Series Q- 4.05% - 2011	DR1	Other Debt Related	D00	Debt Related-D00
I63	Series E- 5.10% - 2010	DR1	Other Debt Related	D00	Debt Related-D00
I64	Series D-6.700% - 2007	DR1	Other Debt Related	D00	Debt Related-D00
I65	Series C- 5.24% - 2005	DR1	Other Debt Related	D00	Debt Related-D00
I66	Series B- 5.90% - 2004	DR1	Other Debt Related	D00	Debt Related-D00
I68	Series F- 3.50% -2011	DR1	Other Debt Related	D00	Debt Related-D00
I69	Series F- 3.50% -2012	DR1	Other Debt Related	D00	Debt Related-D00
I73	Series E- 1.45% Senior Note	DR1	Other Debt Related	D00	Debt Related-D00
I74	Series F- 2.80% Senior Note	DR1	Other Debt Related	D00	Debt Related-D00
I75	Series B- 8.48% 1992	DR1	Other Debt Related	D00	Debt Related-D00
I76	Series H- 5.26% 2004	DR1	Other Debt Related	D00	Debt Related-D00
I78	Series I- 5.35% 2005	DR1	Other Debt Related	D00	Debt Related-D00
I79	Series K- 4.87% 2010	DR1	Other Debt Related	D00	Debt Related-D00
I80	Series J- 6.90% 2008	DR1	Other Debt Related	D00	Debt Related-D00
I81	2013 Floating Rate Deb	DR1	Other Debt Related	D00	Debt Related-D00
I82	2014 Series A	DR1	Other Debt Related	D00	Debt Related-D00
I83	Series G 3.88% 2013	DR1	Other Debt Related	D00	Debt Related-D00
I84	Series L 4.82% 2014	DR1	Other Debt Related	D00	Debt Related-D00
I85	Debenture \$200M issued 2013	DR1	Other Debt Related	D00	Debt Related-D00
I86	Debenture \$300M issued 2014	DR1	Other Debt Related	D00	Debt Related-D00
I87	\$200M issued April 2013 LTD NS	DR1	Other Debt Related	D00	Debt Related-D00
I88	Series G NUP	DR1	Other Debt Related	D00	Debt Related-D00
I89	Series H NUP	DR1	Other Debt Related	D00	Debt Related-D00
I90	CL+P Series 2015	DR1	Other Debt Related	D00	Debt Related-D00
I91	2015 NE Debt Issuance	DR1	Other Debt Related	D00	Debt Related-D00
I92	2015 YG Debt Issuance	DR1	Other Debt Related	D00	Debt Related-D00
I93	2015 NG Debt Issuance	DR1	Other Debt Related	D00	Debt Related-D00
I94	2015 WMECO Debt Issuance	DR1	Other Debt Related	D00	Debt Related-D00
I95	2017 PSNH Debt Issuance	DR1	Other Debt Related	D00	Debt Related-D00
I96	CLP 2017 Series A	DR1	Other Debt Related	D00	Debt Related-D00
I97	WMECO 2016 Issuance	DR1	Other Debt Related	D00	Debt Related-D00
I98	NE 2016 Issuance	DR1	Other Debt Related	D00	Debt Related-D00
I99	EP 2016 Issuance Series I	DR1	Other Debt Related	D00	Debt Related-D00
IA1	EP Sept 2016 Issuance Series J	DR1	Other Debt Related	D00	Debt Related-D00
IA2	2017 PSNH Securitization	DR1	Other Debt Related	D00	Debt Related-D00
IA3	2017 EP Series K	DR1	Other Debt Related	D00	Debt Related-D00
IA4	2014 EP Series L	DR1	Other Debt Related	D00	Debt Related-D00
IA5	2018 CL+P Series A	DR1	Other Debt Related	D00	Debt Related-D00
IA6	2017 NSTAR Electric Issuance	DR1	Other Debt Related	D00	Debt Related-D00

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Cost Elements (Sequential)

Cost		Rollup	Description	Parent	Description
Element	Description				
IA9	2017 Series N YG	DR1	Other Debt Related	D00	Debt Related-D00
IB1	EP 2018 Issuance Series L	DR1	Other Debt Related	D00	Debt Related-D00
IB3	2018 YG FMB Series O	DR1	Other Debt Related	D00	Debt Related-D00
IR1	Tranch1	DR1	Other Debt Related	D00	Debt Related-D00
IR2	Tranch2	DR1	Other Debt Related	D00	Debt Related-D00
IR3	Tranch3	DR1	Other Debt Related	D00	Debt Related-D00
J11	Building leases	J00	Rents + Leases	NL0	Non-Labor
J12	Communication Leases	J00	Rents + Leases	NL0	Non-Labor
J13	Railroad Leases	J00	Rents + Leases	NL0	Non-Labor
J14	Computer Leases	J00	Rents + Leases	NL0	Non-Labor
J15	Other Leases	J00	Rents + Leases	NL0	Non-Labor
J16	Rent Expense-Internal	J00	Rents + Leases	NL0	Non-Labor
J17	Rent Expense-External	J00	Rents + Leases	NL0	Non-Labor
J18	Rent Income -Internal	J00	Rents + Leases	NL0	Non-Labor
J19	Rent Income- External	J00	Rents + Leases	NL0	Non-Labor
K11	Software	FPO	Fees + Payments	NL0	Non-Labor
K12	Hardware	FPO	Fees + Payments	NL0	Non-Labor
K13	Other IT Expense	FPO	Fees + Payments	NL0	Non-Labor
L11	Labor Straight Time Exempt	L01	Labor	L00	Labor-General Use
L12	Labor Straight Time Non-Exempt	L01	Labor	L00	Labor-General Use
L13	Labor Straight Time Non Regular	L01	Labor	L00	Labor-General Use
L14	Exempt Hours Beyond Schedule-Unpaid	L01	Labor	L00	Labor-General Use
L15	Labor-Deferred Storm- Acct Use Only- Disable	L01	Labor	L00	Labor-General Use
L21	Labor Overtime Exempt	L25	Overtime Labor	L00	Labor-General Use
L22	Labor Overtime Non-Exempt	L25	Overtime Labor	L00	Labor-General Use
L23	Labor Overtime Non Regular	L25	Overtime Labor	L00	Labor-General Use
L24	Overtime- Deferred Storm- Acct Use Only Disable	L25	Overtime Labor	L00	Labor-General Use
L31	Labor Non Productive Exempt	L01	Labor	L00	Labor-General Use
L32	Labor Non Productive Non-Exempt	L01	Labor	L00	Labor-General Use
L33	Labor Non Productive Non Regular	L01	Labor	L00	Labor-General Use
L34	Labor Non Productive Inclement Weather Non-Exempt	L01	Labor	L00	Labor-General Use
L35	Labor Non Productive Rest Time Non-Exempt	L01	Labor	L00	Labor-General Use
L39	Budgeted Float	L01	Labor	L00	Labor-General Use
L41	Labor Premium and Special Exempt	L01	Labor	L00	Labor-General Use
L42	Labor Premium and Special Non-Exempt	L01	Labor	L00	Labor-General Use
L43	Labor Premium and Special Non Regular	L01	Labor	L00	Labor-General Use
L51	Other Benefits	B01	Benefits-B01	B00	Benefits
L52	Medical	B01	Benefits-B01	B00	Benefits
L53	Vision	B01	Benefits-B01	B00	Benefits
L54	Prescription	B01	Benefits-B01	B00	Benefits
L55	Dental	B01	Benefits-B01	B00	Benefits
L56	Life Insurance	B01	Benefits-B01	B00	Benefits
L57	Short Term Disability	B01	Benefits-B01	B00	Benefits
L58	SERP	B01	Benefits-B01	B00	Benefits
L59	Non-SERP	B01	Benefits-B01	B00	Benefits
L60	Pension	B01	Benefits-B01	B00	Benefits
L61	401K Plan	B01	Benefits-B01	B00	Benefits
L62	K-Vantage	B01	Benefits-B01	B00	Benefits
L63	PBOP	B01	Benefits-B01	B00	Benefits
L64	ESOP	B01	Benefits-B01	B00	Benefits
L65	FAS106 Retiree Healthcare	B01	Benefits-B01	B00	Benefits
L66	Medvantage	B01	Benefits-B01	B00	Benefits
L67	Non-Qualified Pension	B01	Benefits-B01	B00	Benefits
L68	Medical Reimbursement	B01	Benefits-B01	B00	Benefits
L70	Long Term Disability	B01	Benefits-B01	B00	Benefits
L71	401K Admin	B01	Benefits-B01	B00	Benefits
L72	Savings Plan Match	B01	Benefits-B01	B00	Benefits
L73	Education Reimbursements	B01	Benefits-B01	B00	Benefits
LC0	Labor Converted NSTAR	L01	Labor	L00	Labor-General Use
M11	Materials- Purchased	M00	Material	NL0	Non-Labor
M12	Materials- Stores	M00	Material	NL0	Non-Labor
M13	Property Purchases	M00	Material	NL0	Non-Labor
M14	Contractor Materials	OSO	OS Svc-Contr	NL0	Non-Labor
M15	Material Salvage	M02	Salvage	NL0	Non-Labor
M16	Materials- Investment Recovery Tracking	M00	Material	NL0	Non-Labor
M17	Materials- Direct Purchase Distribution Trans	M00	Material	NL0	Non-Labor
M18	Materials- NNECO Tool Whse	M00	Material	NL0	Non-Labor
MAX	Stores over 25K	M00	Material	NL0	Non-Labor
MAX	Stores Loader Cap	M00	Material	NL0	Non-Labor

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Cost Elements (Sequential)

Cost					
Element	Description	Rollup	Description	Parent	Description
N11	Public Liability Claims	FPO	Fees + Payments	NL0	Non-Labor
N12	Credit Card Fees	FPO	Fees + Payments	NL0	Non-Labor
N13	Excess Liability	FPO	Fees + Payments	NL0	Non-Labor
N14	Workers Compensation Claims	FPO	Fees + Payments	NL0	Non-Labor
N15	Workers Compensation Premium	FPO	Fees + Payments	NL0	Non-Labor
N16	Directors and Officers Premium	FPO	Fees + Payments	NL0	Non-Labor
N17	Property Insurance	FPO	Fees + Payments	NL0	Non-Labor
N19	Safety Programs	FPO	Fees + Payments	NL0	Non-Labor
N21	Automobile Liability Premiums	FPO	Fees + Payments	NL0	Non-Labor
N22	Cyber Risk Insurance	FPO	Fees + Payments	NL0	Non-Labor
N23	Fiduciary Insurance	FPO	Fees + Payments	NL0	Non-Labor
N24	Policyholder Distribution	FPO	Fees + Payments	NL0	Non-Labor
OCR	Original Cost Retirement	OC2	Orig Cost Retirement- OC2	OC3	Orig Cost Retirement- OC3
PAY	Intercompany Payables	IC1	Intercompany-IC1	IC0	Intercompany
R11	Retail Revenue - Billed	R04	Revenue	R00	Revenue-Accounting
R12	Retail Revenue - Unbilled	R04	Revenue	R00	Revenue-Accounting
R13	Late Payment Charges	R04	Revenue	R00	Revenue-Accounting
R14	Reconnect-Reactivation Fees	R04	Revenue	R00	Revenue-Accounting
R15	Returned Check Fees	R04	Revenue	R00	Revenue-Accounting
R16	Collection Charges	R04	Revenue	R00	Revenue-Accounting
R17	Rental Revenue	R04	Revenue	R00	Revenue-Accounting
R18	Surge Protection Revenue	R04	Revenue	R00	Revenue-Accounting
R19	Borderline Revenue- Disable	R04	Revenue	R00	Revenue-Accounting
R20	Meter Data Service	R04	Revenue	R00	Revenue-Accounting
R21	Renewable Energy Certificates- Disable	R04	Revenue	R00	Revenue-Accounting
R23	OATT	R04	Revenue	R00	Revenue-Accounting
R24	Rate Reduction bonds	R04	Revenue	R00	Revenue-Accounting
R25	Facility Charges	R04	Revenue	R00	Revenue-Accounting
R26	DG Rebates	R04	Revenue	R00	Revenue-Accounting
R27	Goodwill	R04	Revenue	R00	Revenue-Accounting
R28	Protection Revenues- Basic	R04	Revenue	R00	Revenue-Accounting
R29	Protection Revenues- Ext	R04	Revenue	R00	Revenue-Accounting
R30	Protection Revenues- Deluxe	R04	Revenue	R00	Revenue-Accounting
R31	Co-Gens- RR	R04	Revenue	R00	Revenue-Accounting
R32	HUB- Disable	R04	Revenue	R00	Revenue-Accounting
R35	Peaker Contracts- Disable	R04	Revenue	R00	Revenue-Accounting
R36	Contract for Differences- Disable	R04	Revenue	R00	Revenue-Accounting
R37	Other Misc. Revenue and Billing adjustments	R04	Revenue	R00	Revenue-Accounting
R38	Other Misc Revenue- Revenue Initiatives	R04	Revenue	R00	Revenue-Accounting
R51	Miscellaneous Revenue	R01	Misc Revenue	R03	Revenue-General
R52	Rebates	R01	Misc Revenue	R03	Revenue-General
R53	Lost Base Revenues	R01	Misc Revenue	R03	Revenue-General
R54	Fiber Optic Revenue	R01	Misc Revenue	R03	Revenue-General
REC	Intercompany Receivables	IC1	Intercompany-IC1	IC0	Intercompany
S11	Advertising Services	OS0	OS Svc-Contr	NL0	Non-Labor
S12	Audit Services	OS0	OS Svc-Contr	NL0	Non-Labor
S13	Collection Agencies	OS0	OS Svc-Contr	NL0	Non-Labor
S14	Contractor Services	OS0	OS Svc-Contr	NL0	Non-Labor
S15	Consulting Services	OS0	OS Svc-Contr	NL0	Non-Labor
S16	Engineering Design Services	OS0	OS Svc-Contr	NL0	Non-Labor
S17	IT Outside Services	OS0	OS Svc-Contr	NL0	Non-Labor
S18	IT Contract Maintenance	OS0	OS Svc-Contr	NL0	Non-Labor
S19	Legal Services	OS0	OS Svc-Contr	NL0	Non-Labor
S20	Lobby Services- Fed	OS0	OS Svc-Contr	NL0	Non-Labor
S21	Lobby Services- State	OS0	OS Svc-Contr	NL0	Non-Labor
S22	Other Outside Services	OS0	OS Svc-Contr	NL0	Non-Labor
S23	Other Building Services	OS0	OS Svc-Contr	NL0	Non-Labor
S25	Police Services and Traffic Control	OS0	OS Svc-Contr	NL0	Non-Labor
S26	Paving	OS0	OS Svc-Contr	NL0	Non-Labor
S27	Joint Line Billing	JL0	Joint Line Billing-JL0	NL0	Non-Labor
S28	Advertising - Outside Services	OS0	OS Svc-Contr	NL0	Non-Labor
S29	Advertising - Photography - Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S30	Contractor Services- DUMP- Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S31	Contractor Vehicles + Equip - Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S32	Contractor Services- Other- Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S33	Contractor- Unit Price- Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S34	Contractor- Fixed Price - Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S35	Contractor Labor - Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S36	Other Outside Services- CT Low-level waste - Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor

Accounting Manual

Cost Elements (Sequential)

Cost Element	Description	Rollup	Description	Parent	Description
S37	Other Outside Services- Tree Hourly - Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S38	Other Outside Services- Tree Lump Sum - Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S39	Other Outside Services- Other - Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S40	Other Building Services- Operations and Maint - Conv Only- Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S41	Other Building Services- Operations and Maint	OS0	OS Svc-Contr	NL0	Non-Labor
S42	Advertising - Production Design	OS0	OS Svc-Contr	NL0	Non-Labor
S43	Advertising - Photography	OS0	OS Svc-Contr	NL0	Non-Labor
S44	Contractor Services- DUMP	OS0	OS Svc-Contr	NL0	Non-Labor
S45	Contractor Vehicles + Equip	OS0	OS Svc-Contr	NL0	Non-Labor
S46	Contractor Services- Other	OS0	OS Svc-Contr	NL0	Non-Labor
S47	Contractor- Unit Price	OS0	OS Svc-Contr	NL0	Non-Labor
S48	Contractor- Fixed Price	OS0	OS Svc-Contr	NL0	Non-Labor
S49	Contractor Labor	OS0	OS Svc-Contr	NL0	Non-Labor
S50	Environmental Outside Services	OS1	OS Svc-Contr Env	NL0	Non-Labor
S51	Licensing and Permitting	OS1	OS Svc-Contr Env	NL0	Non-Labor
S52	Storm Spill Response and Disposal	OS1	OS Svc-Contr Env	NL0	Non-Labor
S53	Compliance Assistance-Fees-Plans	OS1	OS Svc-Contr Env	NL0	Non-Labor
S54	Other Costs	OS1	OS Svc-Contr Env	NL0	Non-Labor
S57	Reserve Site Remediation	OS1	OS Svc-Contr Env	NL0	Non-Labor
S58	Facility Waste Haz-Non haz-PCB-Universal	OS1	OS Svc-Contr Env	NL0	Non-Labor
S59	Spill Response and Disposal	OS1	OS Svc-Contr Env	NL0	Non-Labor
S60	Manholes and Vaults	OS1	OS Svc-Contr Env	NL0	Non-Labor
S61	Scrap Electric Equipment	OS1	OS Svc-Contr Env	NL0	Non-Labor
S62	Spoils Management	OS1	OS Svc-Contr Env	NL0	Non-Labor
S63	Treated-Mixed Wood	OS1	OS Svc-Contr Env	NL0	Non-Labor
S65	Other Outside Services- CT Low-level waste	OS0	OS Svc-Contr	NL0	Non-Labor
S66	Other Outside Services- Tree Planned	OS0	OS Svc-Contr	NL0	Non-Labor
S67	Other Outside Services- Tree Unplanned	OS0	OS Svc-Contr	NL0	Non-Labor
S68	Other Outside Services- Other	OS0	OS Svc-Contr	NL0	Non-Labor
S70	Parking	OS0	OS Svc-Contr	NL0	Non-Labor
S71	Grounds Maintenance	OS0	OS Svc-Contr	NL0	Non-Labor
S72	Janitorial	OS0	OS Svc-Contr	NL0	Non-Labor
S73	Maintain Buildings	OS0	OS Svc-Contr	NL0	Non-Labor
S74	Physical Security	OS0	OS Svc-Contr	NL0	Non-Labor
S75	Refuse Removal and Recycling	OS0	OS Svc-Contr	NL0	Non-Labor
S76	Snow Removal	OS0	OS Svc-Contr	NL0	Non-Labor
S77	Electricity	OS0	OS Svc-Contr	NL0	Non-Labor
S78	Natural Gas	OS0	OS Svc-Contr	NL0	Non-Labor
S79	Heating Oil	OS0	OS Svc-Contr	NL0	Non-Labor
S80	Heating Steam	OS0	OS Svc-Contr	NL0	Non-Labor
S81	Water and Sewer	OS0	OS Svc-Contr	NL0	Non-Labor
S82	Outside Contractors- Deferred Storm- Acct Use Only Disable	OS0	OS Svc-Contr	NL0	Non-Labor
S83	ESO Contractor-Company Vehicle	OS0	OS Svc-Contr	NL0	Non-Labor
S84	Cloud Computing	OS0	OS Svc-Contr	NL0	Non-Labor
T11	Income Tax - Current	T00	Taxes Total	NL0	Non-Labor
T12	Income Tax - Deferred	T00	Taxes Total	NL0	Non-Labor
T13	Medicare Tax	T00	Taxes Total	NL0	Non-Labor
T14	FICA Tax	T00	Taxes Total	NL0	Non-Labor
T17	Franchise Fees and Privilege Taxes	T00	Taxes Total	NL0	Non-Labor
T18	Other Non-income Taxes	T00	Taxes Total	NL0	Non-Labor
T20	Other Taxes and Fees	T00	Taxes Total	NL0	Non-Labor
T21	Sales and Use Tax	T00	Taxes Total	NL0	Non-Labor
T22	Gross Earnings Tax	T00	Taxes Total	NL0	Non-Labor
T24	Unemployment Tax	T00	Taxes Total	NL0	Non-Labor
T25	Insurance Excise Tax	T00	Taxes Total	NL0	Non-Labor
T26	Massachusetts Health Tax	T00	Taxes Total	NL0	Non-Labor
T27	Tax Withholding	T00	Taxes Total	NL0	Non-Labor
U01	UVL- Materials Purchased	M00	Material	NL0	Non-Labor
U02	UVL-Environ Outside Services	OS1	OS Svc-Contr Env	NL0	Non-Labor
U03	UVL-Spoils Management	OS1	OS Svc-Contr Env	NL0	Non-Labor
U04	UVL- Police Serv + Traffic Cntrl	OS0	OS Svc-Contr	NL0	Non-Labor
U05	UVL- Paving	OS0	OS Svc-Contr	NL0	Non-Labor
U06	UVL-Contractor Veh + Equip	OS0	OS Svc-Contr	NL0	Non-Labor
U07	UVL-Contractor Services- Other	OS0	OS Svc-Contr	NL0	Non-Labor
U08	UVL-Contractor Labor	OS0	OS Svc-Contr	NL0	Non-Labor
U09	UVL-Other Outside Serv-Tree Hr	OS0	OS Svc-Contr	NL0	Non-Labor
U10	UVL-Other Outside Serv-Tree Lump Sum	OS0	OS Svc-Contr	NL0	Non-Labor
UVL	Unvouchered Liabilities	A01	Other Misc Acct	A00	Non Labor-Accounting
V11	Fuel	V00	Vehicles	NL0	Non-Labor

Accounting Manual

Cost Elements (Sequential)

Cost		Rollup	Description	Parent	Description
Element	Description				
V12	Auto Parts	V00	Vehicles	NL0	Non-Labor
V13	Vehicle Rental	V00	Vehicles	NL0	Non-Labor
V14	Vehicles, Rental Truck Dd	V00	Vehicles	NL0	Non-Labor
V15	Vehicles, Rental Truck Mh	V00	Vehicles	NL0	Non-Labor
V16	Vehicles, Rental Truck Sq	V00	Vehicles	NL0	Non-Labor
V17	Rental Vehicle Use Credit	V00	Vehicles	NL0	Non-Labor
V18	Automobile Tires	V00	Vehicles	NL0	Non-Labor
V20	Vehicle Lease - Class 1	V00	Vehicles	NL0	Non-Labor
V21	Vehicle Lease - Class 2	V00	Vehicles	NL0	Non-Labor
V23	Vehicle Lease - Class 4	V00	Vehicles	NL0	Non-Labor
V30	Shared Lease Vehicle	V00	Vehicles	NL0	Non-Labor
V32	Shared Lease Vehicles-Class 2	V00	Vehicles	NL0	Non-Labor
V33	Shared Lease Vehicles-Class 3	V00	Vehicles	NL0	Non-Labor
V34	Shared Lease Vehicles-Class 4	V00	Vehicles	NL0	Non-Labor
V40	Vehicles-Class 1	V00	Vehicles	NL0	Non-Labor
V41	Vehicles-Class 2	V00	Vehicles	NL0	Non-Labor
V42	Vehicles-Class 2L-Large Vehicles	V00	Vehicles	NL0	Non-Labor
V43	Vehicles-Class 2S-Small Vehicles	V00	Vehicles	NL0	Non-Labor
V44	Vehicles-Class 3	V00	Vehicles	NL0	Non-Labor
V45	Vehicles-Class 3S	V00	Vehicles	NL0	Non-Labor
V46	Vehicles-Class 2M-AMR Vehicles	V00	Vehicles	NL0	Non-Labor
V47	Vehicles-Class 4	V00	Vehicles	NL0	Non-Labor
V48	Vehicles-Class 4F-Squirts	V00	Vehicles	NL0	Non-Labor
V49	Vehicles-Class 4A	V00	Vehicles	NL0	Non-Labor
V50	Vehicles-Class 4B	V00	Vehicles	NL0	Non-Labor
V51	Vehicles-Class 4C	V00	Vehicles	NL0	Non-Labor
V52	Vehicles-Class 4D	V00	Vehicles	NL0	Non-Labor
V53	Vehicles-Class 4E	V00	Vehicles	NL0	Non-Labor
V54	Vehicles-Class 4G-Aerial Platforms	V00	Vehicles	NL0	Non-Labor
V55	Vehicles-Class 4R-Rebuilds	V00	Vehicles	NL0	Non-Labor
V56	Vehicles-Class 5A	V00	Vehicles	NL0	Non-Labor
V57	Vehicles-Class 5B	V00	Vehicles	NL0	Non-Labor
V58	Vehicles-Class 5C	V00	Vehicles	NL0	Non-Labor
V59	Vehicles-Class 5D	V00	Vehicles	NL0	Non-Labor
V60	Vehicles-Class 5E	V00	Vehicles	NL0	Non-Labor
V61	Vehicles-Class 5F	V00	Vehicles	NL0	Non-Labor
V62	Vehicles-Class 6	V00	Vehicles	NL0	Non-Labor
V63	Vehicles-Class 6A	V00	Vehicles	NL0	Non-Labor
V64	Vehicles-Class 6D	V00	Vehicles	NL0	Non-Labor
V65	Vehicles-Class 6E	V00	Vehicles	NL0	Non-Labor
V66	Vehicles-Class 6F	V00	Vehicles	NL0	Non-Labor
V67	Vehicles-Class 6G	V00	Vehicles	NL0	Non-Labor
V68	Vehicles-Class 6M-Mobiles	V00	Vehicles	NL0	Non-Labor
V69	Vehicle GPS	V00	Vehicles	NL0	Non-Labor
V70	Other Vehicle Expense	V00	Vehicles	NL0	Non-Labor
V71	Vehicles-Class 1-Registrations	V00	Vehicles	NL0	Non-Labor
V72	Vehicles-Class 2-Registrations	V00	Vehicles	NL0	Non-Labor
V73	Vehicles-Class 3-Registrations	V00	Vehicles	NL0	Non-Labor
V74	Vehicles-Class 4-Registrations	V00	Vehicles	NL0	Non-Labor
V75	Vehicles-Class 5-Registrations	V00	Vehicles	NL0	Non-Labor
V76	Vehicles-Class 6-Registrations	V00	Vehicles	NL0	Non-Labor
V77	Vehicle Lease	V00	Vehicles	NL0	Non-Labor
V78	Vehicles-shared lease reimbursements	V00	Vehicles	NL0	Non-Labor
V80	Vehicle Clearing Offset	V00	Vehicles	NL0	Non-Labor
W11	Scheduling and Dispatch	R04	Revenue	R00	Revenue-Accounting
W12	Unreserved Use Credit	R04	Revenue	R00	Revenue-Accounting
W13	Unreserved Use Penalties	R04	Revenue	R00	Revenue-Accounting
W14	Tariffs	R04	Revenue	R00	Revenue-Accounting
W15	Other Misc. Revenues	R04	Revenue	R00	Revenue-Accounting
W16	Shared Microwave	R04	Revenue	R00	Revenue-Accounting
W18	Hydro Quebec Phase 2 AC	R04	Revenue	R00	Revenue-Accounting
W20	Hydro Quebec Line Usage	R04	Revenue	R00	Revenue-Accounting
W21	Transmission Revenues	R04	Revenue	R00	Revenue-Accounting
W22	Borderline Revenue- WS	R04	Revenue	R00	Revenue-Accounting
W23	Renewable Energy Certificates-WS	R04	Revenue	R00	Revenue-Accounting
W24	HUB-WS	R04	Revenue	R00	Revenue-Accounting
W25	Co-Gens- WS	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W26	Peaker Contracts-WS	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W27	Contract for Differences-WS	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting

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Cost Elements (Sequential)

Cost					
Element	Description	Rollup	Description	Parent	Description
W28	Borderline Expenses	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W29	Renewable Energy Cert- Exp	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W30	HUB- Exp	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W31	Shared Microwave- Exp	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W51	Other Misc. Expenses	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W52	Hydro Quebec Phase 1 Exp	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W53	Hydro Quebec Phase 2 AC Exp	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W54	Hydro Quebec Phase 2 DC Exp	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W55	Hydro Quebec Line Usage Exp	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
W56	Transmission Expense	W00	Wholesale Expenses-W00	A00	Non Labor-Accounting
X11	Cable TV	X00	Other Income	R00	Revenue-Accounting
X13	Right Of Way	X00	Other Income	R00	Revenue-Accounting
X14	Pole	X00	Other Income	R00	Revenue-Accounting
X15	Wireless	X00	Other Income	R00	Revenue-Accounting
X16	Substation	X00	Other Income	R00	Revenue-Accounting
X17	Apparatus	X00	Other Income	R00	Revenue-Accounting
X22	RGGI	X00	Other Income	R00	Revenue-Accounting
X25	Power Contract Billings	X00	Other Income	R00	Revenue-Accounting
Z02	AFUDC ZK- Acct Use Only	Z95	Alloc-AFUDC	Z00	Allocations
ZAS	Admin and Eng OH- Acct Use Only	Z90	Alloc- AS+E	Z00	Allocations
ZBW	BCW Loader- ACCT Use Only	Z91	Alloc-Mat loaders	Z00	Allocations
ZEB	Alloc- E+S OH Subst- Acct Use Only	Z96	Alloc- E+S	Z00	Allocations
ZEL	Alloc- E+S OH Lines- Acct Use Only	Z96	Alloc- E+S	Z00	Allocations
ZES	Engin and Super OH- Acct Use Only	Z96	Alloc- E+S	Z00	Allocations
ZGS	Gen Ser Co Benefit Loader- Acct Use Only	Z93	Alloc-PR load	Z00	Allocations
ZLO	Lobby Stock Loader-Acct Use Only	Z91	Alloc-Mat loaders	Z00	Allocations
ZMI	Misc Dist Exp Capitalized OH-Acct Use Only	Z92	Alloc-Misc Costs Cap	Z00	Allocations
ZNP	Non Productive Time Loader- Acct Use Only	Z93	Alloc-PR load	Z00	Allocations
ZPB	Payroll Benefit Loader- Acct Use Only	Z93	Alloc-PR load	Z00	Allocations
ZSC	Service Company Allocations- Acct Use Only	Z94	Alloc-Srvc Co Billing	Z00	Allocations
ZSF	Gas Service Fittings- Acct Use Only	Z97	Alloc- GSF	Z00	Allocations
ZST	Stores Loader- Acct Use Only	Z91	Alloc-Mat loaders	Z00	Allocations
ZVE	Vehicle Costs Clearing- Acct Use Only	Z98	Alloc - Veh Clear	Z00	Allocations
ZWO	Plant Account Closing- Acct Use Only	A01	Other Misc Acct	A00	Non Labor-Accounting

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Line of Business Hierarchy

Line of Business	Description	Rollup	Description	Rollup	Description	Parent	Description
10000	Distribution					11000	Non-Tracked Distribution
						12000	Tracked Distribution
						14100	Distribution Other
						15700	Transformation and Distribution - D
		11000	Non-Tracked Distribution			11100	Non-Tracked Dist
						11200	Arrearage Forgiveness Program
						11300	Low Income Discount
						11400	Decoupling
						11500	RAAC
						11600	REP
						11710	Automated Feeder Reconfig NT
						11715	Urban Underground Automation NT
						11720	Communications NT
						11725	Distribution System Network Operation NT
						11730	Advanced Sensing Tech NT
						11750	Grid Mod Non-Tracked
				11750	Grid Mod Non-Tracked	13700	NSTAR CPSL
						11700	Energy Storage NT
						11705	Electric Vehicles NT
		12000	Tracked Distribution			12100	Retail Transmission
						12155	Grid Mod Tracked
						12170	Automated Feeder Reconfig T
						12175	Urban Underground Automation T
						12180	Communications T
						12185	Distribution System Network Operator T
						12190	Advanced Sensing Tech T
						12200	Energy Efficiency
						12300	Transition
						12400	LREC-ZREC
						12450	MA SMART Solar
						12500	Renewables
						12600	CL+P FMCC - Delivery Non-ByPass
						12700	Energy Supply
						12800	CL+P SBC - System Benefits Charge
						12900	EAP
						12950	Tracked Arrears Forgiveness Program - NUSTART
						13000	Net Metering
						13100	Storm Tracker
						13150	Service Quality Performance Adjust
						13200	AG Fees-AGCE
						13210	Municipal Property Tax Adjust
						13300	Pension Tracker-PAM
						13400	NSTAR Green
						13500	Smart grid adjustment factor
						13600	LT Renewables-LTRCA
						13750	Capital Tracker
						13800	Yankee System Expansion
						13900	Yankee Shared Savings
						13950	Resiliency Tree Work Pilot- RTW
				12200	Energy Efficiency	12205	Energy Efficiency - NU
						12210	Energy Efficiency - CLC - Cape Light Compact
						12220	Energy Efficiency - EERF
						12230	Energy Efficiency - SBC
						12240	CT- EE PDR
						12250	MA Demand Response Program
				12300	Transition	12310	Transition SCRC-CTA-CTC
						12320	Transition- BECo
						12330	Transition-Comm
						12340	Transition-CEL
				12700	Energy Supply	12705	Basic Service
						12710	Purchased Gas Costs-PGA
						12715	CGAC Refund

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Line of Business Hierarchy

Line of Business	Description	Rollup	Description	Rollup	Description	Parent	Description
10000	Distribution	12000	Tracked Distribution	12700	Energy Supply	12720	CGAC Adder
						12725	CGAC Other
						12730	LDAC other
						12735	LDAC conservation
						12740	ECS
						12745	Interruptible
						12750	Wholesale
						12755	Basic Service Adder - Bad Debt Tracker
						12760	Basic Service Adder - Green reconciliation
						12765	Basic service adder - Smart Grid dp
						12770	Default Service Adder - WMECO
						12775	Cost of Working Capital
						12780	Default Service True-Up-Basic Service Adjustment
						12785	GSEP
						12790	Retail Revenues- ES Small Customers
						12791	Retail Revenues- ES Large Customers
				13400	NSTAR Green	13410	NSTAR Green - 50%
						13420	NSTAR Green - 100%
						13430	Green Admin
				12155	Grid Mod Tracked	12160	Energy Storage T
						12165	Electric Vehicles T
20000	Electric Generation					21000	PSNH Electric Generation
						23000	Company Self-Generation
						24000	Generation Other
		21000	PSNH Electric Generation			21100	Regulatory PSNH Total Energy Service
						2PSWF	PSNH Fossil
						2PSWH	PSNH Hydro
						2WY04	Wyman Unit 4
				2PSWF	PSNH Fossil	2LN10	Lost Nation Combust Turb-Unit 10
						2MK01	Merrimack Unit 1
						2MK02	Merrimack Unit 2
						2MK10	Merrimack Combustion Turb 1-Unit 10
						2MK11	Merrimack Combustion Turb 2 -Unit 11
						2MKAA	Merrimack Common-Units1-2
						2MKBB	Merrimack Common-Units 10-11
						2MKCC	Merrimack Station Common
						2MKSC	Merrimack Scrubber
						2NT01	Newington Unit 1
						2PSFC	PSNH Fossil Common
						2SR04	Schiller Unit 4
						2SR05	Schiller Unit 5
						2SR06	Schiller Unit 6
						2SR10	Schiller Combustion Turb 1 -Unit 10
						2SR46	Schiller Coal Units 4-6
						2SRAA	Schiller Station Common
						2WH10	White Lake Combustion Turb-Unit 10
				2PSWH	PSNH Hydro	2AI01	Ayers Island LIC Proj -2456 Unit 1
						2AI02	Ayers Island LIC Proj -2456 Unit 2
						2AI03	Ayers Island LIC Proj -2456 Unit 3
						2AIAA	Ayers Island LIC Proj -2456 Com 1 and 3
						2AM01	AMOSKAEG LIC Proj -1893NH Unit 1
						2AM02	AMOSKAEG LIC Proj -1893NH Unit 2
						2AM03	AMOSKAEG LIC Proj -1893NH Unit 3
						2AMAA	AMOSKAEG LIC Proj -1893NH COM 1-3
						2AMFW	AMOSKAEG LIC Proj -1893NH Fish Pass
						2CN01	Canaan LIC Project -7528 Unit 1
						2EFO1	Eastman Falls LIC Project -2457 Unit 1
						2EFO2	Eastman Falls LIC Project -2457 Unit 2
						2EFAA	Eastman Falls LIC Project -2457 NH 1-2
						2GH01	Gorham LIC Proj -2288 Unit 1
						2GH02	Gorham LIC Proj -2288 Unit 2
						2GH03	Gorham LIC Proj -2288 Unit 3
						2GH04	Gorham LIC Proj -2288 Unit 4
						2GHAA	PSNH Gorham Lic Proj -2288 Com 1-4

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Line of Business Hierarchy

Line of Business	Description	Rollup	Description	Rollup	Description	Parent	Description
20000	Electric Generation	21000	PSNH Electric	2PSWH	PSNH Hydro	2GV01	Garvins Falls LIC Proj -1983 NH Unit 1
						2GV02	Garvins Falls LIC Proj -1983 NH Unit 2
						2GV03	Garvins Falls LIC Proj -1983 NH Unit 3
						2GV04	Garvins Falls LIC Proj -1983 NH Unit 4
						2GVAA	Garvins Falls LIC Proj -1983 NH 1234
						2GVFW	PSNH Garvins Falls Lic Proj -1983 NH Fish
						2HK01	Hooksett LIC Project -1893 NH Unit 1
						2JK01	Jackman Unit 1
						2NHCH	New Hampshire Central Hydro
						2NHLH	New Hampshire Lower Hydro
						2NHUH	New Hampshire Upper Hydro
						2PSHC	PSNH Hydro Common
						2SIO1	Smith LIC Project -2287 Unit 1
						2UHB	Berlin Hydro
		23000	Company Self-Generation			23100	Solar Program
						23200	Solar Expansion
						23CSS	COTTAGE ST SOLAR GENERATION
						23GSS	Goodwin St Solar Generation-Indian Orchard
						23MFS	Miller Fall Sol
						23SLS	Silver Lake-Pittsfield Solar Generation
						2SLAA	Silver Lake 10-13
30000	Electric Transmission					30001	Transmission Tracked
		30001	Transmission Tracked			34000	Transmission Non-Tracked
						30100	AFUDC Regulatory Liability
						30200	Amortization - Prepayment
						30300	Comprehensive
						30400	Distribution Service Agreement
						30500	Long-Term Firm P-T-P
						30700	Network
						30800	Regional Network Service
						30900	Through and Out Service
						31000	Localized
						31200	Short-Term Firm Service
						31300	Short-Term Non Firm Service
						31400	Special
						31500	T Rental
						31700	Transformation and Distribution - T
						31800	Transmission Annual Facility Charge Agreement
						31900	Transmission Operations and Maintenance Charge Agreement
						32000	Non-Firm Hydro Quebec
						32100	Firm Hydro Quebec
						32200	Support
						32300	Combined Transmission and Distribution
						33100	Transmission Other
		34000	Transmission Non-Tracked			34100	Non-Tracked Transmission
40000	Corporate + Shared Services					40100	Corporate-Shared Services
90000	Water Business					90100	Water Distribuion
						00000	Default
						10000	Distribution
						20000	Electric Generation
						30000	Electric Transmission
						40000	Corporate + Shared Services
						50100	Unregulated
						55100	Renewables Non-Tracked
						56100	EE- FPI Non-Tracked
						60100	Unsegmented
						65100	Real Estate
						70100	NU Land Trust
						75100	NU Foundation
						80100	Service Company
						90000	Water Business
						ZZZZZ	All Line of Business

**Accounting Manual**

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Line of Business (Sequential)

Line of Business	Description	Rollup	Description	Rollup	Description	Parent	Description
00000	Default						
10000	Distribution						
11000	Non-Tracked Distribution					10000	Distribution
11100	Non-Tracked Dist			11000	Non-Tracked Distribution	10000	Distribution
11200	Arrearage Forgiveness Program			11000	Non-Tracked Distribution	10000	Distribution
11300	Low Income Discount			11000	Non-Tracked Distribution	10000	Distribution
11400	Decoupling			11000	Non-Tracked Distribution	10000	Distribution
11500	RAAC			11000	Non-Tracked Distribution	10000	Distribution
11600	REP			11000	Non-Tracked Distribution	10000	Distribution
11700	Energy Storage NT	11750	Grid Mod Non-Trac	11000	Non-Tracked Distribution	10000	Distribution
11705	Electric Vehicles NT	11750	Grid Mod Non-Trac	11000	Non-Tracked Distribution	10000	Distribution
11710	Automated Feeder Reconfig NT			11000	Non-Tracked Distribution	10000	Distribution
11715	Urban Underground Automation NT			11000	Non-Tracked Distribution	10000	Distribution
11720	Communications NT			11000	Non-Tracked Distribution	10000	Distribution
11725	Distribution System Network Operation NT			11000	Non-Tracked Distribution	10000	Distribution
11730	Advanced Sensing Tech NT			11000	Non-Tracked Distribution	10000	Distribution
11750	Grid Mod Non-Tracked			11000	Non-Tracked Distribution	10000	Distribution
12000	Tracked Distribution					10000	Distribution
12100	Retail Transmission			12000	Tracked Distribution	10000	Distribution
12155	Grid Mod Tracked			12000	Tracked Distribution	10000	Distribution
12160	Energy Storage T	12155	Grid Mod Tracked	12000	Tracked Distribution	10000	Distribution
12165	Electric Vehicles T	12155	Grid Mod Tracked	12000	Tracked Distribution	10000	Distribution
12170	Automated Feeder Reconfig T			12000	Tracked Distribution	10000	Distribution
12175	Urban Underground Automation T			12000	Tracked Distribution	10000	Distribution
12180	Communications T			12000	Tracked Distribution	10000	Distribution
12185	Distribution System Network Operator T			12000	Tracked Distribution	10000	Distribution
12190	Advanced Sensing Tech T			12000	Tracked Distribution	10000	Distribution
12200	Energy Efficiency			12000	Tracked Distribution	10000	Distribution
12205	Energy Efficiency- NU	12200	Energy Efficiency	12000	Tracked Distribution	10000	Distribution
12210	Energy Efficiency - CLC - Cape Light Compact	12200	Energy Efficiency	12000	Tracked Distribution	10000	Distribution
12220	Energy Efficiency - EERF	12200	Energy Efficiency	12000	Tracked Distribution	10000	Distribution
12230	Energy Efficiency - SBC	12200	Energy Efficiency	12000	Tracked Distribution	10000	Distribution
12240	CT - EE PDR	12200	Energy Efficiency	12000	Tracked Distribution	10000	Distribution
12250	MA Demand Response Program	12200	Energy Efficiency	12000	Tracked Distribution	10000	Distribution
12300	Transition			12000	Tracked Distribution	10000	Distribution
12310	Transition SCRC-CTA-CTC	12300	Transition	12000	Tracked Distribution	10000	Distribution
12320	Transition- BECo	12300	Transition	12000	Tracked Distribution	10000	Distribution
12330	Transition-Comm	12300	Transition	12000	Tracked Distribution	10000	Distribution
12340	Transition-CEL	12300	Transition	12000	Tracked Distribution	10000	Distribution
12400	LREC-ZREC			12000	Tracked Distribution	10000	Distribution
12450	MA SMART Solar			12000	Tracked Distribution	10000	Distribution
12500	Renewables			12000	Tracked Distribution	10000	Distribution
12600	CL+P FMCC - Delivery Non-ByPass			12000	Tracked Distribution	10000	Distribution
12700	Energy Supply			12000	Tracked Distribution	10000	Distribution
12705	Basic Service	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12710	Purchased Gas Costs-PGA	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12715	CGAC Refund	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12720	CGAC Adder	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12725	CGAC Other	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12730	LDAC other	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12735	LDAC conservation	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12740	ECS	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12745	Interruptible	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12750	Wholesale	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12755	Basic Service Adder - Bad Debt Tracker	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12760	Basic Service Adder - Green reconciliation	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12765	Basic service adder - Smart Grid dp	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12770	Default Service Adder - WMECO	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12775	Cost of Working Capital	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12780	Default Service True-Up-Basic Service Adjustment	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12785	GSEP	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12790	Retail Revenues- ES Small Customers	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12791	Retail Revenues- ES Large Customers	12700	Energy Supply	12000	Tracked Distribution	10000	Distribution
12800	CL+P SBC - System Benefits Charge			12000	Tracked Distribution	10000	Distribution
12900	EAP			12000	Tracked Distribution	10000	Distribution
12950	Tracked Arrears Forgiveness Program - NUSTART			12000	Tracked Distribution	10000	Distribution
13000	Net Metering			12000	Tracked Distribution	10000	Distribution
13100	Storm Tracker			12000	Tracked Distribution	10000	Distribution
13150	Service Quality Performance Adjust			12000	Tracked Distribution	10000	Distribution
13200	AG Fees-AGCE			12000	Tracked Distribution	10000	Distribution
13210	Municipal Property Tax Adjust			12000	Tracked Distribution	10000	Distribution
13300	Pension Tracker-PAM			12000	Tracked Distribution	10000	Distribution
13400	NSTAR Green			12000	Tracked Distribution	10000	Distribution
13410	NSTAR Green - 50%	13400	NSTAR Green	12000	Tracked Distribution	10000	Distribution
13420	NSTAR Green - 100%	13400	NSTAR Green	12000	Tracked Distribution	10000	Distribution
13430	Green Admin	13400	NSTAR Green	12000	Tracked Distribution	10000	Distribution

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Line of Business (Sequential)

Line of Business	Description	Rollup	Description	Rollup	Description	Parent	Description
13500	Smart grid adjustment factor			12000	Tracked Distribution	10000	Distribution
13600	LT Renewables-LTRCA			12000	Tracked Distribution	10000	Distribution
13700	NSTAR CPSL			11000	Non-Tracked Distribution	10000	Distribution
13750	Capital Tracker			12000	Tracked Distribution	10000	Distribution
13800	Yankee System Expansion			12000	Tracked Distribution	10000	Distribution
13900	Yankee Shared Savings			12000	Tracked Distribution	10000	Distribution
13950	Resiliency Tree Work Pilot- RTW			12000	Tracked Distribution	10000	Distribution
14100	Distribution Other					10000	Distribution
15700	Transformation and Distribution - D					10000	Distribution
20000	Electric Generation						
21000	PSNH Electric Generation					20000	Electric Generation
21100	Regulatory PSNH Total Energy Service			21000	PSNH Electric Generation	20000	Electric Generation
23000	Company Self-Generation					20000	Electric Generation
23100	Solar Program			23000	Company Self-Generation	20000	Electric Generation
23200	Solar Expansion			23000	Company Self-Generation	20000	Electric Generation
23CSS	COTTAGE ST SOLAR GENERATION			23000	Company Self-Generation	20000	Electric Generation
23GSS	Goodwin St Solar Generation-Indian Orchard			23000	Company Self-Generation	20000	Electric Generation
23MFS	Miller Fall Sol			23000	Company Self-Generation	20000	Electric Generation
23SLS	Silver Lake-Pittsfield Solar Generation			23000	Company Self-Generation	20000	Electric Generation
24000	Generation Other					20000	Electric Generation
2A01	Ayers Island LIC Proj -2456 Unit 1	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2A02	Ayers Island LIC Proj -2456 Unit 2	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2A03	Ayers Island LIC Proj -2456 Unit 3	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2A0AA	Ayers Island LIC Proj -2456 Com 1 and 3	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2AM01	AMOSKAEG LIC Proj -1893NH Unit 1	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2AM02	AMOSKAEG LIC Proj -1893NH Unit 2	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2AM03	AMOSKAEG LIC Proj -1893NH Unit 3	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2AMAA	AMOSKAEG LIC Proj -1893NH COM 1-3	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2AMFW	AMOSKAEG LIC Proj -1893NH Fish Pass	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2CN01	Canaan LIC Project -7528 Unit 1	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2EF01	Eastman Falls LIC Project -2457 Unit 1	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2EF02	Eastman Falls LIC Project -2457 Unit 2	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2EFAA	Eastman Falls LIC Project -2457 NH 1-2	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GH01	Gorham LIC Proj -2288 Unit 1	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GH02	Gorham LIC Proj -2288 Unit 2	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GH03	Gorham LIC Proj -2288 Unit 3	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GH04	Gorham LIC Proj -2288 Unit 4	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GHAA	PSNH Gorham Lic Proj -2288 Com 1-4	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GV01	Garvins Falls LIC Proj -1983 NH Unit 1	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GV02	Garvins Falls LIC Proj -1983 NH Unit 2	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GV03	Garvins Falls LIC Proj -1983 NH Unit 3	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GV04	Garvins Falls LIC Proj -1983 NH Unit 4	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GVAA	Garvins Falls LIC Proj -1983 NH 1234	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2GVFW	PSNH Garvins Falls Lic Proj -1983 NH Fish	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2HK01	Hooksett LIC Project -1893 NH Unit 1	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2JK01	Jackman Unit 1	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2LN10	Lost Nation Combust Turb-Unit 10	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2MK01	Merrimack Unit 1	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2MK02	Merrimack Unit 2	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2MK10	Merrimack Combustion Turb 1-Unit 10	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2MK11	Merrimack Combustion Turb 2 -Unit 11	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2MKAA	Merrimack Common-Units1-2	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2MKBB	Merrimack Common-Units 10-11	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2MKCC	Merrimack Station Common	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2MKSC	Merrimack Scrubber	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2NHCH	New Hampshire Central Hydro	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2NHLH	New Hampshire Lower Hydro	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2NHUH	New Hampshire Upper Hydro	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2NT01	Newington Unit 1	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2PSFC	PSNH Fossil Common	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2PSHC	PSNH Hydro Common	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2PSWF	PSNH Fossil			21000	PSNH Electric Generation	20000	Electric Generation
2PSWH	PSNH Hydro			21000	PSNH Electric Generation	20000	Electric Generation
2SI01	Smith LIC Project -2287 Unit 1	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2SLAA	Silver Lake 10-13			23000	Company Self-Generation	20000	Electric Generation
2SR04	Schiller Unit 4	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2SR05	Schiller Unit 5	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2SR06	Schiller Unit 6	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2SR10	Schiller Combustion Turb 1 -Unit 10	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2SR46	Schiller Coal Units 4-6	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2SRAA	Schiller Station Common	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2UHBE	Berlin Hydro	2PSWH	PSNH Hydro	21000	PSNH Electric Generation	20000	Electric Generation
2WH10	White Lake Combustion Turb-Unit 10	2PSWF	PSNH Fossil	21000	PSNH Electric Generation	20000	Electric Generation
2WY04	Wyman Unit 4			21000	PSNH Electric Generation	20000	Electric Generation
30000	Electric Transmission						
30001	Transmission Tracked					30000	Electric Transmission

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Line of Business (Sequential)

Line of Business	Description	Rollup	Description	Rollup	Description	Parent	Description
30100	AFUDC Regulatory Liability			30001	Transmission Tracked	30000	Electric Transmission
30200	Amortization - Prepayment			30001	Transmission Tracked	30000	Electric Transmission
30300	Comprehensive			30001	Transmission Tracked	30000	Electric Transmission
30400	Distribution Service Agreement			30001	Transmission Tracked	30000	Electric Transmission
30500	Long-Term Firm P-T-P			30001	Transmission Tracked	30000	Electric Transmission
30700	Network			30001	Transmission Tracked	30000	Electric Transmission
30800	Regional Network Service			30001	Transmission Tracked	30000	Electric Transmission
30900	Through and Out Service			30001	Transmission Tracked	30000	Electric Transmission
31000	Localized			30001	Transmission Tracked	30000	Electric Transmission
31200	Short-Term Firm Service			30001	Transmission Tracked	30000	Electric Transmission
31300	Short-Term Non Firm Service			30001	Transmission Tracked	30000	Electric Transmission
31400	Special			30001	Transmission Tracked	30000	Electric Transmission
31500	T Rental			30001	Transmission Tracked	30000	Electric Transmission
31700	Transformation and Distribution - T			30001	Transmission Tracked	30000	Electric Transmission
31800	Transmission Annual Facility Charge Agreement			30001	Transmission Tracked	30000	Electric Transmission
31900	Transmission Operations and Maintenance Charge Agreement			30001	Transmission Tracked	30000	Electric Transmission
32000	Non-Firm Hydro Quebec			30001	Transmission Tracked	30000	Electric Transmission
32100	Firm Hydro Quebec			30001	Transmission Tracked	30000	Electric Transmission
32200	Support			30001	Transmission Tracked	30000	Electric Transmission
32300	Combined Transmission and Distribution			30001	Transmission Tracked	30000	Electric Transmission
33100	Transmission Other			30001	Transmission Tracked	30000	Electric Transmission
34000	Transmission Non-Tracked					30000	Electric Transmission
34100	Non-Tracked Transmission			34000	Transmission Non-Tracked	30000	Electric Transmission
40000	Corporate + Shared Services						
40100	Corporate-Shared Services					40000	Corporate + Shared Services
50100	Unregulated						
55100	Renewables Non-Tracked						
56100	EE- FPI Non-Tracked						
60100	Unsegmented						
65100	Real Estate						
70100	NU Land Trust						
75100	NU Foundation						
80100	Service Company						
90000	Water Business						
90100	Water Distribuion					90000	Water Business
ZZZZZ	All Line of Business						

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**Accounting Manual**

**Activity**

<b>Activity</b>	<b>Description</b>
<b>0000</b>	Default
<b>ADD00</b>	Generic Construction
<b>CST00</b>	Construction
<b>ENG00</b>	Engineer & Design
<b>EXP00</b>	Expense
<b>LND00</b>	Land Acquisition
<b>MAT00</b>	Material
<b>PSM00</b>	Proj Mgmt, Siting, Planning&Support
<b>REM00</b>	Removal
<b>TST00</b>	Test & Commission

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**Accounting Manual** **GL Journal Source**

GL Journal Source	Description
SUN	Sundry Billing
000	Default
AAA	Manual Journal Entries
AFP	Accounts payable dept. service charges for special processing
AMC	Allocation Module-CR
CAN	Cancellations
CIS	NSTAR CIS
CM1	NSTAR Commitments
CRV	Cancellation Reversal
CSG	NU Customer billing system
CSH	Cash system entries
EAR	eBS Receivables
EJE	eBS Manual
ERE	eBS Closing Journal
FLT	Vehicle maintenance material costs
HFM	Hyperion Financial Management
JBL	Joint pole billing - CL&P/WMECO
LDS	Labor Distribution
NCC	eBS NCC Reclass Holding
PMT	Voucher payments
POW	PowerPlan
PP1	Payroll-Peoplesoft
PR1	Passport AP-Procard
PSA	Passport Accounts Payable
PSC	Passport Commitments
PSI	Passport Inventory
PYS	NUCHRIS Payroll/Deductions
PYW	Payroll - 2
SCI	Daily Inventory File
SCL	Monthly UAI File
SCP	Daily Payment File
SCR	Monthly UAI Reversal File
SCV	Daily Voucher File
STO	Stores Transactions
TBS	Transmission Billing
TL1	NSTAR AP-Telecharge
TMB	Boulos entries from Boulos accounting system
TRS	Cash system entries-Treasury
UVL	Unvouchered Liabilities
UVR	UVL-Reversal
VCH	AP-Vouchers
VHC	NU Vehicle system
WKD	WORKDAY Payroll/Deductions
XFJ	Transformer Transaction
XFM	Transformer Transaction-Materials

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GL Journal Category

GL Journal Category	Description	Manual Journal
	0 Default	No
SUN	Non-metered billing for many items	No
18492 Clearing	18492 Clearing	Yes
Accrual	Accrual	Yes
Accrual Reversal	Accrual Reversal	Yes
ADJUST DERIV TRUEUP	Adjust Derivation True Up	Yes
Adjustments	Adjustments	Yes
AFP	Accounts payable dept. service charges for special processing	No
AFUDC	AFUDC	Yes
Amortization	Amortization	Yes
APB28	APB28	Yes
ARO	ARO	Yes
Asset Mgmt	Asset Mgmt	Yes
Audits	Audits	Yes
Bad Debt	Bad Debt	Yes
BlackRock Investments	BlackRock Investments	Yes
Borderlines	Borderlines	Yes
Carryback Claims	Carryback Claims	Yes
Cash	Cash	Yes
Cash Incentives - Empl	Cash Incentives - Empl	Yes
Cash Incentives - Exec	Cash Incentives - Exec	Yes
Cash Transfers	Cash Transfers	Yes
CFD - Peakers	CFD - Peakers	Yes
CIAC	CIAC	Yes
CIS	Misc	No
CLEAR CANCELS ALLOCATION	CLEAR CANCELS ALLOCATION	Yes
CM1	Commitments	No
Cogens - IPPs	Cogens - IPPs	Yes
Commercial Paper	Commercial Paper	Yes
CSG	NU Customer billing system	No
CSH	Cash system entries	No
Current VS Noncurrent	Current VS Noncurrent	Yes
CY YA Financials	CY YA Financials	Yes
DAT	DAT	Yes
Deferrals	Deferrals	Yes
Deferred Comp	Deferred Comp	Yes
Depreciation	Depreciation	Yes
Derivatives	Derivatives	Yes
Dividends	Dividends	Yes
EAP program	EAP program	Yes
EE-GasCompaniesbilling	EE-GasCompaniesbilling	Yes
EE-Interest	EE-Interest	Yes
EE-Loadresponse	EE-Loadresponse	Yes
EE-Noncontrolled	EE-Noncontrolled	Yes
EE-Rebates	EE-Rebates	Yes
EE-Reserves	EE-Reserves	Yes
EE-RESIDENTIALLOANS	EE-RESIDENTIALLOANS	Yes
EE-SBEALOANS	EE-SBEALOANS	Yes
EE-UVL	EE-UVL	Yes
Employee Incentives	Employee Incentives	Yes
Energy Efficiency	Energy Efficiency	Yes
Environmental	Environmental	Yes
EQ1 - HFM Journals	EQ1 - HFM Journals	No
Equity	Equity	Yes
Equity in Yankees	Equity in Yankees	Yes
ESOP	ESOP	Yes
FAS109	FAS109	Yes
FLT	Vehicle maintenance material costs	No
FSSP	FSSP	Yes
Fuel & Purchased Power	Fuel & Purchased Power	Yes
Gross Earnings Tax	Gross Earnings Tax	Yes
GSP BILLING	Granite Shore Power Billing	Yes

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GL Journal Category

GL Journal Category	Description	Manual Journal
Incentive Pymts	Incentive Pymts	Yes
Inter Co Sales	Inter Co Sales	Yes
Intercompany Rent	Intercompany Rent	Yes
Interconnection Deposits	Interconnection Deposits	Yes
IPP Buyouts	IPP Buyouts	Yes
ITC	ITC	Yes
JBL	Joint pole billing - CL&P/WMECO	No
LAMACC	Lease Accruals	No
LAMDEPR	Lease Depreciation	No
LAMPAY	Lease Payments	No
LAMRECLASS	Lease Obligation Reclass	No
Land	Land	Yes
LEASEADD	LAM Add	No
LEASERETIRE	LAM Retire	No
Leases	Leases	Yes
LEASETRANSF	LAM Transfer	No
Long Term Debt	Long Term Debt	Yes
Long Term Disability	Long Term Disability	Yes
LREC - ZREC	LREC - ZREC	Yes
Marketable Securities	Marketable Securities	Yes
MDM	MDM	Yes
Medical IBNR	Medical IBNR	Yes
MedVantage	MedVantage	Yes
Miscellaneous	Miscellaneous	Yes
NHBET	NHBET	Yes
NOLS	NOLS	Yes
NonSERP	NonSERP	Yes
NON-UNITIZATION	Non-Unitization Plant	No
NSTAR Beginning Balance	NSTAR Beginning Balance	No
NSTAR Dissolved Co Conversion	NSTAR Dissolved Co Conversion	No
NSTAR Txn History Conversion	NSTAR Txn History Conversion	No
NU Foundation	NU Foundation	Yes
OCI	OCI	Yes
OFFICER LABOR ADJ	Officer Labor Adj.	Yes
OPEB	OPEB	Yes
Other	Other	Yes
Other Amortization	Other Amortization	Yes
Other Reserves	Other Reserves	Yes
Other Tax Credits	Other Tax Credits	Yes
Payments	Payments	Yes
Pension	Pension	Yes
PMT	Voucher payments	No
POST CLOSE	Post Close	Yes
POW	PowerPlan	No
PP1	Payroll	No
PR1	Accounts Payable	No
Preferred Stock	Preferred Stock	Yes
Prepaid Insurance	Prepaid Insurance	Yes
Prepays	Prepays	Yes
Property Tax	Property Tax	Yes
PROPTAXACCRUAL	PROPTAXACCRUAL	No
Provisions	Provisions	Yes
PSA	Passport Accounts Payable	No
PSC	Passport Commitments	No
PSI	Passport Inventory	No
PSNFDC - Millstone	PSNFDC - Millstone	Yes
Public Liability	Public Liability	Yes
PYS	Payroll - 1	No
PYW	Payroll - 2	No
Rate Cases	Rate Cases	Yes
RE - HFM Journals	RE - HFM Journals	No
Reclasses	Reclasses	Yes

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GL Journal Category

GL Journal Category	Description	Manual Journal
Reg Assessments	Reg Assessments	Yes
Reg Assets	Reg Assets	Yes
Reg Reserve	Reg Reserve	Yes
Rent	Rent	Yes
Rental Revenues	Rental Revenues	Yes
RETIRE LIFE AUTO	RETIRE LIFE AUTO	No
Retirement	Retirement	No
Return to Accrual	Return to Accrual	Yes
Revenue	Revenue	Yes
SERP	SERP	Yes
Severance	Severance	Yes
Special Contracts	Special Contracts	Yes
STO	Inventory	No
Stock Incentives	Stock Incentives	Yes
Storm Correction	Storm Correction	Yes
Storm Reserve	Storm Reserve	Yes
Suppliers	Suppliers	Yes
TBS	Transmission Billing	No
TL1	Accounts Payable	No
TMB	Boulus entries from Boulus accounting system	No
Trans Schedule 21	Trans Schedule 21	Yes
Transaction Tax	Transaction Tax	Yes
TRANSFER	TRANSFER	No
TRS	Cash system entries	No
Unclaimed Properties	Unclaimed Properties	Yes
UNITIZATION	UNITIZATION	No
UTP	UTP	Yes
UVL	Liabilities	No
UVR	Reversal	No
VCH	Vehicles	No
Vehicle	Vehicle	Yes
VHC	NU Vehicle system	No
Weekly Overtime	Weekly Overtime	No
Weekly Payroll	Weekly Payroll	No
Wholesale Power	Wholesale Power	Yes
Workers Compensation	Workers Compensation	Yes
XFJ	Pre-capitalizes certain material and generates install costs	No
XFM	Pre-capitalizes certain material and generates install costs	No
Yankees - CY MY YA VY	Yankees - CY MY YA VY	Yes

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Accounts By Type

Level	Description	Account	FERC Description	FERC Hierarchy		
ZZZCR	Capital and Removal	101010	Utility Plant in Service	Asset		
		10101X	Utility Plant in Service ICP	Asset		
		101100	Long Lived Assets - ARO	Asset		
		101200	Utility Plant in Service Under Capital Lease	Asset		
		101E1X	Electric- Utl Plt in Svc - Elim	Asset		
		101E9E	Electric-Utility Plant in Service - Elim	Asset		
		101NSC	DBPlans NonSvc Capital + Defri	Asset		
		101SVC	DBPlans Service Capital	Asset		
		102000	Elect Plt Purchased or Sold	Asset		
		105010	Utl Plt Held Fr Future Use	Asset		
		10501X	Utl Plt Held Fr Future Use - Elim	Asset		
		105020	Non-Unitized Plt For Future Use	Asset		
		105E9E	Electric-Utility Plant Held For Future Use Elim	Asset		
		106010	Completed Construction not Classified - CCNC	Asset		
		106500	Meters 106500	Asset		
		107010	Construction Work in Progress - CWIP	Asset		
		107100	CWIP Timing Differences	Asset		
		107E90	Other Electric - CWIP Elim	Asset		
		107NSC	CWIP-DBPlans NonSvc Capital	Asset		
		107SVC	CWIP-DBPlans Service Capital	Asset		
		108010	Accumulated Provision for Depreciation - Utility	Asset		
		10801X	Accumulated Provision for Depreciation - Utility ICP	Asset		
		108030	Accumulated Provision- Cost Of Removal	Asset		
		108040	Accumulated Provision- Salvage	Asset		
		108050	Accumulated Provision- Retirements	Asset		
		108AR0	Accumulated Reserve for AROs	Asset		
		111010	Accumulated Provision for Amortization - Utility	Asset		
		111020	Accum Prov for Amort- Leases	Asset		
		ZZZES	Engineering and Supervision	107ES0	ES Labor Charges	Asset
				184920	Default Clearing - Amount Limit	Asset
				186ES0	E+S Labor Charges	Asset
		ZZZBS	Other Balance Sheet	114000	Utility Plt Acq Adj - Water Co	Asset
				114010	Gas Plant Acquisition Adjmts	Asset
115000	Utility Plt Acq Amort- Water Co			Asset		
115020	Accum Prov Amort Gas Plan Acq Adj			Asset		
118040	Other Utility Plant			Asset		
1205C0	MP 1 Perm Disposal Retail Prior			Asset		
1205G0	MP 1 Perm Disposal CMEEC Prior			Asset		
1205J0	M P 2 Perm Disposal Retail Prior			Asset		
1205W0	MP 2 Perm Disposal CMEEC Prior			Asset		
121010	Non Utility Property			Asset		
122010	Accumulated Provision for Amortization + Depreciation - Non Utility			Asset		
12301X	Investment in Subsidiaries			Asset		
123020	Investment in Subsidiary Adjustment			Asset		
123CC0	Operating Company Investment in CY			Asset		
123CY0	Investment In Connecticut Yankee			Asset		
123CZ0	Contra 123CC0 NU Investment in CY			Asset		
123MY0	Investment in Maine Yankee			Asset		
123NX0	Minority Interest - NSTAR			Asset		
123X80	Investment in Greenport LLC			Asset		
123YA0	Investment in Yankee Atomic			Asset		
123YY0	Operating Company Investment in YA			Asset		
123YZ0	Contra 123YY0 NU Investment in YA			Asset		
124010	Other Investments			Asset		
124020	Inv in New Eng Hydro Transmission			Asset		
124030	Mass Development			Asset		
124040	Investment in Access Northeast			Asset		
124050	Marketable Securities Water Companies			Asset		
124060	Investment in AIM			Asset		
124080	Investment in Grid Assurance			Asset		
124090	Investment in Bay State Wind			Asset		
124091	Investment - NEUCO LLC			Asset		
124095	Investment in Northeast Wind Energy LLC			Asset		
124100	Life Insurance Cash Surrender Value			Asset		

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Accounts By Type

Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	124110	Loans on Life Insurance	Asset
		124120	Rabbi Trust Investment SERP	Asset
		124140	Rabbi Trust-Ins Demutualization NU	Asset
		124700	YGS Rabbi Trust Trustees	Asset
		124711	Other Investments - NSTAR	Asset
		124EPO	Investment - EPP	Asset
		124FIO	NU Foundation Investment Account	Asset
		124NFO	Trust Spent Nuclear Fuel Millstone	Asset
		124SSO	SS Rabbi Trust	Asset
		128110	Deferred Compensation Trust -NSTAR	Asset
		128140	Deferred Compensation Trust -NU	Asset
		128AW0	Burns + McDonnell Cash Escrow - LT W	Asset
		128GS0	Burns + McDonnell Cash Escrow - LT	Asset
		128IS0	Burns + McDonnell Cash Escrow - LT C	Asset
		128MM0	Burns + McDonnell Cash Escrow- LT	Asset
		129030	Prepaid Pension	Asset
		129312	Prepaid PBOP	Asset
		129313	Prepaid PBOP- SFAS 158	Asset
		131010	Cash	Asset
		131OC0	Payroll Cash Account	Asset
		134010	Restricted Cash - ISO	Asset
		134011	Bankers Trust Co-Sale of Property	Asset
		134015	Special Deposit-ST	Asset
		134016	Special Deposit-LT	Asset
		134120	CL+P Security Deposit Escrow	Asset
		134350	Cash Deposit Salomon Smith Barney	Asset
		134AB0	Special Deposits - Miscellaneous	Asset
		134BM0	Burns + McDonnell Cash Escrow-ST	Asset
		134CAP	Capital Subaccount	Asset
		134CP0	Rate Red Bond Capital Subaccount	Asset
		134EXF	Excess Fund Subaccount	Asset
		134FC0	Cash Deposit Escrow FCRP	Asset
		134GA0	Rate Red Bond General Subaccount	Asset
		134GEN	General Subaccount	Asset
		134GS0	Burns+McDonnell Cash escrow	Asset
		134H20	Cash Dep North Pass Trans Land	Asset
		134IRO	Rate Red Bond Int Reserve Subacct	Asset
		134IS0	Burns + McDonnell Cash Escrow ST C	Asset
		134MM0	Burns + McDonnell Cash Escrow ST	Asset
		134NW0	Cash Deposit NEEWS Land	Asset
		134OC0	Rate Red Bond Overcollat Subaccount	Asset
		134P60	Landfill Escrow - Bow NH	Asset
		134PR0	Special Deposit - Properties Inc Land Options	Asset
		134RA0	Rate Red Bond Reserve Subaccount	Asset
		134SA0	Rate Red Bond Serve Adv Subaccount	Asset
		134WG0	Washington Group Cash Escrow	Asset
		134WP0	Schiller Station Wood Pwr Escrow	Asset
		135010	Petty cash	Asset
		135020	Citi Bank - Cigna Health Care Costs	Asset
		135030	Water Health Care Costs	Asset
		136000	Temporary Cash Investments	Asset
		136020	Temporary Cash-Fidelity Govt MM	Asset
		136UR0	Investments- Unrestricted	Asset
		141100	Conversion Loan Program	Asset
		142001	Customer AR - Cash Collected	Asset
		142002	Cash Suspended CSS System	Asset
		142010	Customer Accounts Receivable	Asset
		142011	AR General - Oracle Receivables	Asset
		142035	NCC Receivable	Asset
		142040	AR - Low Income	Asset
		142070	Sales Tax Refund	Asset
		142080	Sales Tax Abatements	Asset
		142150	Pilgrim Contracts Accounts Receivable	Asset
		142171	AR Interconnect Studies	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	142190	JV Telecom Receivable	Asset
		142300	HHPP Accounts Receivable	Asset
		142400	Enhanced Billing and Metering Services for Suppliers	Asset
		142401	Interconnect Tariff	Asset
		142600	Gas Drafting and Reproduction	Asset
		142CD0	Undistributed Cash Deposits	Asset
		142RR0	RRB Accts Rec Bil	Asset
		142RS0	Cust AR RRB State of CT 04	Asset
		143020	AR Misc Reimbursables Dist Engineering	Asset
		143021	AR Misc Reimbursables Ip	Asset
		143040	General Ledger Accounting-Other	Asset
		143045	AR Joint Owned Poles - Manual Billings	Asset
		143050	Miscellaneous Accounts Receivable S	Asset
		143052	AR EE Utility Incentives	Asset
		143053	AR EE Cust Financing	Asset
		143070	AR Cash Collected Sundry System	Asset
		143080	AR Non-RE WRE Collected OAR- SUN	Asset
		143090	Broker receivable-Derivative Trans	Asset
		143120	Keep Costs Receivable	Asset
		143125	Keep Costs Receivable - Above Ground	Asset
		143128	Keep Costs Receivable - Under Ground	Asset
		143140	Salvage Receivable	Asset
		1431A0	AR From ESCO Customers Billed By NU	Asset
		1431G0	AR CT Green Community Clean Energy	Asset
		1431H0	AR CT Green Sterling Clean Energy	Asset
		1431J0	AR 3Degrees Clean Energy	Asset
		143210	Union Receivable	Asset
		143220	AR Emp Adv+Credit	Asset
		143260	Inj Dam Insurance AR	Asset
		143310	NAESCO Recvbl From Joint Owner	Asset
		143470	ISO-NE Transaction Credits	Asset
		143480	ISO-NE Transaction Debits	Asset
		143490	ISO Billings Receivable	Asset
		143580	AR FAS158 Medicare Part D Subsidy	Asset
		143800	Receivable-Conversion Loans	Asset
		143881	Gas Expansion Receivable	Asset
		143950	Various Vendor Payment Adjustments	Asset
		143970	Sales Tax Recoupment	Asset
		143990	Sundry AR	Asset
		143BSW	Accounts Receivable - BSW	Asset
		143C00	AR Contra 14399	Asset
		143CA0	Contract Administration AR	Asset
		143CR0	AR Contract Reserves Contra	Asset
		143ET0	PSNH EAP Receivable from ST of NH	Asset
		143GAA	Misc AR GA Use Only	Asset
		143GSP	Granite Shore Power Receivable	Asset
		143HSE	Hull Street Energy Receivable	Asset
		143L20	Outside Utility Bill For Wrap-ST	Asset
		143LN0	C+LM Short-Term Loan Receivable	Asset
		143LNG	Accounts Receivable- LNG	Asset
		143MA0	MA Abatement Receivable Account	Asset
		143MG0	CL+P Contra Acct C+LM Loan	Asset
		143MJ0	CL+M AR	Asset
		143S10	C+LM Small Business Loan Receivable	Asset
		143S20	C+LM Residential Loan Receivable	Asset
		143S30	Residential Boiler Furnace Loan Rec	Asset
		143S40	Residential Smart-E Loan	Asset
		143TC0	Transmission 143990 Contra Acct	Asset
		143TR0	Estimated Trans Revenues For Trans Svcs	Asset
		144010	Accum Prov For Uncoll Accounts	Asset
		144020	Accum Prov For Uncollect- YG EP	Asset
		144040	Accum Prov For Uncoll Accounts - Other	Asset
		1441A0	Supplier AR Reserve Account	Asset
		144881	Reserve for Gas Expansion	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZB5	Other Balance Sheet	144BS0	Basic Service Reserve	Asset
		144HW0	Reserve For Hardship	Asset
		14500X	ST Cash Advances- Assoc Companies	Asset
		14507X	ST Inter-Company Notes Receivable ICP	Asset
		14575X	Long Term Note Receivables-Nusco	Asset
		14576X	Long Term Note Receivables-RRRCO	Asset
		14577X	Long Term Note Receivables-H7	Asset
		14601X	Intercompany AR ICP	Asset
		146WWX	Intercompany AR-From Aquarion	Asset
		151010	Fuel Stock- Coal	Asset
		151020	Fuel Stock-No 2 Oil	Asset
		151030	Fuel Stock-No 6 Oil	Asset
		151040	Fuel Stock-Jet Fuel	Asset
		151070	Fuel Stock Natural Gas	Asset
		151080	Natural Gas-Electric Generation	Asset
		151100	Fuel Stock-Wood	Asset
		151130	Fuel Stock-No 6 Oil Newington Tank No 1	Asset
		151230	No 6 Oil Newington Tank No 2	Asset
		151330	No 6 Oil Schiller Tank No 3	Asset
		151430	Fuel Stock-No 6 Oil Schiller Tank No 4	Asset
		151800	Steuben	Asset
		151810	Dominion - AGT	Asset
		151820	Dominion - TGP	Asset
		151850	Texas Eastern Storage	Asset
		151A10	Fuel Stock Coal Pile A	Asset
		151B10	Fuel Stock Coal Pile B	Asset
		151C10	Fuel Stock Coal Pile C	Asset
		151D10	Fuel Stock Coal Pile D	Asset
		151E10	Fuel Stock Coal Pile E	Asset
		151F10	Fuel Stock Coal Pile F	Asset
		151LP0	Liquefied Petroleum Gas	Asset
		152010	Fuel Stock Expense-Coal Expenses	Asset
		152020	Fuel Stock Expense-No 2 Oil Expenses	Asset
		152030	Fuel Stock Expense-No 6 Oil Expenses	Asset
		152040	Fuel Stock - Jet Fuel Exp	Asset
		152080	Natural Gas Electric Generation	Asset
		152100	Fuel Stock Expense Undistributed Wood	Asset
		154000	Plant Materials + Operating Supplies	Asset
		154010	Materials + Supplies - Other	Asset
		154015	Slow Moving Inventory	Asset
		154020	Materials + Supplies - Central Warehouse	Asset
		154050	Stock Invoice Clearance	Asset
		154055	Transmission ERP Inventory Holding	Asset
		154070	Automotive Inventory	Asset
		154080	Materials + Supplies - Out For Repair	Asset
		154650	Obsolete Non-Nuc Inventory Reserve	Asset
		154AU0	Average Unit Price Default Account	Asset
		154LS0	Limestone Inventory - Merrimack	Asset
		154LT0	Materials + Supplies - Long Term	Asset
		154MF0	Inventory-Work in Progress	Asset
		154PC0	Precap Distribution Clearing Acct	Asset
		154PV0	Invoice Price Variance Type S	Asset
		156030	Inventory WIP	Asset
		158110	So2 Allowances - Non-Current	Asset
		158120	NOX Allowances-Current	Asset
		158170	NOX Allowances-Non Current	Asset
		158180	Co2 Emission Allowances-Current Yr	Asset
		158190	Co2 Emission Allowances-Non Current	Asset
		158310	Class 1 Renew Energy Cert-Current	Asset
		158320	Class 2 Renew Energy Cert-Current	Asset
		158330	Class 3 Renew Energy Cert-Current	Asset
		158340	Class 4 Renew Energy Cert-Current	Asset
		158350	Green Rate Recs - Current	Asset
		158410	Class I Renew Energy Cert-Non Current	Asset

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ZZZB5	Other Balance Sheet	158420	Class 2 Renew Energy Cert-Non Current	Asset
		164000	LNG - Hopkinton	Asset
		164020	LNG - Acushnet	Asset
		1642X0	LNG - Waterbury	Asset
		165000	Prepaid Other	Asset
		165010	Prepayments-Insurance	Asset
		16501A	Prepd-Company Owned Life Insurance	Asset
		165030	Prepaid Interest	Asset
		165070	Commercial Paper Interest	Asset
		165110	Prepaid Lease Payments NUCLARKs	Asset
		165120	Payroll Advances-NTL	Asset
		165125	WC Liberty Mutual Deposit	Asset
		165130	Prepaid Vision	Asset
		165140	Prepaid Revolver Renewal Fees	Asset
		165141	Prepaid State Franchise	Asset
		165160	Postage - NSTAR	Asset
		165170	Prepaid Ins-Shared Vehicle Lease Pro	Asset
		165171	Blue Cross - Blue Shield	Asset
		165180	Prepaid Software Licenses + Maintenance	Asset
		165190	Payroll Benefit Clear	Asset
		165195	Prepaid CP Fees Legacy LLC	Asset
		165200	Prepaid Revolver fees Legacy LLC	Asset
		165260	American Express	Asset
		165270	MasterCard - First Chicago	Asset
		165300	Union Bonus	Asset
		165775	Prepaid Federal Inc Tax	Asset
		165800	ISO Prepayments	Asset
		165900	Prepaid Property Taxes	Asset
		165901	Prepaid Hardware Maintenance	Asset
		165905	Prepaid Vehicle Property Tax	Asset
		165920	Prepayments-Fed + State Excise Tax	Asset
		165950	Prepaid R+D	Asset
		165960	Prepaid State Regulatory Assessments	Asset
		1659Y0	Prepaid Association Dues	Asset
		165AP0	Prepaid Maintenance	Asset
		165CA0	Power Broker Fees Prepaid	Asset
		165CD0	Unamortized CP Discount	Asset
		165CP0	Prepaid Commercial Paper Fees	Asset
		165CR0	Prepaid Fee 2011 CL+P Series B	Asset
		165Q60	Prepaid Ins 2001 PSNH PCB Series B	Asset
		165QA0	Prepaid Ins 2001 PSNH PCB Series A CLP	Asset
		165RA0	Prepaid Fee 2011 CL+P Series A	Asset
		165RC0	Renewable Energy Cert-Prepaid	Asset
		165RW0	Prepaid Revolver Fees	Asset
		165UB0	UBH Prepaid	Asset
		165VC0	Prepaid Vehicle Costs	Asset
		171010	Interest Receivable	Asset
		1711A0	ESCO Late Payment Receivables	Asset
		172010	Rents Receivable-Oracle Rec	Asset
		172011	Customers - Rents Receivable	Asset
		172070	ARE RE CHK Collected OAR- SUN	Asset
		172080	ARE RE WRE Collected OAR- SUN	Asset
		172990	Other - Rents Receivable	Asset
		173010	Accrued Utility Revenues	Asset
		173041	Accrued Util Revenue-C+LM	Asset
		173050	Accrued Revenue-RCS	Asset
		173700	Accrued Unbilled Transition - BECO	Asset
		173710	Accrued Unbilled Transition - Commonwealth	Asset
		173720	Accrued Unbilled Transition - Cambridge Elec	Asset
		173RR0	RRB Accts Rec Unbilled	Asset
		174001	NSTAR Communications Charges	Asset
		174002	Debt Expense - Fair Value Adj - NU Acquis of NSTAR	Asset
		174130	Delta Dental Deposit	Asset
		174881	Gas Expansion Long Term-Disabled	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZB5	Other Balance Sheet	174970	Accrued Dividends-ESOP	Asset
		174990	Misc Current Assets-Other	Asset
		174DV0	Accrued Treasury Shares	Asset
		174RRB	Misc Current Assets- RRB	Asset
		174TX0	Asset for Purchased Tax Credits	Asset
		175100	Base Recon Adj - CGAC	Asset
		175150	Dem Cost Realloc Recon Adjust	Asset
		175200	Suppl Recon Adj-CGAC	Asset
		175250	Local Distrib Recon Adj LDAC	Asset
		175300	Remediation Adj Clause - CGAC	Asset
		175350	Revenue Decoupling Def- Peak	Asset
		175351	Revenue Decoupling Def- Off Peak	Asset
		175400	Peak Gas Working Capital	Asset
		175500	Off Peak Gas Working Capital	Asset
		175660	Off Peak Bad Debt Costs CGAC	Asset
		175670	Off Peak Bad Debt Working Capital CGAC	Asset
		175680	Peak Bad Debt Cost CGAC	Asset
		175690	Peak Bad Debt Working Capital CGAC	Asset
		175750	Balancing Penalty Credit LDAC	Asset
		175850	Consultant Expenditures - LDAC	Asset
		175851	GSEP Deferral	Asset
		175950	RAAC Deferral Derivative Asset	Asset
		175951	RAAC Deferral	Asset
		175LT0	LT Derivative Assets	Asset
		175ST0	ST Derivative Asset	Asset
		181001	Debt Expense - Fair Value Adjustment - NU Acquisition of NSTAR	Asset
		181010	Debt Expense - Fair Value Adj Merger	Asset
		181019	NSTE 2014 300M Debent Due03-2044-E	Asset
		181025	Debt Issuance Costs 2010	Asset
		181070	YG 8.48% 1992 SerB Due03-2022-E	Asset
		181071	5.75% 2036 Debentures Issue Exp	Asset
		181075	5.625% 2017 Debentures Issue Exp	Asset
		181076	5.5% 2040 Debentures Issue Exp	Asset
		181080	Debt Exp - Series M	Asset
		181090	Debt Exp -Series K	Asset
		181092	2.375% 2022 Debentures Issuance Expense	Asset
		181093	NSTE 2013 200M Debent Due11-2016-E	Asset
		181101	Debt Exp - Series N	Asset
		181120	Debt Exp - Series J	Asset
		181160	Debt Exp Unamort - Series E	Asset
		1811A0	2007 CL+P \$300M FMB Debt Issue Exp	Asset
		1811B0	2007 2 CL+P Debt Issuance Expenses	Asset
		1811C0	CL+P 5.65% 2008 SerA Due05-2018-E	Asset
		1811E0	CL+P 5.50% 2009 SerA Due02-2019-E	Asset
		181210	4.875% 2012 Debent Issue Exp	Asset
		181220	4.875% 2014 Debent Issue Exp	Asset
		181330	Deferred Expenses - Credit Line	Asset
		181510	Revolver Expenses	Asset
		181611	DPU Financing Plan 2012-2013	Asset
		1816A0	PSNH 6.15% 2007 SerN Due09-2017-E	Asset
		1816D0	CL+P 7.875% 1994 SerD Due10-2024-E	Asset
		1816E0	CL+P 1.55% PCRB1996 SerADue5-2031-E	Asset
		181700	Unamortized Debt - Issuance Costs	Asset
		181701	Class A-4 Notes Issuance Costs	Asset
		181A10	WMECO 5.10% 2010 SerE Due03-2020-E	Asset
		181BD0	Unamortized Issue Expense 2018 CL+P Series A	Asset
		181BE0	Unamortized Debt Exp 2017 NSTAR Elec	Asset
		181BH0	Unamortized Debt Exp 2017 Series N YG	Asset
		181C10	Unamortzed Debt Exp CL+P 93 Ser A Fi	Asset
		181C20	Unamortzed Debt Exp CL+P 93 Ser B Fix	Asset
		181C60	Unamortzed Debt Exp CL+P 86 Ser Fixed	Asset
		181CA0	CL+P 4.375% PCRB2011SerADue9-2028-E	Asset
		181CD0	Unamrt Exp 04 \$280M Ser A + B Bnds	Asset
		181CL0	Unamortzed Debt Exp CL+P 88 Ser Fixed	Asset

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ZZZZB5	Other Balance Sheet	181CP0	CL+P 2005 \$200M Bond-Series A + B	Asset
		181CR0	2011 CL+P Debt Issuance Exp	Asset
		181CT0	CL+P 6.35% 2006 SerA Due06-2036-E	Asset
		181CV0	PSNH 4.5% 2009 SerP Due12-2019-E	Asset
		181CX0	Unamortzed Debt Exp CL+P 92 Ser A Fix	Asset
		181EA0	Unamortized Issue Expense 2018 EP Series M	Asset
		181EE0	NUP 1.45% SerE2013SrNte Due5-2018-E	Asset
		181FF0	NUP 2.8% SerF 2013SrNte Due5-2023-E	Asset
		181H20	Debt Iss Costs- Water Co	Asset
		181KD0	Unamort Debt Issuance Exp EP 2017 Series K	Asset
		181LD0	Unamort Issue Expense 2017 EP Series L	Asset
		181MK0	2017 PSNH Debt Issuance Exp	Asset
		181MR0	WMECO 3.88% 2013 SerG Due11-2023-E	Asset
		181MS0	Unamort Debt Expense 2015 WMECO	Asset
		181MX0	Unamort Debt Exp WMECO 2016	Asset
		181N20	Unamrt Exp 2 7.25% 10-Yr \$263M Note	Asset
		181ND0	PSNH Series D Fixed PCRB Bond	Asset
		181NE0	PSNH Series E Fixed PCRB Bond	Asset
		181NF0	PSNH 6.00% 2008 SerO Due05-2018-E	Asset
		181NQ0	2008 NU Debt Issuance Expenses	Asset
		181NR0	PSNH 3.2% 2011 SerR Due09-2021-E	Asset
		181NS0	PSNH 4.05% 2011 SerQ Due06-2021-E	Asset
		181NT0	2015 NG Debt Issuance Expense	Asset
		181NV0	2015 NE Debt Issuance Exp	Asset
		181NW0	Unamort Debt Issuance Exp NE 2016	Asset
		181P30	Unamrt Exp 04 5.25% 10Yr \$50M Ser L	Asset
		181P40	PSNH 5.60% 2005 SerM Due10-2035-E	Asset
		181PM0	2012 Q1 Parent Debt Issuance Exp	Asset
		181PS0	2017 Issuance Exp- PSNH Securitization	Asset
		181Q60	PSNH 4.75% PCRB2001SerBDue05-2021-E	Asset
		181QA0	PSNH 2001 AuctSerAPCRB Due05-2021-E	Asset
		181QC0	Unamrt Exp 01 Poltn Cntrl Bnds C	Asset
		181RB0	2008 PCRB - PSNH Debt Expenses	Asset
		181SF0	PSNH 3.5% 2013 SerS Due11-2023-E	Asset
		181TA0	CL+P 2.50% 2013 SerA Due11-2023-E	Asset
		181TB0	CL+P Issued\$250M SerADue4-15-2044-E	Asset
		181TC0	CL+P \$300M SerA Due06-2045-E	Asset
		181TD0	Unamort Debt Iss Exp CLP 2017 Ser A	Asset
		181TF0	NUP 3.15% SerH 2015SrNteDue1-2025-E	Asset
		181TG0	NUP 1.6% SerG 2015SrNte Due1-2018-E	Asset
		181TH0	Unamort Debt Iss Exp EP 2016 Ser J	Asset
		181TI0	Unamort Debt Iss Exp EP 2016 Ser I	Asset
		181TY0	YG 4.82% 2014\$100MSerL Due01-2044-E	Asset
		181TZ0	2015 YG Debt Issuance Expense	Asset
		181W90	2012 Q3 WMECO Debt Issuance Exp	Asset
		181WA0	WMECO3.5% SrNte2011 SerFDue9-2021-E	Asset
		181WB0	WMECO 6.7% 2007 SerD Due08-2037-E	Asset
		181WC0	WMECO 2005 LTD Financing	Asset
		181WF0	WMECO5.9% SrNte2004 SerBDue9-2034-E	Asset
		181WL0	Unamort Debt Exp Wm93 Series A Fixed	Asset
		181WM0	Unamrt Exp 03 5% 10-Yr \$55M Sr Nte	Asset
		181Y20	YG 5.26% 2004 SerH Due11-2019-E	Asset
		181YG0	Unamrt Exp 04 4.8% 10-Yr \$75M Ser G	Asset
		181YN0	YG 5.35% 2005 SerI Due07-2035-E	Asset
		181Y00	Unamortized Issue Exp 2018 YG FMB Series O	Asset
		181YQ0	YG 6.9% 2008 SerJ Due10-2018-E	Asset
		181YS0	YG 2010 SerK Due04-2020-E	Asset
		181YT0	2011 YG Debt Issuance Exp	Asset
		182001	Reg Assets - Fair Value Adjustments	Asset
		182010	Rate Design Adj-Trans Chg-BECO	Asset
		182020	Rate Design Adj-Trans Chg-Commonwealth	Asset
		182030	Rate Design Adj-Trans Chg-Cambridge Elec	Asset
		182120	Seasonal Gas Costs - Under Collection	Asset
		182130	Deferred O+M Costs	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	182140	Deferred O+M Reg Asset Contra 182130	Asset
		182150	Vegetation Mgmt-RTW Pilot	Asset
		182210	NRG Station Service Receivable	Asset
		182220	Dominion Station Service Receivable	Asset
		1822P0	Unrecovered Costs - MP1 Fuel	Asset
		1822R0	Unrecovered Costs - MP1 M+S	Asset
		1822T0	Unrecovered Costs - MP1 Depr Plant	Asset
		182301	NSTAR Green Costs	Asset
		182302	Regulatory Asset - ARO	Asset
		182303	AG Consultant Expenses	Asset
		182304	Deferred Storm Costs	Asset
		182306	Storm Cost Recovery	Asset
		182307	Reg Asset - NEA Buyout	Asset
		182308	Deferred LTRCA	Asset
		182310	RTO Start Up Cost	Asset
		182311	Regulatory Asset-Prepaid Pension	Asset
		182314	Dist Asbestos Rem Reg Asset	Asset
		182315	Deferred PSNH NHPUC Assessment	Asset
		182322	Mitigation Incentive Timing - DPU 05-89	Asset
		182325	Goodwill	Asset
		182326	Goodwill - Deferred Taxes	Asset
		182327	Reg Asset - Goodwill - Fair Value Adj - NU Acquisition	Asset
		182328	Reg Asset - Goodwill - Deferred Tax - Fair Value Adj - NU Acquisition	Asset
		182333	Disallowed AFUDC Regulatory Asset	Asset
		182340	Conn Yankee Regulatory Asset	Asset
		182345	Maine Yankee Regulatory Asset	Asset
		182355	Derivative Above Mkt Cost - Reg Asset	Asset
		182356	Derivative Above Mkt Cost - Reg Asset - Current	Asset
		182365	Deferred CPSL Program Costs	Asset
		182368	Circuit Performance Incentive	Asset
		182371	Deferred Net Metering Costs	Asset
		182372	Deferred Smart Grid - Dynamic Pricing	Asset
		182373	Deferred Smart Grid - DA + UGM	Asset
		182381	Securitization - BEC Funding II	Asset
		182382	Securitization - CEC Funding	Asset
		182385	Fuel Litigation Costs	Asset
		182391	Cust Disc - BEC Funding II	Asset
		182392	Cust Disc - CEC Funding	Asset
		1823ES	Electric Storage Pilot	Asset
		1823EV	Electric Vehicle Infrastructure	Asset
		1823F0	Low-Income Discount Recovery	Asset
		1823GM	Grid Modernization Plan	Asset
		1823H0	Other Reg Assets FAS158 - Pensions	Asset
		1823H1	Other Reg Assets FAS158 - Pen NSTAR Legacy	Asset
		1823I0	Fuel Operations Reserve	Asset
		1823J0	Other Reg Assets FAS158 - SERP	Asset
		1823K0	Other Reg Assets FAS158 - OPEB	Asset
		1823K1	Other Reg Assets FAS158 - OPEB- NSTAR Legacy	Asset
		1823M0	Other Reg Assets - Medvantage APBO	Asset
		1823M1	Medvantage AOCI	Asset
		1823X0	Seabrook Over-Market	Asset
		1823Z0	Other Reg Asset-Non-SERP Cumultv Adj	Asset
		182480	Yankee Atomic Regulatory Asset	Asset
		182500	Postretirement Costs Reg Asset	Asset
		182540	C+LM Deferral	Asset
		182541	FASB 109 Regulatory Asset - NSTAR	Asset
		182545	FASB 109 Regulatory Asset - NSTAR (CEL)	Asset
		182612	Pension PBOP Deferral Elect	Asset
		182613	Pension PBOP Carrying Charge Elect	Asset
		182614	PAM Sales Differential Elect	Asset
		182615	Medicare Credit Tax Impact	Asset
		182770	Reg Asset - NSTAR Other	Asset
		182805	Deferred Transition Rev BECO	Asset
		182810	Deferred Transition Rev Commonwealth	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	182815	Deferred Transition Rev Cambridge Elec	Asset
		182873	Deferred Basic Service	Asset
		182874	Deferred Transmission Revenues	Asset
		182877	RAAC Deferral Reg Asset	Asset
		182878	Deferred NSTAR Green	Asset
		182950	Pension Reg Asset Exp Rates	Asset
		182980	Regulatory Asset - CY -YA	Asset
		182990	Misc Reg Asset	Asset
		182A10	ARC Flash Reg Asset Contra 182AR0	Asset
		182A20	C2 System Reg Asset Contra 182C30	Asset
		182A30	AB Chance Reg Asset Contra 182CH0	Asset
		182AB0	IPP Buyout-Ashuelot Hydro	Asset
		182AC0	IPP Buyout-Avery Dam	Asset
		182AG0	Attorney General Cost Tracker	Asset
		182AH0	MP1 Unrecov Interest-Prior Retail	Asset
		182AK0	MP1 Unrecov Interest-Prior CMEEC	Asset
		182AL0	MP2 Unrecov Interest-Prior Retail	Asset
		182AN0	MP2 Unrecov Interest-Prior CMEEC	Asset
		182AP0	MP1 Unrecov Cost-Retail	Asset
		182AR0	Deferred ARC Flash Initiatives Costs	Asset
		182AT0	Reg Asset MP1 Unrecov Cost-CMEEC	Asset
		182AW0	MP2 Unrecov Cost-Retail	Asset
		182AY0	IPP Buyout-Lower Robertson Dam	Asset
		182B10	IPP Buyout-Bell Mill River Street	Asset
		182B40	IPP Buyout-Greggs Falls	Asset
		182B60	IPP Buyout-Lochmere Dam	Asset
		182B90	IPP Buyout-Pembroke Hydro	Asset
		182BA0	Reg Asset MP2 Unrecov Cost-CMEEC	Asset
		182BB0	MP1 Rcvrd Prior Per Sp Fuel Retail	Asset
		182BD0	MP1 Rcvrd Prior Per Sp Fuel CMEEC	Asset
		182BE0	MP2 Rcvrd Prior Per Sp Fuel Retail	Asset
		182BH0	MP2 Rcvrd Prior Per Sp Fuel CMEEC	Asset
		182BM0	Unrecovered Contr Oblig-MY	Asset
		182BP0	Reg Asset - Boiler + Furnace Rep	Asset
		182BW0	Unrecovered Contr Oblig-YAEC	Asset
		182BY0	Unrecovered Contr Oblig-CY	Asset
		182C30	Deferred CSI Project Costs	Asset
		182CB0	Deferral GSC FMCC	Asset
		182CD0	Capital Projects Tracker	Asset
		182CH0	Deferred AB Change Cutout Repl Costs	Asset
		182CPT	Capital Tracker Deferral- A	Asset
		182CS0	To Defer C2 O+M Exp Per 07-07-01	Asset
		182DC0	Reg Asset Revenue Decoupling	Asset
		182DK0	FASB 109 Regulatory Asset	Asset
		182DN0	NHBPT FAS 109 Delivery Reg Asset	Asset
		182DT0	Fair Value Adj - Goodwill Deferred Tax	Asset
		182ECO	Recoverable Environmental Cleanup	Asset
		182ED0	Environmental Litigation	Asset
		182EH0	Reg Asset FV Derivative Contracts	Asset
		182EL0	Deferred Environ Remed Costs De- 09-035	Asset
		182EN0	Post Retirement Benefits - FAS106	Asset
		182ETT	Enhanced Tree Trim Deferral	Asset
		182EVO	Deferred Environ Remed Costs De 06-028	Asset
		182FDO	IPP Buyout-Fiske Hydro Inc	Asset
		182FFF	Fee for Free Deferral	Asset
		182FR0	Farm Credit Reg Asset	Asset
		182FV0	Fair Value Adj - Acquisition of NSTAR Reg Asset	Asset
		182GCO	Reg Asset Gas Supply Pking Con Mtm	Asset
		182GDV	Reg Asset- Generation Divestiture	Asset
		182GEO	Reg Asset - Yg System Expansion	Asset
		182GR0	NH Renewable Energy Ser Grn Rate Adv Pro	Asset
		182GW0	Fair Value Adj - Goodwill Acquisition	Asset
		182H20	Approved Reg Assets - Water Co	Asset
		182HM0	Hardship Forgiveness MPP	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	182HQ0	Regulatory Asset - Pre - Cod Expenses	Asset
		182HS0	Facility Divestitures	Asset
		182HW0	Write-Off Hardship Customers	Asset
		182KD0	F109 Regulatory Asset-Other	Asset
		182KE0	Contract For Diff-Docket No 050714Ph02	Asset
		182KT0	F109 Reg Asset-Former T Flow Thru	Asset
		182LBR	Deferred Lost Base Revenues	Asset
		182LC0	Deferred GET on Late Charges	Asset
		182LN0	Fair Value Lisbon IPP Contract	Asset
		182LR0	Long Term Renew Contract	Asset
		182MA0	Manhole Inspect Costs	Asset
		182MCO	Deferred Medicare Tax Asset	Asset
		182MGO	Reg Asset Mgt Litigation	Asset
		182MGR	Approved Merger Costs	Asset
		182MY0	Unrecovered Contractual Obligation - ME Yankee	Asset
		182NH1	Forward NH Plan	Asset
		182NH2	Forward New Hampshire Fund-FNHF	Asset
		182NHA	New Hampshire Assessment Deferral	Asset
		182NMO	Net Metering Deferral	Asset
		182NS0	NUstart Program Deferred Expense	Asset
		182NW0	FAS109 Other CTA	Asset
		182P20	SCRC Regulatory Asset	Asset
		182P30	ES Regulatory Asset	Asset
		182P40	Contra MK Scrubber Incl in 182P30	Asset
		182P90	PSNH Gain Bio-Energy IPP	Asset
		182PA0	Firm Gas Costs Undercoll	Asset
		182PH0	IPP Buyout-Pittsfield Hydropower Co	Asset
		182PP0	Reg Asset Pension PBOP Tracker Mech	Asset
		182PT0	Property Tax Deferred - LNG Tank	Asset
		182R30	Deferred CL+P Rate Case Expense	Asset
		182RDD	Reg Asset Rate CAP Deferral	Asset
		182RG0	RGGI Regulatory Asset Deferral	Asset
		182RPO	Reg Asset- Deferred REP	Asset
		182RRB	Reg Asset Prin RRB	Asset
		182RRT	Reg Asset NPV RRB	Asset
		182RS0	Contra 182RU0	Asset
		182RU0	Approv Def Radio Syst Upgrade	Asset
		182RX0	WMECO Rate Case Exp Reg Asset	Asset
		182RY0	YG Dfrd Exp Rate Case 06-12-02PH01	Asset
		182S10	Securitized Reg Assets Account	Asset
		182SCO	MP3 Stranded Cost Recov As Securitized	Asset
		182SE0	Contra 182ST0 - Equity Return Storms	Asset
		182SK0	Reg Asset Default Service	Asset
		182SLO	Default Service Adder Rate True-Up	Asset
		182SO0	Calc of WMECO Solar Deferral	Asset
		182SO1	Solar Expansion Cost Recov Mech	Asset
		182SP0	Pre-Staging Storm Costs	Asset
		182SQ0	Approved Storm Costs	Asset
		182SQ1	Approved Storm Fund	Asset
		182ST0	Reg Asset Storm Reserve	Asset
		182SU0	Contra 182ST0 - Storm Reserve	Asset
		182SV0	Contra 182ST0 Storm Reserve	Asset
		182TC0	TCAM Deferral	Asset
		182TD0	Return on Storm Insur	Asset
		182TR0	Coal Tar Remediation	Asset
		182TT0	Retail Transmission Tracker	Asset
		182TX1	Deferred Repair Tax Ded	Asset
		182TX2	Deferred AC 282 Adj	Asset
		182TXD	Def Tax Asset Due to Rate Change	Asset
		182UC0	Reg Asset Uncoll T-Up Basic Service	Asset
		182WRO	IPP Buyout-Woodsville Rochester	Asset
		182XOX	CY YA Variance For 253 s ICP	Asset
		182YCO	Deferral of YGS Conservation	Asset
		183010	Preliminary Survey and Investigation	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	183011	Prelim Survey + Invest	Asset
		183SLR	Prelim Survey and Inv - Solar	Asset
		184050	Joint Line Billing	Asset
		184110	Joint Line Billing - Independa	Asset
		184800	Customer Accounts Rec Clearing	Asset
		184820	Customer Deposit Refund Clearing	Asset
		184830	Clear Bank Adj	Asset
		184850	Cash Corrections- Clearing	Asset
		184900	Protested Checks Clearing	Asset
		184915	Oracle to PP Suspende Items	Asset
		184080	General Ledger OOB	Asset
		184SL0	Shared Lease Admin Clearing	Asset
		185010	Temporary Service	Asset
		186000	Misc Deferred Debits	Asset
		186007	Pilgrim 23KV Study For Entergy	Asset
		186008	Deferred Lease Syndication Costs	Asset
		186009	Net Metering Administrator Costs	Asset
		186010	Miscellaneous Work in Progress	Asset
		186013	Warranty Work - HICO Transformer	Asset
		186020	Payroll Advances	Asset
		186021	Inventory Replacement Costs	Asset
		186024	Goodwill - NU Acquisition of NSTAR	Asset
		186026	Mystic Station-cable repair	Asset
		186039	Pilgrim Post Trip Study	Asset
		186050	Interim Alloc-Police + Pav	Asset
		186062	MATEP Interconnection study	Asset
		186067	Medway-QP444	Asset
		186068	Edgar-QP445	Asset
		186069	Watson3-QP438	Asset
		186071	Hawkes Meadow-QP439	Asset
		186072	Canal3-QP449	Asset
		186081	Environmental Response Costs	Asset
		186085	Amtrak Feasibility Study	Asset
		186099	Intra- Company Netting	Asset
		186100	Deferred Farm Discount	Asset
		186112	Discount on Transition Property	Asset
		186120	Sithe Def Chgs Jets	Asset
		186141	Advice of Debit Items	Asset
		186145	Environmental Reserve	Asset
		186160	Fitness Center Activities	Asset
		186200	UG Fiber Construction	Asset
		186210	OH Fiber Construction	Asset
		186220	Other Fiber Costs	Asset
		186230	Fiber Work Csh Received	Asset
		186261	Purchase Acct - PBOP	Asset
		186270	Deferred CGAC Bad Debt Costs	Asset
		186290	Interim Alloc - Misc Dist Exp and Small Tools Disabled	Asset
		186310	Fiber Optic Maintenance	Asset
		186320	Butler Rd Boston Relocation	Asset
		186321	Billing Work-Progress	Asset
		186355	SFAS 133 Regulatory Asset	Asset
		186356	SFAS 133 Asset	Asset
		186357	SFAS 133 Regulatory Asset - Current	Asset
		186401	Other Investments - Mass Development	Asset
		186405	Smart Metering	Asset
		186406	Distribution Automation	Asset
		186407	Smart Grid - Urban Grid Monitoring	Asset
		186430	Storm Reserve Trans Distr	Asset
		186431	Def Charges To Expense	Asset
		186433	Norwood Interconnection - NSTAR	Asset
		186434	Envir Cost re Facility Closures	Asset
		186435	Offset Impairment Reserve	Asset
		186440	Storm Reserve Tran Dis Contra 18643	Asset
		186460	WC PL Ins Recover	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZB5	Other Balance Sheet	1864N0	Tax Liability For Non-Cash Cont N-R	Asset
		1864T0	CIAC Gross-Up of Taxes Refundable	Asset
		1864W0	CIAC Gross-Up Tax Non-Refundable	Asset
		1864X0	Co-Gen Intercon Tx-Gross-Up-Billed	Asset
		1864Y0	Cogenincon Tx-Grs-Up-Cltd-Com-	Asset
		186510	Outside Company Storm Work	Asset
		186511	Cape Wind Transmission System Impact Study	Asset
		18651X	Deferred Funding Rabbi Trust NUSCO ICP	Asset
		1865Y0	Spent Fuel Trust Doe Difference	Asset
		186612	Pension PBOP Deferral Gas	Asset
		186613	Deferred Pension+PBOP Carrying Charge Elect	Asset
		186614	Pam Sales Differential Gas	Asset
		186615	Deferred Medicare Credit Tax Impact	Asset
		186670	Regulatory Commission Expense	Asset
		186760	HEEC Reserve Channel Analysis	Asset
		186771	MATEP Distribution Facilities	Asset
		186780	Def Basic Serv Bad Debt Costs	Asset
		186840	MWRA temporary generation Disabled	Asset
		186880	Gas Expansion Long Term	Asset
		186881	Gas Expansion Bad Debt Costs	Asset
		186882	Gas Expansion Administrative Costs	Asset
		186910	BecoCom Assets	Asset
		186936	POR Changes - CIS System	Asset
		186950	Cycle Error Suspense-Accts Payable	Asset
		186951	Asp Deferred Costs 2007	Asset
		186952	Asp Deferred Costs 2008	Asset
		186970	Other - General Accounting	Asset
		186971	Undistributed Computer	Asset
		186980	Reg Asset Merger Costs NSTAR Gas	Asset
		186990	Other - Revenue Accounting	Asset
		186AB0	Prevent Maint Support of Convex	Asset
		186AN0	PSNH - Sales of Mat + Sup - PSNH	Asset
		186AX0	Real Estate Transactions	Asset
		186BC0	Contract Payments-Guarantee	Asset
		186B50	Deferred Debit - Basic Service Uncollect Exp	Asset
		186CM0	PA05-01 C+LM Measures-FMCC	Asset
		186CON	Other Deferred Asset - Contra Asset	Asset
		186CP0	CP Ppd Deferral	Asset
		186CT0	CL+P Incremental State Income Tax	Asset
		186DA0	NH-EAP-Def-Incremental-Expenses	Asset
		186DE0	Deferred Environ Litigation Costs	Asset
		186DJM	SFAS 133 Asset -Current	Asset
		186DL0	Definite Lived Intangibles	Asset
		186EAP	EAP Deferred Costs - NUPUC Mandate	Asset
		186EBO	Energy Bill Incremental Costs	Asset
		186EEB	EE PDR Bid Project Costs Deferred	Asset
		186ENV	Environ Invest + Remed	Asset
		186GW0	Goodwill - NU Merger	Asset
		186H20	Direct Material Flow Thru Account	Asset
		186HBO	Invoice Special Charges	Asset
		186JA0	Deferred Debits - LIRC Repair Contract	Asset
		186LC0	CL+P GET on Late Charges	Asset
		186MA0	Manhole Inspections - DPUC 10-05-09	Asset
		186MCO	Deferred Customer Serv System Costs	Asset
		186MG0	C+LM Loan Program in CL+P	Asset
		186MH0	Municipal Program Loans in C+LM	Asset
		186NHA	Def NH Assess + Consult Exp	Asset
		186NS0	NSTAR E+G Rec Pay Gross Up	Asset
		186PS0	Propane Impairment Recovery Asset	Asset
		186PT0	Reimbursable Costs Trans Projects	Asset
		186PT1	Deferred Prop Tax Expense	Asset
		186R2X	Rate Reduction Bond-Rrb Collections ICP	Asset
		186R60	RRB Clearing Account	Asset
		186RC0	Rate Case Exp- Deferred	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	186RCN	RCN Support	Asset
		186RDO	Deferred Radio System Upgrades	Asset
		186RS0	Defd Radio Sys Upgrade Contra 186RDO	Asset
		186RV0	Revolving Credit Line-PPD Deferral	Asset
		186RW0	Revolving Credit Line PPD Deferral	Asset
		186RX0	Rate Case Expense - Deferred	Asset
		186RY0	YG Rate Case Expense - Deferred	Asset
		186S10	C+LM Small Business Loans	Asset
		186ST0	MIMS Proc - Stores	Asset
		186SV0	CS Self Service Web Rearchitecture	Asset
		186TG0	Reim Costs Trans and Gen Serv	Asset
		186UG0	Def Integrated Wrk Mgmt Sys Costs	Asset
		186VE0	Retiree Medical Expenses	Asset
		186W3X	WMECO Hardship Receivable Deferral ICP	Asset
		186WHO	WMECO Hardship Receivable Deferral	Asset
		186X50	ES Boulos-NUSCO Service Billing	Asset
		188100	Urban Grid Monitoring and Renewables Integration	Asset
		188990	Research + Development Expend-Other	Asset
		189010	Unamortized Loss - MP3 Construct Trust	Asset
		189011	Call Premium - Electric Merger Redemptions	Asset
		189050	Unamortized Loss - 14 3 8% Ser FF - CL+P	Asset
		189070	Unamortized Loss - 15% Series HH - CL+P	Asset
		189090	Unamortized Loss - 12% Series KK - CL+P	Asset
		189100	Unamort Loss - CL+P 2011 Ser B On 10-1-2013	Asset
		1891A0	Unamortized Loss - CL+P 93 Series A	Asset
		1891B0	Unamortized Loss - CL+P 93 Series B	Asset
		1891X0	Unamortized Loss - CL+P 92 Series A	Asset
		189300	CL+P Var% 1983 Seabrook PCn-Due2013	Asset
		189310	CL+P Var % 1984 Seabrook PC-Due2014	Asset
		189340	Unamortized Loss - 1978 Series - CL+P	Asset
		189350	Unamortized Loss - Series EE - CL+P	Asset
		189360	Unamortized Loss - 8 7 8% Series DD CL+P	Asset
		1893L0	Unamortized Loss - WMECO 93 Series A PCRB	Asset
		189430	Unamortized Loss - CDA 5.9% MP3 Notes - CL+P	Asset
		189440	Unamortized Loss - CDA 6.5% MP3 Notes - CL+P	Asset
		189450	Unamortized Loss - Var % Ser 1984 MP3 - CL+P	Asset
		189460	Unamortized Loss - Var% - Ser 1985A MP3 CL+P	Asset
		189470	Unamortized Loss - Var% - Ser 1985B MP3 CL+P	Asset
		189480	Unamortized Loss - Var% - Ser 1985C MP3 CL+P	Asset
		189490	Unamortized Loss - Var% - Ser 1986A MP3 CL+P	Asset
		1894B0	Unamortized Loss - HWP 1992 Var % PCB	Asset
		1894J0	Unamortized Loss - HWP 1988 Var % PCB	Asset
		1894K0	Unamortized Loss - HWP 1990 Var % PCB	Asset
		189500	Unamortized Loss - Var% - Ser 1987 CDA CL+P	Asset
		189560	Unamortized Loss - 7 5 8% Series Y - CL+P	Asset
		189570	Unamortized Loss - 9 3 4% Series QQ - CL+P	Asset
		1896C0	Unamortized Loss - 94 Series C CL+P	Asset
		189710	Unamortized Loss - Series Rr - CL+P 9 1 2%	Asset
		189720	Unamortized Loss - 9 3 8% Series SS - CL+P	Asset
		189750	Unamortized Loss - CL+P 7.50% Ser YY	Asset
		189770	Unamortized Loss - CL+P 7 3 8% Ser ZZ	Asset
		189780	Unamortized Loss - CL+P Series TT - 2019	Asset
		1897L0	Unamortized Loss 1997 Series B 7 3 8%	Asset
		189826	4.875% Debent Redemption Premium	Asset
		189860	Unamortized Loss - CL+P 86 Series PCB	Asset
		1898L0	Unamortized Loss - CL+P 88 Series PCB	Asset
		189920	4.875% Debent Due 2014	Asset
		189N00	Unamortized Loss - PSNH Series D PCRB	Asset
		189NE0	Unamortized Loss - PSNH Series E PCRB	Asset
		189PA0	Unamortized Loss - PSNH 1991 PCB Series A	Asset
		189PC0	Unamortized Loss - PSNH 1991 PCB Series C	Asset
		189PD0	Unamortized Loss - PSNH 92 Tax Ext Ser D	Asset
		189PE0	Unamortized Loss - PSNH 93 Tax Ext Ser E	Asset
		189QB0	Unamortized Loss - PSNH 2001 PCB Series B	Asset

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	189RB0	Unamortized Loss - CL+P PCB	Asset
		189RC0	Unamortized Loss - PSNH PCB	Asset
		189SC0	Unamortized Loss - Securitize Refinance	Asset
		189Y50	Unamortized Loss - YG 10.07% Ser A - E	Asset
		189Y80	Unamortized Loss - YG 8.63% Series C	Asset
		190000	Accumulated Deferred Income Tax	Asset
		190011	ACC Deferred Taxes FIT	Asset
		190030	Deferred Tax Asset - NOL Carry	Asset
		190080	Deferred Tax Asset - State NOL C F	Asset
		190480	Accumulated Def Inc Taxes FIN 48 Dr	Asset
		1904A0	Cur ADIT FIN48	Asset
		1904C0	Non ADIT FIN48	Asset
		1909A0	ACC DIT Asset-Current Portion	Asset
		1909C0	X-Fer Curr ADIT Asst	Asset
		190CP0	Deferred Taxes - OCI	Asset
		190DG0	Tax Gross Up on SFAS109 Reg Liab	Asset
		190DK0	FASB 109 Accumulated Income Tax	Asset
		190IT0	FASB 109 Accumulated Income Tax - ITC	Asset
		190SE0	State Adit Assets Excl From Rb	Asset
		190VA0	DTA - Val	Asset
		190X00	Federal LT ADIT Assets for Elim	Asset
		190X0X	Federal LT Adit Assets for Elims - ICP	Asset
		190X30	Federal Tax Carryforwards	Asset
		190XA0	Fed Current Adit Assets for Elim	Asset
		190XE0	Fed Adit Assets Excl From Rb	Asset
		201000	Common Stock Issued	Liability
		2015N0	Treasury Stock From Stock Forward	Liability
		201970	Common Shares Outstanding ESOP	Liability
		201PA0	Common Stock Issued Purchase Acct	Liability
		201TP0	Treasury Stock purchased from market	Liability
		201TS0	Restricted Incentive Shares in Treas	Liability
		202000	Common Stock Subscribed	Liability
		204001	Preferred Stock - Fair Value Adjustments - NU Acquisition of NSTAR	Liability
		204010	Pfd Stk CL+P - \$2.00 of 1947	Liability
		204011	4.25% Preferred Stock	Liability
		204020	Pfd Stk CL+P - \$1.90 of 1947	Liability
		204021	4.78% Preferred Stock	Liability
		204030	Pfd Stk CL+P - \$2.20 of 1949	Liability
		204040	Pfd Stk CL+P - \$2.04 of 1949	Liability
		204050	Pfd Stk CL+P - \$2.06 - E of 1954	Liability
		204060	Pfd Stk CL+P - \$2.09 - F of 1955	Liability
		204070	Pfd Stk CL+P - \$3.24 - G of 1968	Liability
		204300	Pfd Stk CL+P 3.90% 1949 Series	Liability
		204310	Pfd Stk CL+P 4.50% 1956 Series	Liability
		204320	Pfd Stk CL+P 4.96% 1958 Series	Liability
		204330	Pfd Stk CL+P 4.50% 1963 Series	Liability
		204340	Pfd Stk CL+P 5.28% 1967 Series	Liability
		204350	Pfd Stk CL+P 6.56% 1968 Series	Liability
		204400	Fair Value Adj PFD stock- Acquisition of NSTAR	Liability
		204H20	Water Preferred Stock	Liability
		207010	Prem CAP Stk Common Stock	Liability
		207011	Stock Incentive Plan	Liability
		207020	Preferred Stk - CL+P - \$1.90 of 194	Liability
		207022	Premium on Common Stock - FERC Merger Entry March 20	Liability
		207023	Stock Incentive plan- FERC Merger Entry March 20	Liability
		207024	Common Stock Expense- FERC Merger Entry March 20	Liability
		207030	Preferred Stk - CL+P - \$2.00 of 194	Liability
		207040	Preferred Stk - CL+P - \$2.04 of 194	Liability
		207050	Preferred Stk - CL+P - \$2.20 of 194	Liability
		207060	Preferred Stk - CL+P - \$3.24 - G 1968	Liability
		207061	APIC - Day 1 - Repurchase - NU Acquisition	Liability
		207080	Prem RE Goodwill - NU Acquisition of NSTAR	Liability
		207300	Preferred Stk - CL+P - 5.28% - 1967	Liability
		207310	Preferred Stk - CL+P - 6.56% - 1968	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	207DF0	NSTAR- Deferred Comp Liquidity	Liability
		207PA0	Purchase Accounting - APIC	Liability
		207S00	NSTAR- Stock Options Exercised	Liability
		207ST0	NSTAR- Stock Comp Tax Windfall	Liability
		209000	Reduction Par or Stated value Cap stock	Liability
		210150	Gain on Repurchasesof CL+P Preferred	Liability
		211000	Other Paid-In Capital	Liability
		211010	Additional Paid in Capital ESOP	Liability
		211015	Employees Deferrred Stock Plan	Liability
		211020	Ttee Def Stock Plan	Liability
		211025	Other paid In Capital - FERC Mapping Entry March 20	Liability
		211030	APIC ESOP Treasury Shares	Liability
		211035	Def Stock Plan	Liability
		211040	Deferred Stock Obligation	Liability
		211100	Amort Preferred Stock Expense	Liability
		211110	Reverse Amort Pref Stock Expense	Liability
		211150	ESOP Adjustment	Liability
		2111C0	APIC - Minority Interest - CY	Liability
		2111Y0	APIC - Minority Interest - YA	Liability
		211400	Misc Paid-In-Cap For Non-Gaap Elim	Liability
		211410	Misc Pd-In-Cap Tax For Non-Gaap Eli	Liability
		211970	ESOP Unearned Compensation	Liability
		211DF0	NSTAR- Deferred Comp Activity	Liability
		211DV0	Trustee RSU Dividends	Liability
		211N20	Paid in Capital Neon Trn NU To NUEI	Liability
		211NS0	RSUs PSUs - APIC	Liability
		211NX0	APIC- Minority Interest- NSTAR	Liability
		211OMP	Shares Purchased in Open Market	Liability
		211P00	10-12 Performance Shares Plan	Liability
		211P10	2011-13 Officer Performance Shares	Liability
		211P20	12-14 Performance Shares Plan	Liability
		211P30	13-15 Performance Shares Plan	Liability
		211P40	14-16 PS EIP	Liability
		211P80	18-20 Performance Shares Plan	Liability
		211PA0	Purch Acctg Fair Value Share Adj	Liability
		211PS0	Officer Performance Shares	Liability
		211RD0	Officer Directors RSU Dividends	Liability
		211RT0	Trustee RSUs Current	Liability
		211RU0	Director Officers RSUs Current	Liability
		211RX0	Officer RSUs Deferred	Liability
		211TD0	Stock Comp Tax Effect on Equity	Liability
		211TU0	Trustee RSUs Deferred	Liability
		214010	Preferred Stock Expense	Liability
		214900	Common Stock Expense	Liability
		215130	Amort Res FERC PSNH Lic Proj 1893	Liability
		215140	Amort Res FERC PSNH Lic Proj 2287	Liability
		215150	Amort Res FERC PSNH Lic Proj 2288	Liability
		215160	Amort Res FERC PSNH Lic Proj 2456	Liability
		215170	Amort Res FERC PSNH Lic Proj 2457	Liability
		216010	Unappropriated Retained Earnings	Liability
		216020	Retain Earn Trans To NU Enter Inc	Liability
		216021	FERC merger Mrch 1021	Liability
		216100	Unapp Undistributed Sub Earnings	Liability
		2161C0	Prior Period Earnings - CY	Liability
		2161Y0	Prior Period Earnings - YA	Liability
		216480	Retained Earnings - FIN 48 Adopt	Liability
		216C10	Prior Period Minority Earnings - CY	Liability
		216CC0	OP COMPANY RE IN CY	Liability
		216MY0	OP COMPANY RE IN MY	Liability
		216NX0	RE- Minority Interest- NSTAR	Liability
		216Y10	Prior Period Minority Earnings - YA	Liability
		216YY0	OP COMPANY RE IN YA	Liability
		217010	Treasury Stock Fr Common Stk Purch	Liability
		2175M0	Treasury Stock Fr Stock Forward	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZB5	Other Balance Sheet	217H20	Water Treasury Stock	Liability
		217RP0	Treasury Stk Fr Restricted Stk Pur	Liability
		219080	Accum OCI SERP	Liability
		2193H0	Accum Other Comp Inc FAS158-Pension	Liability
		2193H1	AOCI FAS158 - Pension -NSTAR Legacy	Liability
		2193J0	Accum Other Comp Inc FAS158 - SERP	Liability
		2193J1	AOCI- FAS158 SERP - Select	Liability
		2193K0	Accum Other Comp Inc FAS158 - OPEB	Liability
		2193K1	AOCI FAS158 - OPEB -NSTAR Legacy	Liability
		2193M0	AOCI- FAS 158 NQ Pension	Liability
		2193N0	Accum Other Comp Inc FAS 158-NSTAR	Liability
		2195H0	ACC Oth Comp Inc FAS158 Tax Pension	Liability
		2195H1	AOCI FAS 158 Tas- Pension NSTAR	Liability
		2195J0	ACC Oth Comp Inc FAS158 Tax SERP	Liability
		2195J1	AOCI FAS 158 Tax- SERP Select	Liability
		2195K0	ACC Oth Comp Inc FAS158 Tax OPEB	Liability
		2195K1	AOCI FAS 158 Tax- OPEB NSTAR	Liability
		2195M0	AOCI FAS 158 Tax NQ Pension	Liability
		219750	AOCI	Liability
		219NE0	Accum OCI Int Rate Lock	Liability
		221020	Harbor Electric LT Debt Due 2015 - 221020	Liability
		221041	Bonds Series M	Liability
		221042	Bond Series N	Liability
		221060	YG 8.48% 1992 SerB Due03-2022	Liability
		221061	Bonds Series K	Liability
		221090	YG 1997 Series E \$30 Due 4-1-2012	Liability
		221100	Bond Series J	Liability
		2211A0	CL+P 07 \$150 3-1-17 \$150 3-1-37	Liability
		2211B0	CL+P 07 \$100 9-1-17 \$100 9-1-37	Liability
		2211C0	CL+P 5.65% 2008 SerA Due05-2018	Liability
		2211E0	CL+P 5.50% 2009 SerA Due02-2019	Liability
		221520	LT Debt Due in One Year	Liability
		2216A0	PSNH 6.15% 2007 SerN Due09-2017	Liability
		2216D0	CL+P 7.875% 1994 SerD Due10-2024	Liability
		221980	Purchase Price Adj Due To Merger	Liability
		2219A0	Bonds Due Within One Year - Debit	Liability
		2219B0	Bonds Due Within One Year - Credit	Liability
		221A10	WMECO 2010 Ser E \$95 Due 3-1-2020	Liability
		221BD0	2018 CL+P Series A	Liability
		221BE0	2017 Debentures 3.20% NSTAR Electric	Liability
		221BH0	2017 Series N Yankee Gas	Liability
		221CD0	CL+P 04 \$150 9-15-14 \$130 9-15-34	Liability
		221CP0	CL+P 05 \$100 4-1-15 \$100 4-1-35	Liability
		221CT0	CL+P 6.35% 2006 SerA Due06-2036	Liability
		221CV0	PSNH 4.5% 2009 SerP Due12-2019	Liability
		221H20	Water Bond Accounts	Liability
		221LTA	RRB Due Within a Year- Debit	Asset
		221NF0	PSNH 6.00% 2008 SerO Due05-2018	Liability
		221NQ0	NU 2008 Series C \$250 Due 6-1-2013	Liability
		221NR0	PSNH 3.2% 2011 SerR Due09-2021	Liability
		221NS0	PSNH 4.05% 2011 SerQ Due06-2021	Liability
		221NT0	2015 NG Bond Issuance Principle	Liability
		221NV0	2015 NE Bond Issuance Principal	Liability
		221NW0	NE 2016 Bond Issuance Princ	Liability
		221P30	PSNH 2004 Ser L \$50 Due 7-15-2014	Liability
		221P40	PSNH 5.60% 2005 SerM Due10-2035	Liability
		221P50	PSNH Rate Reduction Bond Issue	Liability
		221RR1	LT Debt Tranch 1	Asset
		221RR2	LT Debt Tranch 2	Asset
		221RR3	LT Debt Tranch 3	Asset
		221SF0	PSNH 3.5% 2013 SerS Due11-2023	Liability
		221STB	RRB Due Within a Year- Credit	Asset
		221TA0	CL+P 2.50% 2013 SerA Due11-2023	Liability
		221TB0	CL+P Issued\$250M SerADue4-15-2044	Liability

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ZZZZB5	Other Balance Sheet	221TC0	CL+P \$300M SerA Due06-2045	Liability
		221TD0	CLP 2017 Series A	Liability
		221TY0	YG 4.82% 2014\$100MSerL Due01-2044	Liability
		221TZ0	2015 YG Bond Issuance Principle	Liability
		221WS0	WMECO Rate Reduction Bond Issue	Liability
		221Y20	YG 5.26% 2004 SerH Due11-2019	Liability
		221YG0	YG 2004 Series G \$75 Due 1-1-2014	Liability
		221YN0	YG 5.35% 2005 SerI Due07-2035	Liability
		221Y00	2018 Yankee Gas FMB Series O	Asset
		221YQ0	YG 6.9% 2008 SerJ Due10-2018	Liability
		221YS0	YG 2010 SerK Due04-2020	Liability
		22300X	Advances From Assoc Companies	Liability
		22301X	Advances from NU Parent	Liability
		223RRX	RRB Transitional Asset Obligation	Asset
		224010	Debt - Fair Value Adj Merger	Liability
		224019	NSTE 2014 300M Debent Due03-2044	Liability
		224030	Debt - Fair Value Adjustment - NU Acquisition of NSTAR	Liability
		224031	Debt-Fair Value Adj-NU Acquisition-Current	Liability
		224070	5.75% Debentures Due 2036	Liability
		224075	5.625% Debentures Due 2017	Liability
		224080	5.5% Debentures Due 2040	Liability
		224092	2.375% Debentures Due 2022	Liability
		224093	NSTE 2013 200M Debent Due11-2016	Liability
		224110	CL+P 93 PCRB Ser A \$245.5 9-1-28	Liability
		224120	CL+P 93 PCRB Ser B \$70 Due 9-1-28	Liability
		2241X0	CL+P 92 PCRB Ser A \$21 Due 12-1-22	Liability
		224300	\$350M Long Term Note Legacy LLC	Liability
		2243L0	WMECO 93 PCRB Ser A \$53.8 9-1-28	Liability
		2245C0	MP1 Unrecov Cost	Liability
		2245G0	LT Debt MP1 Unrecov Cost-CMEEC	Liability
		2245J0	MP2 Unrecov Cost	Liability
		2245W0	LT Debt MP2 Unrecov Cost-CMEEC	Liability
		224625	4.875% Debenture 2012 Due Within One Year	Liability
		2246E0	CL+P 1.55% PCRB1996 SerADue5-2031	Liability
		224711	Debt Due in One Year	Liability
		224725	LT Note - 4.50% Due 2019	Liability
		224825	4.875% Debent Due 2012	Liability
		224860	CL+P 1986 PCRB \$15.4 Due 11-1-2016	Liability
		2248L0	CL+P 1988 PCRB \$10 Due 8-1-2018	Liability
		224920	4.875% Debenture Due 2014	Liability
		2249A0	Due Within One Year-Debit	Liability
		2249B0	Due Within One Year-Credit	Liability
		224A10	WMECO 5.10% 2010 SerE Due03-2020	Liability
		224CA0	CL+P 4.375% PCRB2011SerADue9-2028	Liability
		224CR0	CL+P 1.25% PCRB2011SerBDue09-2028	Liability
		224EA0	2018 Eversource Senior Series M	Liability
		224EE0	NUP 1.45% SerE2013SrNte Due5-2018	Liability
		224FF0	NUP 2.8% SerF 2013SrNte Due5-2023	Liability
		224H20	Water Other Debt Accounts	Liability
		224K00	2017 EP Bond Issuance Princ Series K	Liability
		224LD0	2017 EP Senior Series L	Liability
		224MR0	WMECO 3.88% 2013 SerG Due11-2023	Liability
		224MS0	2015 WMECO Bond Issuance Principal	Liability
		224MX0	2016 WMECO Bond Issuance Princ	Liability
		224N20	NU 2002 Series A \$263 Due 4-1-2012	Liability
		224NV0	2015 NE Bond Iss Principal	Liability
		224P60	PSNH PCRB Ser D \$75 Due 5-1-2021	Liability
		224PH0	PSNH PCRB Ser E \$44.8 Due 5-1-2021	Liability
		224PM0	2012 Parent Bond Issuance Principal	Liability
		224QA0	PSNH 2001 AuctSerAPCRB Due05-2021	Liability
		224QB0	PSNH 4.75% PCRB2001SerBDue05-2021	Liability
		224QC0	PSNH PCRB Ser C \$108.985 Due 5-1-21	Liability
		224TF0	NUP 3.15% SerH 2015SrNteDue1-2025	Liability
		224TG0	NUP 1.6% SerG 2015SrNte Due1-2018	Liability

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ZZZZB5	Other Balance Sheet	224TH0	Sept 2016 EP Bond Iss Princ Ser J	Liability
		224TI0	2016 EP Bond Iss Princ Ser I	Liability
		224WAO	WMECO 11 Note Ser F \$100 9-15-21	Liability
		224WBO	WMECO 6.7% 2007 SerD Due08-2037	Liability
		224WCO	WMECO 05 Note Ser C \$50 8-1-15	Liability
		224WFO	WMECO5.9% SrNte2004 SerBDue9-2034	Liability
		224WMO	WMECO 03 Note Ser A \$55 9-1-13	Liability
		225075	Unamortized Premium 5.625% 2017 Debentures	Liability
		2251F0	Unamortized Premium WMECO3.5% SrNte2011 SerFDue9-2021-P	Liability
		225BE0	Unamortized Premium NSTAR 3.2% Debent	Liability
		225H20	Unamort Prem - Debt Iss Water Co	Liability
		225KDO	Unamortized Premium EP Series K	Liability
		225SF0	Unamortized Premium on Debt PSNH 2013 Series S	Liability
		225TBO	Unamortized Premium on CL+P 2014 Ser A	Liability
		225TIO	Unamortized Premium 2016 EP Series I	Liability
		226019	NSTE 2014 300M Debent Due03-2044-D	Liability
		226020	5.75% Debentures Discount	Liability
		226076	5.625% 2017 Debentures Discount	Liability
		226081	5.5% 2040 Debentures Discount	Liability
		226092	2.375% Debentures Discount	Liability
		226093	\$200M April LTD Discount	Liability
		2261A0	Unamort Discount - CL+P - 300M - Fmb A+B	Liability
		2261B0	Unamort Discount - CL+P - 200M Fmb C+D	Liability
		2261C0	CL+P 5.65% 2008 SerA Due05-2018-D	Liability
		2261E0	CL+P 5.50% 2009 SerA Due02-2019-D	Liability
		2266A0	PSNH 6.15% 2007 SerN Due09-2017-D	Liability
		226825	4.875% 2012 Debent Discount	Liability
		226920	4.875% 2014 Debent Discount	Liability
		226A10	WMECO 5.10% 2010 SerE Due03-2020-D	Liability
		226BD0	Unamortized Discount 2018 CL+P Series A	Liability
		226BE0	Unamortized Discount 2017 NStar Electric	Liability
		226CD0	Unamort Discount - CL+P - \$280M - Fmb	Liability
		226CP0	Unamort Discount - CL+P 2005 \$200M A+B	Liability
		226CT0	CL+P 6.35% 2006 SerA Due06-2036-D	Liability
		226CV0	PSNH 4.5% 2009 SerP Due12-2019-D	Liability
		226EA0	Unamortized Discount 2018 EP Series M	Liability
		226EE0	NUP 1.45% SerE2013SrNte Due5-2018-D	Liability
		226FF0	NUP 2.8% SerF 2013SrNte Due5-2023-D	Liability
		226KD0	Unamort Discount EP 2017 Bnd Issue Series K	Liability
		226LD0	Unamort Discount 2017 EP Series L	Liability
		226MR0	Unamort Disc Q4 2013 Bnd Issuance	Liability
		226MS0	Unamortized Discount - 2015 WMECO Bond Issuance	Liability
		226MX0	Unamort Discount WMECO 2016 Bnd Issue	Liability
		226NF0	PSNH 6.00% 2008 SerO Due05-2018-D	Liability
		226NQ0	Unamort Disc NU \$250M 2008 Bd Issue	Liability
		226NR0	PSNH 3.2% 2011 SerR Due09-2021-D	Liability
		226NS0	PSNH 4.05% 2011 SerQ Due06-2021-D	Liability
		226NV0	Unamortized Disc NE 2015 Bond Issuance	Liability
		226NW0	Unamort Discount NE 2016 Bnd Issue	Liability
		226P30	Unamort Discount - PSNH Series L Bond	Liability
		226P40	PSNH 5.60% 2005 SerM Due10-2035-D	Liability
		226SF0	PSNH 3.5% 2013 SerS Due11-2023-D	Liability
		226TA0	CL+P 2.50% 2013 SerA Due11-2023-D	Liability
		226TB0	CL+P Bond Discount	Liability
		226TC0	CL+P \$300M SerA Due06-2045-D	Liability
		226TD0	Unamort Discount CLP 2017 Series A	Liability
		226TF0	NUP 3.15% SerH 2015SrNteDue1-2025-D	Liability
		226TG0	NUP 1.6% SerG 2015SrNte Due1-2018-D	Liability
		226TH0	Unamort Discount EP 2016 Ser J	Liability
		226TI0	Unamort Discount EP 2016 Ser I	Liability
		226TY0	Unamort Disc Q1 2014 Bnd Issuance	Liability
		226WAO	WMECO3.5% SrNte2011 SerFDue9-2021-D	Liability
		226WBO	WMECO 6.7% 2007 SerD Due08-2037-D	Liability
		226WCO	Unamrt Dis 05 \$50M 5.24% Ser C 10Yr	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	226WF0	WMECO5.9% SrNte2004 SerBDue9-2034-D	Liability
		226WM0	Unamort Discount - WMECO 5% 10Yr Note	Liability
		227100	Obligations Under Capital Leases - Non-current	Liability
		228200	Accum Prov-Workers Compensation	Liability
		228206	Auto Claim Reserve	Liability
		228230	Accum Prov Inj Dam Public Liab	Liability
		228260	Inj Dam Actuary Gross Up	Liability
		228300	Nonqualified Pension	Liability
		228310	Long Term Disability Insurance	Liability
		228311	Pension Liability - SFAS 158	Liability
		228312	PBOP Liability	Liability
		228313	PBOP Liability - SFAS 158	Liability
		228330	Accrued Pension Non-Current	Liability
		228340	Non SERP Supplementary Ret Pla	Liability
		228370	Supplemental Exec Retirement P	Liability
		2283A0	Other Post Employment Benefits Liab	Liability
		2283B0	Medvantage Liability	Liability
		2283B1	Medvantage APBO	Liability
		2283E0	Medicare Subsidy Asset Pre - FAS 158	Liability
		2283F0	Medicare Subsidy Liab Pre - FAS 158	Liability
		2283I0	Accum Prov - Group Med Ins St	Liability
		2283L0	FASB 158 SERP Current Liab - Debit	Liability
		2283Q0	Medicare Part D Liab - FAS 106	Liability
		228430	Storm Reserve Trans Distr Provision	Liability
		228434	Envir Costs Re Facility Closures LT	Liability
		228435	Impairment Reserve- Held for Sale	Liability
		228450	Environmental Accrual	Liability
		228460	Environmental Accrual PSNH	Liability
		228500	Dfrd Environ Remed Cost Res DE06028	Liability
		228510	Dfrd Environ Remed Cost Res DE09035	Liability
		228EN0	Long Term Environmental Liability	Liability
		228X50	Accrued Insurance Costs	Liability
		229010	Customer Refund Reserve	Liability
		229040	Merger Rate Customer Credit	Liability
		229050	Storm Reserves	Liability
		229120	Reserve for C+LM Prjcts	Liability
		229AR0	State Energy Efficiency Appl Rebate	Liability
		229ER0	Acum Prv Rate Refd St Wide EAP Res	Liability
		229ET0	Acum Prv Rate Refd St Wide EAP	Liability
		229P90	PSNH Accrued C+LM Exps	Liability
		229SQ0	Provision For Rate Refunds-DPU Service Quality	Liability
		229TXD	Tax Reform Customer Refund	Asset
		230010	Asset Retirement Obligations - ARO	Liability
		231010	Notes Payable - ST	Liability
		231020	Commercial Paper	Liability
		231140	Restricted Cash	Liability
		2319B0	Bonds Due Within A Year - Credit	Liability
		231C10	Commercial Paper - Parent	Liability
		231UR0	Unconditional Grants Pay Current	Liability
		231WR0	Unconditional Grants Pay Long Term	Liability
		232000	Accounts Payable- Miscellaneous	Liability
		232010	Accounts Payable	Liability
		232015	AP Bad Debt Recoveries	Liability
		232020	Contract Retainage	Liability
		232035	AP - AWHR American Water Heater Rental	Liability
		232045	Enhanced Outreach Payments	Liability
		232050	Energy Assistance Customer Pay	Liability
		232055	PTO Committee Escrow	Liability
		232060	NE Hydro-Trans Elec Pay	Liability
		232065	NE Hydro-Transmission payable	Liability
		232067	Shared Lease Vehicle Program	Liability
		232080	Cash Book Transfers	Liability
		232082	MA connector plan deductions	Liability
		232085	Employee Club Dues Deductions	Liability

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ZZZZB5	Other Balance Sheet	232086	Health FSA EE Deductions With seed	Liability
		232087	Health FSA Company Contributions	Liability
		232100	Unvouchered Liabilities-Other	Liability
		232110	Credit Union deductions	Liability
		232160	Accounts Payable Wyman 4	Liability
		232180	Savings bond purchase deductions	Liability
		232190	Unvouch Liab - Gen Ledger Acctg	Liability
		2321C0	Due To CSA-Principal + Interest	Liability
		232210	Unvouchered Liab - Fossil Fuel	Liability
		232214	401K Deductions - New Hires	Liability
		232215	401K Match - New Hires	Liability
		232216	Roth Deductions New Hires	Liability
		232218	KVantage Contributions	Liability
		232219	Roth Deductions	Liability
		232222	Roth match	Liability
		232225	AP LTD 67% Buy Up	Liability
		232230	Unvouchered Liab-Gas Purchases	Liability
		232241	401K Loans New Hires	Liability
		232260	Unvouchered Liab Pur Pwr Contracts with Co-gen	Liability
		232300	AP - Manual Accruals	Liability
		232340	Tuition Reimbursements Payable	Liability
		232370	Purchased Power Accruals	Liability
		232380	Transmission Accrual	Liability
		232420	AP Purchased Gas	Liability
		232430	Wellness program payable	Liability
		232440	Theft of current awards	Liability
		232470	EE Rebate Clearing	Liability
		232500	ISO Billings AP	Liability
		232501	AP Cis Refund Manual Vouchers	Liability
		232502	AP Oracle Refund Manual Vouchers	Liability
		232503	AP Cr Balance Refunds	Liability
		232520	AP Clear-Dishon Check	Liability
		232550	Adoption benefits program	Liability
		232580	AP Renewables	Liability
		232600	Passport App Invoices	Liability
		232610	Passport Materials Not Invoiced	Liability
		232650	AP Appliance Suppliers	Liability
		232670	AP Appliance Del+Installation	Liability
		232750	Sales Cust Deposit	Liability
		232775	Pay + Save CLC - Residential	Liability
		232785	Pay + Save Clc - C+ I	Liability
		232825	Insurance Suspension Fee	Liability
		232890	Plymouth Athletic Club deductions	Liability
		232970	HQ Credit Enhancement Due Sponsors	Liability
		232980	Accounts Payable-Comp Supplier	Liability
		232AB0	Gas Electric Distribution Pass Thru Chgs Thrd Party	Liability
		232CA0	UVL Contract Admin only	Liability
		232EE0	Current Month Estimated Purch Elec	Liability
		232LZ0	LREC ZREC Liability	Liability
		232NT0	Joint Line Billng Accrued Liability	Liability
		232OC0	Cash Book Transfers - Payroll	Liability
		232PA0	Leasing- Plant Accounting	Liability
		232RTU	SaaS RTU Payments	Liability
		232TP0	Liab to Frontier- Eng + Survey Fees	Liability
		232UL0	Unvouchered Liabilities - AP	Liability
		232WGO	AP Washington Group Incentive Liab	Liability
		232WNO	AP Washington Group Notational Liab	Liability
		23301X	Notes Payable to NU Parent ICP	Liability
		233080	Notes Payable PSNH Rate Reduction Bonds	Liability
		233C10	Notes Payable to NU Parent	Liability
		233WS0	Notes Payable WMECO Rate Reduction Bond	Liability
		234000	Intercompany Payables-Non-Eliminating	Liability
		23401X	Intercompany AP ICP	Liability
		234160	Maine Yankee Atomic Power Co I C Ap	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	234MP0	Money Pool AP NUSCO Agent	Liability
		234MPX	Money Pool AP NUSCO Agent ICP	Liability
		235010	Customer Deposits	Liability
		235050	Transmission Deposits	Liability
		236010	Fed Unemployment Tax	Liability
		236020	Federal Ins Contribution Act Tax	Liability
		236050	Medicare Tax FICA Health Ins	Liability
		236060	New Hampshire Business Profits	Liability
		236080	Federal Income Tax	Liability
		236090	Prior Year Fed Inc Tax	Liability
		236091	Massachusetts Income Tax	Liability
		236100	Conn Unemployment Tax	Liability
		236115	CT unemployment tax	Liability
		236120	Conn Corporation Business Tax	Liability
		236121	Municipal Property Tax	Liability
		236130	Prior Year CT Income Tax Liability	Liability
		236140	CT Gross Receipts Tax	Liability
		236141	CT Accrued GET- Unbilled	Liability
		236180	Local Property Tax Accrued	Liability
		236210	Mass Unemployment Tax	Liability
		236220	ACCD Taxes Universal Health MA	Liability
		236230	Michigan Unemployment Tax	Liability
		236250	New Hampshire Unemployment Tax	Liability
		236260	FIT Def FAS 109	Liability
		236270	Mass Public Svc Corp Franchise	Liability
		236280	Mass Domestic Bus+Mfg Corp Exc	Liability
		236330	Vermont State Income Tax Accur	Liability
		236340	Maine Income Tax Accrual	Liability
		236360	ACCD Taxes Unemployment DC	Liability
		236370	ACCD Taxes Unemployment FL	Liability
		236380	ACCD Taxes Gen Bus Franch Min NY	Liability
		236400	Rhode Island Corp Inc Tax	Liability
		236410	Penn Corp Net Inc Corp Stock Tax	Liability
		236EE0	Accrued EE Tax	Liability
		236F80	Federal Income Taxes - FIN 48	Liability
		236NY0	NY State Unemployment Tax	Liability
		236RT0	Transaction Tax Reserve	Liability
		236S80	State Income Taxes - FIN 48	Liability
		236SN0	State Income Taxes Payable	Liability
		236X80	Current Yr Taxes Payable - Elim	Liability
		237010	Customer Deposits Accrued Interest	Liability
		237019	NSTE 2014 300M Debent Due03-2044-I	Liability
		237040	Int Accr Ser M Bonds	Liability
		237055	Int Accr Ser J Bonds	Liability
		237060	Int Accr Ser K Bonds	Liability
		237065	Int Accr Series N Bonds	Liability
		237070	YG 8.48% 1992 SerB Due03-2022-I	Liability
		237071	5.75% 2036 Debentures ACCD Interest	Liability
		237075	5.625% Debent Due 2017 ACCD Interest	Liability
		237081	5.5% Debentures 2040 Accrued Interest	Liability
		237092	2.375% 2022 Debentures Accrued Interest	Liability
		237093	NSTE 2013 200M Debent Due11-2016-I	Liability
		237100	Yankee Gas Series E - 7.19%	Liability
		237110	CL+P 93A Fixed % Ntx Due PCRB-2028	Liability
		237120	CL+P 93B Fixed % Ntx Due PCRB-2028	Liability
		2371A0	CL+P 2007 \$300M Series A+B Acr Int	Liability
		2371B0	2007 -2 CL+P Bond Accrued Interest	Liability
		2371C0	CL+P 5.65% 2008 SerA Due05-2018-I	Liability
		2371E0	CL+P 5.50% 2009 SerA Due02-2019-I	Liability
		2371X0	CL+P 92 Fixed % Sb PCBond-Due 2022	Liability
		237240	Bank Fees in Lieu of Comp Balance	Liability
		237300	Accrued Interest \$350 Note Legacy LLC	Liability
		2373L0	WMECO 5.85% Series A Ntx Due 2028	Liability
		237480	Interest Payable FIN 48	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	237610	Funds Held by Trustee Interest	Liability
		237614	Class A-4 Notes	Liability
		237680	Notes Payable Other - Rev Int	Liability
		237690	Notes Payable-Other	Liability
		2376A0	PSNH 6.15% 2007 SerN Due09-2017-I	Liability
		2376D0	CL+P 7.875% 1994 SerD Due10-2024-I	Liability
		2376E0	CL+P 1.55% PCRB1996 SerADue5-2031-I	Liability
		237726	Accrued Interest - 4.50% Due 2019	Liability
		237825	4.875% Debent ACCD Interest	Liability
		237860	CL+P 86 Fixed % Sb PC Notes	Liability
		2378L0	CL+P 88 Fixed % PC Notes Due 2018	Liability
		237900	ACCD Int Customer Deposits	Liability
		237921	4.875% 2014 Debent ACCD Interest	Liability
		237970	Accrued Interest Other - Rev Fees	Liability
		237990	Interest Payable	Liability
		237A10	WMECO 5.10% 2010 SerE Due03-2020-I	Liability
		237BD0	Accrued Interest 2018 CL+P Series A	Liability
		237BE0	Accrued Interest 2017 NSTAR Electric	Liability
		237BH0	Accrued Interest 2017 Series N YG	Liability
		237CA0	CL+P 4.375% PCRB2011SerADue9-2028-I	Liability
		237CD0	ACCD Int 04 \$280M Ser A+B Bnds	Liability
		237CP0	CL+P 2005 \$200M Bond-Interest	Liability
		237CR0	CL+P 1.25% PCRB2011SerBDue09-2028-I	Liability
		237CT0	CL+P 6.35% 2006 SerA Due06-2036-I	Liability
		237CV0	PSNH 4.5% 2009 SerP Due12-2019-I	Liability
		237EA0	Accrued Interest 2018 EP Series M	Liability
		237EE0	NUP 1.45% SerE2013SrNte Due5-2018-I	Liability
		237FF0	NUP 2.8% SerF 2013SrNte Due5-2023-I	Liability
		237H20	Accrued Interest- Water Co	Liability
		237KD0	Accrued Interest EP 2017 Debt Series K	Liability
		237LD0	Accrued Interest 2017 EP Series L	Liability
		237MR0	WMECO 3.88% 2013 SerG Due11-2023-I	Liability
		237MS0	Accrued Interest 2015 WMECO	Liability
		237MX0	Accrued Interest WMECO 2016 Debt	Liability
		237N20	ACCD Int 02 7.25% 10-Yr \$263M Note	Liability
		237NF0	PSNH 6.00% 2008 SerO Due05-2018-I	Liability
		237NQ0	2008 NU Bond Accrued Interest 5.65%	Liability
		237NR0	PSNH 3.2% 2011 SerR Due09-2021-I	Liability
		237NS0	PSNH 4.05% 2011 SerQ Due06-2021-I	Liability
		237NT0	2015 NG Exp Bond Accr Int	Liability
		237NV0	2015 NE Exp Bond Accr Int	Liability
		237NW0	Accrued Interest NE 2016 Debt	Liability
		237P30	ACCD Int 04 5.25% 10-Yr \$50M Ser L	Liability
		237P40	PSNH 5.60% 2005 SerM Due10-2035-I	Liability
		237P60	PSNH 92 Tax-Ex Ser D-6% Fixed-2021	Liability
		237PH0	PSNH 93 Tax-Ex Ser E-6% Fixed-2021	Liability
		237PM0	2012 Parent Exp Bond Accr Int	Liability
		237QA0	PSNH 2001 AuctSerAPCRB Due05-2021-I	Liability
		237QB0	PSNH 4.75% PCRB2001SerBDue05-2021-I	Liability
		237QC0	ACCD Int 01 Polutn Cntrl Bnds C	Liability
		237RR0	ACC Int Rate Reduction Bonds	Liability
		237RRB	Accrued Interest 2018 RRB	Asset
		237SF0	PSNH 3.5% 2013 SerS Due11-2023-I	Liability
		237TA0	CL+P 2.50% 2013 SerA Due11-2023-I	Liability
		237TB0	CL+P Issued\$250M SerADue4-15-2044-I	Liability
		237TC0	CL+P \$300M SerA Due06-2045-I	Liability
		237TD0	Accrued Interest CLP 2017 Series A	Liability
		237TF0	NUP 3.15% SerH 2015SrNteDue1-2025-I	Liability
		237TG0	NUP 1.6% SerG 2015SrNte Due1-2018-I	Liability
		237TH0	Accrued Int EP 2016 Debt Ser J	Liability
		237TI0	Accrued Int EP 2016 Debt Ser I	Liability
		237TX0	Interest payable tax deficit	Liability
		237TY0	YG 4.82% 2014\$100MSerL Due01-2044-I	Liability
		237TZ0	2015 YG Exp Bond Accr Int	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	237WA0	WMECO3.5% SrNte2011 SerFDue9-2021-I	Liability
		237WB0	WMECO 6.7% 2007 SerD Due08-2037-I	Liability
		237WC0	ACCD Int 05 \$50M 5.24% Ser C 10Yr	Liability
		237WF0	WMECO5.9% SrNte2004 SerBDue9-2034-I	Liability
		237WMO	ACCD Int 03 5% 10-Yr \$55M Sr Nte	Liability
		237Y20	YG 5.26% 2004 SerH Due11-2019-I	Liability
		237YG0	ACCD Int 04 4.8% 10-Yr \$75M Ser G	Liability
		237YN0	YG 5.35% 2005 SerI Due07-2035-I	Liability
		237Y00	Accrued Interest 2018 YG FMB Series O	Asset
		237YQ0	YG 6.9% 2008 SerJ Due10-2018-I	Liability
		237YS0	YG 2010 SerK Due04-2020-I	Liability
		238010	Common	Liability
		238020	4.25% Pfd Stock Dividends Payable	Liability
		238030	4.78% Pfd Stock Dividends Payable	Liability
		238110	CL+P-Preferred \$2.00 Series	Liability
		238120	CL+P-Preferred \$1.90 Series	Liability
		238130	CL+P-Preferred \$2.20 Series	Liability
		238140	CL+P-Preferred \$2.04 Series	Liability
		238150	CL+P-Preferred \$2.06 Series E	Liability
		238160	CL+P-Preferred \$2.09 Series F	Liability
		238170	CL+P-Preferred \$3.24 Series G	Liability
		238400	CL+P -Preferred 3.90% 1949 Series	Liability
		238410	CL+P -Preferred 4.50% 1956 Series	Liability
		238420	CL+P -Preferred 4.96% 1958 Series	Liability
		238430	CL+P -Preferred 4.50% 1963 Series	Liability
		238440	CL+P -Preferred 5.28% 1967 Series	Liability
		238450	CL+P -Preferred 6.56% 1968 Series	Liability
		238970	Dividends Payable ESOP	Liability
		238H20	Div Declared Pref Stock- Water Co	Liability
		241010	FICA Withheld	Liability
		241020	Federal Income Tax Withheld	Liability
		241030	Sales Tax Payable CT	Liability
		241040	Connecticut Use Tax Declared	Liability
		241050	Massachusetts Income Tax-Emp	Liability
		241060	Massachusetts Sales Tax	Liability
		241070	Massachusetts Use Tax Declared	Liability
		241080	Medicare Tax Withheld	Liability
		241100	Connecticut Income Tax-Employees	Liability
		241110	Maine Income Tax-Employees	Liability
		241111	Mass Sales Tax - Electric Sales	Liability
		241120	Mass Sales Tax - Non-Electric Sales	Liability
		241180	Sales Tax - Recov	Liability
		241190	Mass Sales Tax Pay Dir	Liability
		241210	Mass Sales Tax Col Pay	Liability
		241230	Michigan Income Tax - Employees	Liability
		241990	Tax Collections Payable- Other	Liability
		241DC0	Washington DC Withholding	Liability
		241ME0	Sales Tax Payable Maine	Liability
		241ML0	Maryland Income Tax-Employees	Liability
		241MU0	Use Tax	Liability
		241NA0	PSNH Consumption Tax-State of NH	Liability
		241NP0	New York Use Tax	Liability
		241NW0	New York Income Tax	Liability
		241NY0	New York Sales Tax	Liability
		241UV0	Vermont Use Tax	Liability
		242001	Change in Control Payments - NU Acquisition	Liability
		242011	Deferred Revenue-HEEC	Liability
		242015	Amr Cfi Deferral	Liability
		242018	Escrow Liability	Liability
		242020	Accrued Audit Expense	Liability
		242030	Salary Wages and Expense Payable	Liability
		242035	NCC Holding Account	Liability
		242036	NCC Transfer Payments	Liability
		242040	Accrued Payroll	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZB5	Other Balance Sheet	242050	Weekly Payroll Control	Liability
		242060	Misc Curr Liab RRB ST Int Reserve	Liability
		242070	401K Loan Repayment	Liability
		242090	Non Exempt Pay Accrue Gen Accting	Liability
		242100	Accrue Total Incentive Awards	Liability
		242110	Accrued Lease Payments NUCLARK	Liability
		242120	Direct Deposit	Liability
		242150	Retiree Mgt Med Veba Pyble	Liability
		242151	Retiree Union Med Veba Pyble	Liability
		242170	Home Auto Insurance Premiums	Liability
		242180	Employee Deductions Hyatt Legal	Liability
		242195	Recovery of UG Costs - Norfolk	Liability
		2421A0	Amts Payable To ESCOs For NU Bill S	Liability
		2421B0	Deferred Compensation	Liability
		2421C0	Stock Purchase Plan	Liability
		2421G0	Cur Liab CT Green Com Clean Energy	Liability
		2421H0	Cur Liab CT Green Strling Clean Engy	Liability
		2421J0	Cur Liab CT Green 3 Degrees	Liability
		242205	Amortization of UG Costs - Norfolk	Liability
		242207	Recovery of UG Costs- Canton	Liability
		242209	Amortization of UG Costs - Canton	Liability
		242210	Current Liability Workforce Reduction	Liability
		242250	Plant Acct Self-Self Voluntary Term	Liability
		242290	401K Plan Match	Liability
		242291	Current Liab Select Energy Wrkforce	Liability
		242300	Litigation Reserve	Liability
		242307	Current Portion Nea Liability	Liability
		242310	Emp P R Deducts-Political Act Com	Liability
		242311	Non-Qualified Pension Liability -Current	Liability
		242312	EE Rebates Held	Liability
		242320	Emp P R Deduct Attach Wages Fixed	Liability
		242330	Emp P R Ded Attach Wages Fed Stat	Liability
		242340	Emp P R Ded Insurance Personal	Liability
		242350	Emp P R Deduction Credit Unions	Liability
		242351	Customer Accounts Receivable NSTAR	Liability
		242360	Emp P R Ded Union Dues Fixed Plrc	Liability
		242361	General Liab Self-Insurance Reserve	Liability
		242370	Emp P R Deduction Club Dues	Liability
		242375	Accrued RECs in Inventory	Liability
		242380	Emp P R Ded Char Contributions	Liability
		242381	Sales Tax Reserve	Liability
		2423A0	US Savings Bond-NBT	Liability
		2423N0	Non-SERP Current Liability	Liability
		2423S0	FASB 158 SERP Current Liab-Credit	Liability
		242410	Emp P R Ded Misc Deductions	Liability
		242420	Accrued Postemployment Benefits - WC LTD	Liability
		242434	Envir Costs Re Facility Closures ST	Liability
		242440	Suppl Retir + Savings Prgm	Liability
		242450	Emp P R Ded Health Care Rbsm	Liability
		242460	Emp P R Dep Day Care Rbsm	Liability
		242470	Emp P R Dep Day Care Rbsm-1992	Liability
		242480	Dependent Life Deductions	Liability
		242490	Supplemental Life Deductions	Liability
		242500	HHPP-ASPH Sale Escrow	Liability
		242510	Accrued Severance Early Retirement	Liability
		242520	Accrued Life Insurance Premiums	Liability
		242530	Accrued Vacation Pay	Liability
		242540	Auto Self-Insurance Reserve	Liability
		242570	FERC Assessment	Liability
		242580	Accrued FERC Hydro License Fees	Liability
		242610	Int Payable Tax Defic	Liability
		242620	Reserv Outstanding Unclaimed C	Liability
		242635	Deferred Pole Attach Revenue	Liability
		242636	Deferred Wireless Revenue	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZB5	Other Balance Sheet	242641	Pipeline Refund - Cust	Liability
		242775	Pay + Save Holding Residential	Liability
		242785	Pay + Save Holding CI	Liability
		242790	EE Utility Holding	Liability
		242791	EE Cust Fin Holding	Liability
		242930	Deferred DSM Revenue	Liability
		242931	Deferred CLC-EE Plan	Liability
		242960	Unearned Revenue	Liability
		242961	Unbilled Account	Liability
		242970	Employer 401K match	Liability
		242975	Over Earnings Refund	Liability
		242980	Accrued Executive Incentive Comp	Liability
		242990	Misc Current + Accrued Liabilities-Other	Liability
		242AV0	Employee Incentive Accrual Even Yrs	Liability
		242AX0	Employee Incentive Accrual Odd Yrs	Liability
		242B00	EE Health Dep Care Rbsm-2010	Liability
		242B10	EE Health Dep Care Rbsm - 2011	Liability
		242BM0	ST Liab Burns + McDonnell Incentive Liability	Liability
		242BN0	St Liab Burns + McDonnell Notational Liab	Liability
		242C1X	Deferred Contract Oblig - CY	Liability
		242CA0	Deferred Rental Income-Sundry Sys	Liability
		242C00	Misc Curr Liab Cash Collater	Liability
		242D10	Amts Paid-Cust in Lieu of Serving	Liability
		242DP0	DPUC Assessment Fees	Liability
		242DR0	PSNH ISO-NE Demand Respond	Liability
		242E10	ST EIP - Odd Yrs	Liability
		242E20	ST EIP - Even Yrs	Liability
		242E30	LT EIP in ST Odd Years	Liability
		242E40	LT EIP in ST Even Years	Liability
		242EN0	Short Term Environmental Liability	Liability
		242FB0	RESIDENTIAL BOILER FURNACE LOAN PAY	Liability
		242FE0	ACC Fees + Expenses Rate Red Bonds	Liability
		242GA0	Geographic Inc Accrual \$2000 Annual	Liability
		242GC0	Geographic Inc Accrual \$12000 Xfer	Liability
		242GN0	ST Burns + McDonnell Notational Liability	Liability
		242GR0	PSNH Renew Def Ener Ser Green Rate	Liability
		242GS0	ST Burns + McDonnell Incentive Liability	Liability
		242H20	Other Current Liabilities- Water Co	Liability
		242IN0	ST Liab Burns + McDonnell Notational Liability	Liability
		242IR0	ST Burns + McDonnell Incentive Liability - IRP	Liability
		242LR0	Credits ISO Ne Load Response	Liability
		242P90	Accrued C+LM Expenses	Liability
		242R60	Collect Above Req Payment Elim Acct	Liability
		242R6X	Collect Above Req Payment Elim Acct ICP	Liability
		242R70	Collect Above Req Payment Non-Elim	Liability
		242RC0	Renewable Portfolio Standards	Liability
		242RE0	C+LM Residential Loan Payable	Liability
		242RG0	Regional Greenhouse Gas Emis Reduct	Liability
		242RNO	Renewable Liability	Liability
		242RRB	RRB Est Not Incurred	Asset
		242RS0	Misc Curr Liab Rrb State of CT 04	Liability
		242RT0	Short-Term Retention Cash Liability	Liability
		242SD0	Security Deposit - Real Estate	Liability
		242SE0	Res Smart-E Loan Payable	Liability
		242ST0	YG Advantage Protection Serv Plan	Liability
		242TT0	Storm Related Veg Mgt	Liability
		242VB0	Vacation Buyinprogram	Liability
		242Y2X	Current Deferred Contract Oblig-YAEC	Liability
		242YA0	Non-Customer Related Deposits	Liability
		243100	Obligations Under Capital Leases - Current	Liability
		244LT0	LT Derivative Liabilities	Liability
		244ST0	ST Derivative Liabilities	Liability
		252010	Cust Adv For Constr	Liability
		252020	Cust Adv For Constr-Non Refund	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZB5	Other Balance Sheet	252040	Interconnect Construct Security Dep	Liability
		252050	Sithe Mystic	Liability
		252110	Anp Bellingham	Liability
		252200	Refundable CIAC Adder	Liability
		252300	Pinehill Customer Advance for Construction	Liability
		252400	Construction Escrow Liability	Liability
		252500	Distr Gen Advance Cust Pmts	Liability
		253000	Other Deferred Credits	Liability
		253010	Escheatable Monies	Liability
		253021	Inventory Replacement Costs Liability	Liability
		253030	Sale of Property Clearing	Liability
		253035	Sale of Leased Appliance Business	Liability
		253080	Deferred Revenue	Liability
		253090	Deferred Contract Oblig - MY	Liability
		253100	Disputed Property Taxes - Withheld	Liability
		253101	Property Taxes Under Appeal	Liability
		253120	Deferred Directors fees -NU	Liability
		253121	Warranty Work - Schneider Electric Breakers	Liability
		253122	Town of Belmont - System Impact Study	Liability
		253123	Open Cape Project Contributions	Liability
		253124	MATEP Distribution Study Agreement	Liability
		253130	Deferred Trustee stock obligation	Liability
		253150	Deferred Revenue EE	Liability
		2531B0	Trans Svc Deposit Algonquin Windsor Locks	Liability
		2531E0	Trans Serv Tariff Deposit-Altresco	Liability
		2531F0	Suncook Energy Trans Tariff No 1 Dep	Liability
		2531G0	Bio Energy Corp Tariff 2	Liability
		2531I0	Trans Serv Deposit USGen NE	Liability
		2531M0	Holyoke Gas + Electric Tariff No 1	Liability
		2531Q0	Transmission Service Deposit CMEEC	Liability
		253210	PSNH Tax Lease	Liability
		253300	Nonqualified pension liability NSTAR	Liability
		253307	NEA Buyout Liability	Liability
		253310	Residential Gas Central Heat Plan	Liability
		253335	Hazardous Waste Reserves	Liability
		253340	Suncook Energy Tariff No 1	Liability
		253355	SFAS 133 Liability	Liability
		253356	SFAS 133 Regulatory Liability	Liability
		253357	SFAS 133 Liability - Current	Liability
		253358	SFAS 133 Regulatory Liability - Current	Liability
		253450	FIN 45 Ameresco Sales LT	Liability
		253480	Miscellaneous Deferred Credits FIN 48	Liability
		2534N0	CIAC Tax Liab-Non-Cash-Contrib	Liability
		2534T0	CIAC Gross Up Taxes Refundable	Liability
		2534W0	CIAC Gross Up Tax Non-Refund	Liability
		2534X0	Cogen Intcon Gross Up Tax	Liability
		2534Y0	Cogen Interconnect Tax Gross Upcltd	Liability
		25351X	Other Deferred Oblig Funding Rabbi Trust	Liability
		253540	Securitiz True Up - BEC Funding II	Liability
		253550	Securitiz True Up - CEC Funding	Liability
		253560	FAS 109 Goodwill ADIT - Federal	Liability
		253570	FAS 109 Goodwill ADIT - MA	Liability
		253620	Employee Deferred Compensation	Liability
		253630	Deferred Directors Fees	Liability
		253640	Employee Deferred Stock Obligation	Liability
		253641	Trustee Deferred Stock Obligation	Liability
		253651	Overcollat - BEC Funding II	Liability
		253652	Overcollat - CEC Funding	Liability
		253700	Advice of Credit Items	Liability
		253780	Deferred Revenue Fiber Optic Cable	Liability
		253830	Deferred Credit Carrying Charg	Liability
		2538B0	CMEEC WLFDF MBC Rev Credit	Liability
		253900	Accrued Executive Incentive Comp Lt	Liability
		253950	Other - Exclusive of Sundry Billing	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZB5	Other Balance Sheet	253970	Deferred Compensation-Trustees	Liability
		253AN0	Burns + McDonnell Notational Liab W	Liability
		253AW0	Burns + McDonnell Incentive Liab W	Liability
		253C1X	Deferred Contract Oblig - CY ICP	Liability
		253DC0	Deferred Comp-Exec	Liability
		253E10	LT EIP - Odd Yrs	Liability
		253E20	LT EIP - Even Yrs	Liability
		253E30	Phantom Shares	Liability
		253E40	10-12 Perf Cash Incentive Plan	Liability
		253EN0	Environmental Self-Insurance Fund	Liability
		253FS0	FAS 106-Unfunded Liab Curtailment	Liability
		253GN0	Burns + McDonnell Notational Liab	Liability
		253GS0	Burns + McDonnell Incentive Liab	Liability
		253IN0	Burns + McDonnell Notational Liab C	Liability
		253IR0	Burns + McDonnell Incentive Liab C	Liability
		253IS0	Othr Defd Interconnectn Sec Dep	Liability
		253ME0	Deferred Gain - CL+P Easement	Liability
		253MGR	Deferred Merger Costs	Liability
		253MM0	Burns + McDonnell Incentive Liab	Liability
		253MN0	Burns+McDonnell Notational Liab	Liability
		253NJ0	NU Fxd Bnd-Chge in Fair Value	Liability
		253P10	Othr Defd Neighbor Helping Neighbor	Liability
		253P60	NH Pension Liability	Liability
		253PY0	Stock Option Tax Withholding Amount	Liability
		253RC0	Rehabilitation Tax Credit	Liability
		253RN0	Renewable Port Std LT Obligation	Liability
		253RRB	Payable to PSNH Ratepayers	Asset
		253RT0	Othr Defd LT Retention Cash Liab	Liability
		253RTU	SaaS RTU Payments- Long Term	Liability
		253ST0	Stock Option Exercise Amount	Liability
		253TD0	Various Transmission Deposits	Liability
		253TR0	Deferred Tariff 9 Revenue	Liability
		253UI0	To Book Quarterly Deposits From UI	Liability
		253UN0	Bod Def Fees-Stock Units	Liability
		253WL0	Pymt Recd From JDS-Windsor Bldg	Liability
		253Y2X	Deferred Contract Oblig-YAEC ICP	Liability
		253YA0	Long Term Non Customer Deposit	Liability
		254001	Reg Liability - Fair Value Adj - NU Acquisition of NSTAR	Liability
		254002	Deferred DSM Revenue- Reg Liability	Liability
		254020	FASB 109 Regulatory Liability - BECO	Liability
		254021	FASB 109 Regulatory Liability - Commonwealth	Liability
		254022	FASB 109 Reg Liability - Cambridge Elec	Liability
		254030	Other Regulatory Liabilities - 254030	Liability
		254050	Storm Contingency Fund	Liability
		254090	AFUDC on Transmission 50%	Liability
		254100	Storm Fund Post 2-1-2018	Liability
		254150	Fair Value Adj - Acquisition of NSTAR Reg Liab	Liability
		254170	Reg Liab-R E Gains After 7 1 98	Liability
		254200	NOX Credit Sales Post C Date	Liability
		254355	Derivative Regulatory Liability	Liability
		254356	Derivative Below Mkt Cost - Reg Liab - Current	Liability
		254310	Other Eg Liab FAS158 - SERP	Liability
		2543K0	Other Reg Liability FAS158- OPEB	Liability
		2543Z0	Othe Reg Liab-Non-SERP Cumultv Adj	Liability
		254540	C+LM Deferral of Over Recoveries	Liability
		2545Y0	Spent Fuel Trust DOE Diff Credit	Liability
		254900	Reg Liab NU Merger Pension	Liability
		254980	Regulatory Liability - CY -YA	Liability
		254990	Misc Reg Liability	Liability
		254A10	Intra Co Deferral Amounts	Liability
		254AC0	Allconnect Commissions Deferral	Liability
		254AE0	Fair Value AES Thames IPP Contract	Liability
		254BC0	System Benefit Charge Deferral	Liability
		254BP0	Reg Liability- Boiler+ Furnace Replace Pgm	Liability

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZB5	Other Balance Sheet	254CA0	Competitive Transition Charge Def	Liability
		254CB0	Reg Liability GSC FMCC Deferral	Liability
		254CPT	Capital Tracker Deferral- L	Liability
		254CT0	Reserve CL+P Overearnings Dkt00-12	Liability
		254CW0	AFUDC Regulatory Liability Sch 21NU	Liability
		254DC0	Reg Liability Revenue Decoupling	Liability
		254DK0	FASB 109 Regulatory Liability	Liability
		254E10	Inter Co Deferral Amounts	Liability
		254EH0	Reg Liability Fv Derivative Cont	Liability
		254EN0	Regulatory Liability - Enron	Liability
		254ER0	PSNH Electric Assist Prog Reserve	Liability
		254ET0	PSNH Statewide Electric Assist Prog	Liability
		254FS0	Amort FAS 106-WMECO	Liability
		254FT0	Ftr Fair Market Value	Liability
		254GDV	Reg Liab- Generation Divestiture	Liability
		254GE0	Reg Liability - Yg System Expansion	Liability
		254GR0	PSNH Rnew Def Ener Ser Green Rate	Liability
		254GSG	Firm Gas Costs Pr Yr Overcoll - SEC Grouping	Liability
		254GT0	Seasonal Gas Costs - Over Collection	Liability
		254H20	Regulatory Liab - Water Co	Liability
		254HC0	Protective Hardship Credit - RAAC	Liability
		254IL0	ILEP Margin Sharing	Liability
		254LBR	Deferred Lost Base Revenues Reg Liab	Liability
		254LC0	Long Term Renewable Contract	Liability
		254LD0	Load Data + Load Data Analysis	Liability
		254LG0	LNG Tracking For True-Up of Plant	Liability
		254NE0	Neil Distribution - CL+P	Liability
		254NF0	Reg Liability - Yg Non Firm Margin	Liability
		254NF1	Reg Liability - NFM Large Proj	Liability
		254NF2	Reg Liability - Small Large Proj	Liability
		254NW0	NWPP Deferral	Liability
		254P20	SCRC Regulatory Obligation-Seabrook	Liability
		254P30	PSNH ES Deferral	Liability
		254P90	PSNH Accrued C+LM Expenses	Liability
		254PA0	Firm Gas Costs Overcollection	Liability
		254PG0	Deferred PGA Unbilled	Liability
		254PJ0	Reserve for C+LM Projects	Liability
		254PP0	Reg Liability Pens Pbpob Trcker Mech	Liability
		254PS0	Reg Liability Propane Prcds Pr Prge	Liability
		254RA0	Reserve For Transmission Refunds	Liability
		254RD0	TC Rate CAP Deferral	Liability
		254RE0	PSNH Environmental Reg Obligation	Liability
		254RG0	RGGI Regulatory Liability Deferral	Liability
		254RP0	Reg Liab - Deferred REP	Liability
		254SB0	Gain on Sale Bethel Land YG	Liability
		254SL0	Basic Service Cost Adj True Up	Liability
		254SO0	Solar Program Cost Adj	Liability
		254ST0	Reg Liability Storm Reserve	Liability
		254TAX	Federal Tax Rate Change	Liability
		254TC0	TCam Deferral	Liability
		254TR0	NU Tariff No 10 - Transmission Deferral	Liability
		254TX1	Contra Deferred RTD	Liability
		254TX2	Contra Deferred AC 282	Liability
		254TXA	Federal Tax Rate Chg	Liability
		254TXD	Def Tax Due to Rate Change	Liability
		254UC0	Reg Liability Uncol T-Up Basic Svc	Liability
		254UL0	Miscellaneous Credits	Liability
		254WA0	Intra Co Deferral Amounts Trans	Liability
		254WE0	Inter Co Deferral Amounts Trans	Liability
		254YC0	Reg Liab YGS Conservation Adj Mech	Liability
		255000	Accum Deferred Investment Tax	Liability
		281000	Acc DIT Liab - Accel Amort Prop	Liability
		282000	ADIT - Fed - Liberalized Prop	Liability
		282020	ADIT - MA - Liberalized Prop	Liability

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ZZZB5	Other Balance Sheet	2821X0	ACC DIT - Interco Elim	Liability
		2821XX	Acc Dit Interco Elim - ICP	Liability
		282DK0	Accum Def Inc Tx Prop FASB 109	Liability
		282LX0	ADIT - Interco Land Gain - Elim	Liability
		282SE0	State Adit Ld Excl From Rb	Liability
		282X00	Federal LD ADIT for Eliminations	Liability
		282XE0	Federal Adit Ld Excl From Rb	Liability
		283010	Federal Adit Non Prop	Liability
		283020	Mass Adit Non Property	Liability
		283024	ADIT - Mass - NU Acquisition of NSTAR	Liability
		283025	ADIT - Federal - NU Acquisition of NSTAR	Liability
		283030	FASB109 Accum Def Income Tax	Liability
		283070	FASB109 Accum DIT	Liability
		283090	FASB109 Mass Accum Def Income Tax	Liability
		283100	Federal ADIT - Non prop	Liability
		283110	MA ADIT - Non prop	Liability
		283120	MA ADIT - Acquisition of NSTAR	Liability
		283130	Federal ADIT - Acquisition of NSTAR	Liability
		283210	Fed Adit - BEC II Transition	Liability
		283220	State Adit - BEC II Transition	Liability
		283230	Fed Adit - CEC Funding Transition	Liability
		283240	State Adit - CEC Funding Transition	Liability
		283400	FAS 109 Goodwill Adit Federal	Liability
		283420	FAS 109 Goodwill Adit Mass	Liability
		283990	ACC Def Inc Tx Other-Misc	Liability
		2839C0	X-Fer Curr Adit Liab	Liability
		2839L0	ACC DIT Liab - Current Portion	Liability
		283CP0	Deferred Taxes - Comprehensive Inco	Liability
		283DG0	Tax Gross-Up on SFAS 109 Reg Assets	Liability
		283DK0	Accum Def Inc Tx Othr FASB 109	Liability
		283SE0	State Adit Liabilities Excl from Rb	Liability
		283VA0	Deferred Tax Valuation	Liability
		283X00	Fed LT Adit Liabilities For Elims	Liability
		283X0X	Federal LT Adit Liabilities for Elims - ICP	Liability
		283XE0	Fed Adit Liabilities Excl From Rb	Liability
		283XL0	Fed Curr Adit Liabilities From Elims	Liability
		433000	Balance Transferred From Income	Liability
		433020	Balance Transferred from Income Adjustment	Liability
		4331C0	Minority Interest from 433C10 - CY	Liability
		4331Y0	Minority Interest from 433Y10 - YA	Liability
		433C10	Minority Interest to 4331C0 - CY	Liability
		433NX0	Bal Trans From Income- Min Int	Liability
		433Y10	Minority Interest to 4331Y0 - YA	Liability
		437010	CL+P-\$1.90 Series-Div Decl Pfd Stk	Liability
		437015	4.25% Preferred Stock Dividends	Liability
		437020	4.78% Preferred Stock Dividends	Liability
		437025	CL+P-\$2.00 Series-Div Decl Pfd Stk	Liability
		437030	CL+P-\$2.04 Series-Div Decl Pfd Stk	Liability
		437040	CL+P-\$2.20 Series-Div Decl Pfd Stk	Liability
		437050	CL+P-\$2.06 Series E-Div Decl Pfd Stk	Liability
		437060	CL+P-\$2.09 Series F-Div Decl Pfd Stk	Liability
		437070	CL+P-\$3.24 Series G-Div Decl Pfd Stk	Liability
		437410	CL+P-3.90% Ser-1949-Div DCI Pfd Stk	Liability
		437420	CL+P-4.50% Series 1956-Div Decl Pfd Stk	Liability
		437430	CL+P-4.50% Series 1963-Div Decl Pfd Stk	Liability
		437440	CL+P-4.96% Series 1958-Div Decl Pfd Stk	Liability
		437450	CL+P-5.28% Series 1967-Div Decl Pfd Stk	Liability
		437460	CL+P-6.56% Series 1968-Div Decl Pfd Stk	Liability
		438000	Dividends Declared-Common Stock	Liability
		438010	Unallocated Dividend Adj - ESOP	Liability
		438030	Dividends Declared-Rest Stock Unit	Liability
		439110	RE Adj Pref Stock Expense Amort	Liability
		439GAA	Retained Earnings Adjustments	Asset
		99000X	Intracompany Clearing Account	Asset

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ZZZSC	Stores Clearing	163010	Lobby Stock Clearing	Asset
		163020	Stores Expense Clearing	Asset
		163030	Stores Expense Clearing - Central Warehouse	Asset
ZZZFC	Fleet Clearing	184010	Transp + Power-Op Equip Clearing	Asset
ZZZFP	Fuel and Purchased Power	431500	Return on Def Transmission Costs	Expense
		431600	Other Interest Exp- Net Metering Deferral	Expense
		456210	NSTAR RNS Revenue	Revenue
		456500	Other Engineering	Revenue
		485370	Deferred CGAC Revenue	Revenue
		501000	Fuel Costs- Steam Oil	Expense
		501100	Fuel Costs-Steam Plant	Expense
		501120	Fuel Costs- Steam Other	Expense
		501130	Fuel Cost - Steam Additives	Expense
		501140	Fuel Cost - Steam Residuals	Expense
		501150	Fuel Expense- Wood Residuals	Expense
		501190	Fuel Cost - Sludge	Expense
		509000	Emission Allowances	Expense
		518000	Amort Prior SNFDC	Expense
		518001	Nuclear Fuel Expense	Expense
		547000	Fuel Costs -Other	Expense
		547100	Fuel Costs -Alongside	Expense
		547200	Fuel Costs -Sludge Expense N	Expense
		555000	Purchased Power Energy	Expense
		555001	Purchased Power Energy- Deferred Fuel	Expense
		555002	Purchased Power Energy-Demand Ratchet Offset Rebates	Expense
		55501X	Purchased Power Energy ICP	Expense
		555110	CY Atomic Power Co-Purch Power	Expense
		555120	Purchased Power - VT Yankee Nuclear Power Corp 06	Expense
		55512X	Purchased Power Intercompany ICP	Expense
		555130	Purchased Power - ME Yankee Atomic Power	Expense
		555200	Purchased Power - Unreg	Expense
		555310	Purchased Power - CY	Expense
		555320	Purchased Power - YA	Expense
		555330	Purchased Power - MY	Expense
		55533X	Purchased Power - CY ICP	Expense
		55534X	Purchased Power - YA ICP	Expense
		555350	Misc Purchase Power ISO-NE	Expense
		55535X	Purchase Capacity-NH Yankee-Seabrook ICP	Expense
		555360	Purchased Power - VT Yankee Nuclear Power Corp 36	Expense
		555400	Purchased Power Capacity	Expense
		555410	Purchased Power Capacity ISO NE	Expense
		555420	Capacity Contracts For Difference	Expense
		555430	Energy-REC- Special Contracts	Expense
		555440	Capacity- Special Contracts	Expense
		555500	Sales-Hub S T Purch Energy	Expense
		555555	Purchased Power Energy- Standard Service	Expense
		555700	Deferred Transmission Revenue	Expense
		55586X	NU Renewable Energy Certificate ICP	Expense
		557000	Other Power Expenses- Buyout	Expense
		55701X	CT Yankee - Decomm - Cambridge Elec ICP	Expense
		55702X	MA Yankee - Decomm - BECO ICP	Expense
		55703X	MA Yankee - Decomm - Commonwealth ICP	Expense
		55704X	MA Yankee - Decomm - Cambridge Elec ICP	Expense
		55705X	CT Yankee - Decomm - BECO ICP	Expense
		557064	Maine Yankee - Decomm	Expense
		557100	Other Power Expenses - NEPOOL Other	Expense
	561400	Scheduling + System Control+Dispatch	Expense	
	561550	ISO Schedule 5	Expense	
	561800	Reliability + Planning + Standards Devel Services	Expense	
	565000	Transmission of Electricity by Others	Expense	
	56511X	Transmission of Electricity of Others- WMECO Local Facilities ICP	Expense	
	565200	Transmission of Electricity by Others Black Start ISO NE	Expense	
	565210	Transmission of Electricity by Others Trans Rev Load Resp	Expense	
	565220	Transmission of Electricity by Others NOATT Sched 2	Expense	

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZFP	Fuel and Purchased Power	56522X	Transmission of Electricity by Others - RNS ICP	Expense
		565230	Transmission of Electricity by Others RMR	Expense
		56523X	Trans of Elect by Others - S+D for RNS ICP	Expense
		565240	Transmission of Electricity by Others - RNS	Expense
		565250	Transmission of Electricity by Others Alloc Seg RNS	Expense
		565260	Transmission of Electricity by Others - S+D for RNS	Expense
		565300	Transmission of Electricity by Others Central Maine	Expense
		565400	Transmission of Electricity by Others Deferred Retail Trans	Expense
		565410	Intercompany LNS Expense	Expense
		56541X	Intercompany LNS Expense ICP	Expense
		565500	Transmission of Electricity by Others - NEP	Expense
		565510	Transmission of Electricity by Others Phase 2 AC	Expense
		565520	Transmission of Electricity by Others Phase 2 DC	Expense
		565530	Transmission of Electricity by Others - GMP	Expense
		565550	Transmission of Electricity by Others Vermont Electric Company	Expense
		565560	Transmission of Electricity by Others Misc	Expense
		565580	Transmission of Electricity by Others NE Electric	Expense
		565590	Transmission of Electricity by Others Vermont Electric Transmission Co	Expense
		565591	RNS Transmission Payment	Expense
		565600	Transmission of Electricity by Others- Congestion	Expense
		565A4X	Intracompany Retail Deferral ICP	Expense
		565ECX	Intercompany Retail Deferral ICP	Expense
		565L10	Intracompany T9 Exp From CL+P	Expense
		565L1X	Intracompany T9 Exp From CL+P ICP	Expense
		565L5X	Trans of Elect by Others - Sch 21 for CL+P Intraco ICP	Expense
		565L6X	Transmission of Electricity by Others - Sch.21 for PSNH Intracompany ICP	Expense
		565L7X	Transmission of Electricity by Others - Sch.21 for WMECO Intracompany ICP	Expense
		565N8X	Trans of Elect by Others - Sch 21 for CL+P Interco ICP	Expense
		565N9X	Transmission of Electricity by Others - Sch.21 for PSNH Intercompany ICP	Expense
		565NAX	Transmission of Electricity by Others - Sch.21 for WMECO Intercompany ICP	Expense
		565NRX	Sch 21 NSTAR Elec	Expense
		565NSX	Intercompany PH 2 Fac Support ICP	Expense
		567000	Transmission Rents	Expense
		567100	Transmission Rents 345 KV Facilities	Expense
		567200	Transmission Rents - Transmission System Ops	Expense
		567300	Transmission Rents - Substation	Expense
		575700	Trans Market Facilitation Monitoring + Compliance	Expense
		575710	Trans Market Facilitation Monitoring + Compliance ISO Sch 3	Expense
		728000	Liquefied Petroleum Gas Expense	Expense
		804000	Natural Gas City Gate Purchases-Off System Sales	Expense
		804100	Purchases From Other Sources	Expense
		804130	Off system Sales Margin	Expense
		804612	Variable Supply Gas Costs Imbalance	Expense
		804613	Fixed Supply Gas Cost	Expense
		804614	Variable Supply Gas Cost- Comm	Expense
		804615	Fixed Storage Gas Costs	Expense
		804616	Variable Storage Gas Cost- Storage	Expense
		804617	Fixed Transportation Gas Cost	Expense
		804618	Variable Transportation Gas Cost	Expense
		804620	Gas Hedging Settlement Cost	Expense
		804629	Purchased Gas Interruption	Expense
		804636	Transfer to Storage-Liquifaction	Expense
804637	Transfer to Storage Injections	Expense		
804700	Nat Gas City Gate Purchases	Expense		
804900	Nat Gas City Gate Purchases- Amort of Def Fuel	Expense		
808100	Gas Withdrawn from Storage-Debit	Expense		
80810X	Gas Assoc Co - ICP	Expense		
80811X	Gas Assoc Co- ICP Non Allowed	Expense		
808623	LNG Boiler Fuel	Expense		
808624	LNG Vaporized	Expense		
809100	Withdrawals Liquefied Natural Gas -Debit	Expense		
813000	Other Gas Supply Expenses	Expense		
ZZZEE	Energy Efficiency	417130	Federal Projects- EE-Expense	Expense
		431301	DSM Deferral Interest	Expense

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Level	Description	Account	FERC Description	FERC Hierarchy		
ZZZEE	Energy Efficiency	485360	Deferred CLM Revenue	Revenue		
		557200	Renewables Expense	Expense		
		815000	Maps and Records - Gas	Expense		
		908100	Customer Assistance Exp - Energy Efficiency	Expense		
		908200	Customer Assistance Exp - Energy Efficiency Amort	Expense		
		909100	C+LM Inform + Instruct Advertise	Expense		
		916100	Miscellaneous Sales - Energy Efficiency	Expense		
		926100	Energy Efficiency GSC	Expense		
		ZZZZOM	Operation and Maintenance	403100	NUSCO Depreciation-Transfer Credit	Expense
				403200	Depreciation Expense- NUSCO	Expense
403400	Depreciation Expense- Data			Expense		
403500	Depreciation Expense- Telephone			Expense		
403600	Depreciation Expense-MDM			Expense		
40801X	Payroll Taxes ICP			Expense		
408120	Genl Svc Co OH Taxes N			Expense		
411600	Gains From Disp of Utility Plant			Revenue		
411700	Losses From Disp of Utility Plant			Expense		
417110	Nonutility Operations Expense			Expense		
417111	Nonutility Oper Exp - Non Oper Prop			Expense		
418010	Amort Rent Inc 5Com Barter Trans Cb			Revenue		
421140	Gain on Disposition of Property			Revenue		
421150	Loss on Disposition of Property			Revenue		
421600	Misc Nonoperating Income			Revenue		
42164X	Miscellaneous Nonoperating Income- Amort ICP			Expense		
423001	In-Kind Contributions-Unrestricted			Revenue		
423003	Net Unrealized Capital Gains Loss			Revenue		
424110	In-Kind Services Donations			Expense		
424300	Scholarships Donations			Expense		
424400	Civic + Community Donations			Expense		
424600	Educational Matching Donations			Expense		
424610	Corporate Matching Donations			Expense		
425000	Miscellaneous Amortization			Expense		
426100	Corporate Donations			Expense		
426300	Penalties Expense			Expense		
426400	Expend for Civic + Political Activities			Expense		
426401	Expend for Civic + Pol Act Lob Fed			Expense		
426402	Expend for Civic + Pol Act PAC			Expense		
426500	Other Deductions			Expense		
426550	Other Deductions - Sys Comm			Expense		
431201	Bad Debt Adder Interest			Expense		
440200	Deferred PAM Elect			Revenue		
485350	Deferred PAM Gas Revenue			Revenue		
488100	Miscellaneous Dist Service Revenue Gas			Revenue		
500000	Operation Supervision + Eng - Steam			Expense		
502000	Steam Expenses			Expense		
505000	Electric Expenses - Steam			Expense		
506000	Misc Steam Power Exp-Other			Expense		
507000	Rent Exp Steam Pwr			Expense		
510000	Maint Supervision + Eng Steam			Expense		
511000	Maintenance of Structures Steam			Expense		
512000	Maintenance of Boiler Plant Steam	Expense				
513000	Maint of Electric Plant Steam	Expense				
514000	Maint of Misc Steam Plant	Expense				
517000	Operation Super + Eng - Electric	Expense				
535000	Operation Supv and Engineering	Expense				
536000	Water For Power-Other	Expense				
537000	Hydraulic Expenses-Other	Expense				
538000	Electric Expense	Expense				
539000	Misc Hydro Rent Exp	Expense				
540000	Rents To Associated Companies	Expense				
541000	Maint Supervision + Eng Hydro	Expense				
542000	Maint of Structures-Hydro	Expense				
543000	Maint of Reservoir Dams + Wtrway	Expense				
544000	Maint of Elect Plant Hydro	Expense				

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ZZZZOM	Operation and Maintenance	545000	Maint of Misc Hydro Plant-Other	Expense
		546000	Operation Supv + Engineering	Expense
		548000	Generation Expenses	Expense
		549000	Misc Other Expense-Other	Expense
		551000	Maintenance Supv + Engineering Other	Expense
		552000	Maintenance of Structures Pwr Gen Other	Expense
		553000	Maint of Gen+Elec Equip Other	Expense
		554000	Maint of Misc Pwr Generation Other	Expense
		555300	Purchased Power - CY YA MY	Expense
		556000	System Control and Load Dispatching	Expense
		557110	Other Power Expenses - NEPOOL	Expense
		560000	Transmission Operation Super + Eng	Expense
		560002	Transm Oper Super + Eng- Snow Rem	Expense
		560003	Transm Oper Sup + Eng- Oper Prop	Expense
		560004	Transm Oper Super + Eng- App Dev	Expense
		560005	Transm Oper Super + Eng- Appl Supp	Expense
		560006	Transm Oper Super + Eng- DB Admin	Expense
		560007	Transm Oper Super + Eng- Infrast	Expense
		560008	Tran Opr Sup+Eng PC Serv Help Desk	Expense
		560009	Transm Oper Sup+Eng- Trans Veh Util	Expense
		560090	Total Reward-Incentive 560	Expense
		560110	General Super and Admin	Expense
		560112	Absence Time 560	Expense
		560113	Disability 560	Expense
		560570	Reallocation offset 560	Expense
		561000	Load Dispatching	Expense
		561100	Load Dispatch - Reliability	Expense
		561200	Load Dispatch Monitor + Oper	Expense
		561201	Load Dispatch Mon + Oper - Janitor	Expense
		561202	Load Dispatch Mon+Oper - Main Bldg	Expense
		56121X	Load Dispatch Monitor + Oper ICP	Expense
		561300	Load Dispatch Trans Service +Schedule	Expense
		561330	Load dispatch - transmission svc + sched	Expense
		561480	Load Dispatching - Scheduling + System Control + Dispatch	Expense
		561500	Reliability Plan+Standards	Expense
		561600	Transmission Service Studies	Expense
		561700	Generation Interconnection Studies	Expense
		562000	Transmission Station Expense	Expense
		562010	Tra Sta Xfmr Op	Expense
		562020	Tra Sta Buses + SW Gear Op	Expense
		562030	Tra Sta Relay Op	Expense
		562040	Tra Sta Breaker Op	Expense
		562050	Tra Sta Misc Equip Op	Expense
		562080	Tra Sta Op of Batteries	Expense
		562090	Tra Sta Housekeeping	Expense
		562240	Tra Sta Inspect	Expense
		562250	Tra Sta Xfmr Power Factor Test	Expense
		562260	Tra Sta Load Readings	Expense
		562280	Tra Sta Care and Support	Expense
		562290	Trans - Inspect Towers + Poles	Expense
		562295	Trans Station Switching	Expense
		562300	Trans - SS Alarm Investigate	Expense
		562310	Trans Sta NPCC Relay + Trip testing	Expense
		562320	Trans Sta Non-NPCC Relay+Trip Test	Expense
		562330	Trans Sta Test Doble timer sweep	Expense
		562340	Trans Sta Checks	Expense
562570	Reallocation offset 562	Expense		
563000	Overhead Line Exp	Expense		
563100	Overhead line customer support	Expense		
563400	OH Lines Inspection and Patrols	Expense		
564000	Underground Line Exp	Expense		
564200	Trans - UG Vault Inspect and Clean	Expense		
564400	UG Tra Line Fault Location	Expense		
564570	Reallocation offset 564	Expense		

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ZZZZOM	Operation and Maintenance	565100	Transmission Other	Expense
		566000	Misc Transmission Expense	Expense
		566001	Misc Transm Exp - Applic Supp	Expense
		566002	Misc Transmission Expense - Infrast	Expense
		566003	Misc Transmission Exp - Storage IT	Expense
		566004	Misc Transm Exp - Network Service	Expense
		566020	Computer Maintenance Contracts	Expense
		566100	Misc Transmission Expense-Other	Expense
		566570	Reallocation offset 566	Expense
		568000	Trans Maint Sup + Eng	Expense
		568001	Trans Maint Sup+Eng-Trans Veh Util	Expense
		568570	Reallocation offset 568	Expense
		569000	Trans Maintenance of Structures	Expense
		569010	Trans Maint of Structures -Maint IT	Expense
		569100	Trans Maintenance Computer Hardware	Expense
		569200	Trans Maintenance Computer Software	Expense
		569300	Trans Maint Communication Equipment	Expense
		570000	Trans Maintenance of Station Equipment	Expense
		570010	Tra Sta Xfmr Corrective Maint	Expense
		570020	Tra Sta Bus SW Gear CM	Expense
		570030	Tra Sta Relays CM	Expense
		570040	Tra Sta Breakers CM	Expense
		570050	Tra Sta Misc Elect Equip Maint	Expense
		570070	Tra Sta Oil Test PM	Expense
		570080	Tra Sta Battery Maint	Expense
		570090	Tra Sta Maint - Other equip	Expense
		570100	Tra Sta Equipment Preventative Maint	Expense
		570110	Tra Sta Gas Breaker Major Maint	Expense
		570115	Trans Sta SCADA RTU Repair	Expense
		570120	Trans Sta SCADA DNP Alarm Group	Expense
		570125	Trans Sta SCADA	Expense
		570150	Tra Sta Environmental LTBI	Expense
		570240	Tra Sta Environmental	Expense
		571000	Trans Maint of Overhead Lines	Expense
		571310	OH Tra Lines Maint Towers + Fixtures	Expense
		571320	OH Tra Lines Maint Poles + Fixtures	Expense
		571330	Maint of OH Conductors and Devices	Expense
		571350	Maint of OH Rights of Way Clearing	Expense
		572000	Transmission Maint of Underground Lines	Expense
		572240	UG Tra Lines Environmental	Expense
		572310	UG Tra Lines Conduit Maint	Expense
		572320	UG Tra Lines Maint of Cable + Devices	Expense
		573000	Transmission Maint Misc Plant Other	Expense
		580000	Distrib Ops Supervision and Eng	Expense
		580002	Distrib Ops Sup + Eng - Oper Prop	Expense
		580090	Total Reward-Incentive 580	Expense
		580110	Adm and Eng Labor	Expense
		580111	Non-Productive Time	Expense
		580112	Absence Time 580	Expense
		580570	Reallocation offset 580	Expense
		581000	Distrib Ops Load Dispatching	Expense
		581110	Dispatch Supervision and Admin	Expense
		581112	Absence Time 581	Expense
		581430	Dist Load Dispatch Communication	Expense
		581440	Distribution and System Dispatch	Expense
		581460	Reporting Service Dispatch	Expense
		581570	Reallocation offset 581	Expense
582000	Distrib Ops Station Exp	Expense		
582010	Dist Sta Xfmr Op PM	Expense		
582020	Dist Sta Buses + SW Gear Op	Expense		
582030	Dist Sta Relay Op	Expense		
582050	Dist Sta Misc Elect Equip	Expense		
582060	Dist Sta Network Vault Inspect	Expense		
582080	Dist Sta Op of Batteries	Expense		

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOM	Operation and Maintenance	582090	Dist Sta Housekeeping	Expense
		582240	Dist Sta Inspect	Expense
		582250	Dist Sta Trouble Response	Expense
		582260	Dist Sta Spot Load Fan Survey	Expense
		582270	Dist Sta Customer Standby	Expense
		582280	Dist Sta Care and Support	Expense
		582290	Dist Sta Lamp Replacement	Expense
		582570	Reallocation offset 582	Expense
		583000	Distrib Ops Overhead Lines	Expense
		583001	Distrib Ops OH Lines - Oper Prop	Expense
		583010	OH T S Fault Locating	Expense
		583020	Dist Sta RADSEC Repair	Expense
		583050	OH preventive maint inspections	Expense
		583060	Inspection - Dist Poles	Expense
		583070	Dist line patrols	Expense
		583100	OH Line Xfmr Rem instl	Expense
		583260	Disconnect Recon OH	Expense
		583270	Rubber Up Overhead Wires	Expense
		583275	Small Tools - Overhead	Expense
		583280	CFI credits -OH line xfms	Expense
		583570	Reallocation offset 583	Expense
		584000	Distrib Ops Underground Lines	Expense
		584001	Distrib Ops UG Lines - Oper Prop	Expense
		584010	UG Conduit Inspection	Expense
		584020	UG T S fault isolation locating	Expense
		584030	Tunnel Inspections	Expense
		584050	RDA PM Vault Mat Inspection	Expense
		584060	UG Oil Switch	Expense
		584080	UG Xfmr Rem Instl	Expense
		584090	Underground Line Patrols	Expense
		584200	Dig Safe Markouts	Expense
		584260	Disconnect Recon UG	Expense
		584275	Small Tools - Underground	Expense
		584280	CFI credits -UG line xfms	Expense
		584570	Reallocation offset 584	Expense
		585000	Distrib Ops SL and Signal Exp	Expense
		585010	Street Lighting Operations	Expense
		585570	Reallocation offset 585	Expense
		586000	Distrib Ops Meter Exp	Expense
		586002	Distrib Ops Meter Exp - Turn On Off	Expense
		586003	Distrib Ops Meter Exp - Meter Read	Expense
		586050	Meter Access + Parts	Expense
		586100	Meter Access Parts	Expense
		586110	General Supervision and Admin	Expense
		586111	Gen Sup + Admin - Meter Read	Expense
		586112	Absence Time 586	Expense
		586113	Disability 586	Expense
		586131	Telephone Costs 586	Expense
		586132	Fleet costs 586	Expense
		586133	PC hardware	Expense
		586136	Meter Blanket	Expense
		586137	Office Supplies	Expense
		586138	Meals 586	Expense
		586139	Mileage 586	Expense
		586140	Labor 586	Expense
		586150	Union Mgmt Meetings 586	Expense
		586152	Safety 586	Expense
586160	Contractor + temp help	Expense		
586200	Dist Meters CFI Credit	Expense		
586570	Reallocation offset 586	Expense		
587000	Distrib Ops Customer Installation	Expense		
587001	Distrib Ops Cust Instal Turn On Off	Expense		
587010	Service Call + Investigation	Expense		
587570	Reallocation offset 587	Expense		

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOM	Operation and Maintenance	588000	Distrib Ops Misc Exp	Expense
		588001	Distrib Ops Misc Exp - Heating Oil	Expense
		588002	Distrib Ops Misc Exp - Snow Removal	Expense
		588003	Dist Ops Misc Exp - Refuse Rem Rcy	Expense
		588004	Distrib Ops Misc Exp - Security	Expense
		588005	Distrib Ops Misc Exp - Training Oth	Expense
		588006	Dist Ops Misc Exp - Spec Storm Chrg	Expense
		588007	Distr Ops Misc Exp - Maintain Bldg	Expense
		588008	Distrib Ops Misc Exp - Grnds Maint	Expense
		588009	Distrib Ops Misc Exp - Appl Dev	Expense
		588010	Distrib Ops Misc Exp - Appl Supp	Expense
		588011	Distrib Ops Misc Exp - DB Admin	Expense
		588012	Distrib Ops Misc Exp - Infrastruct	Expense
		588013	Distr Op Misc Exp-PC Serv Help Desk	Expense
		588014	Distrib Ops Misc Exp - Security IT	Expense
		588015	Dist Ops Misc Exp HVAC	Expense
		588016	Dist Ops Misc Exp Janitorial	Expense
		588017	Distrib Ops Misc Exp- Electricity	Expense
		588018	Distrib Ops Misc Exp- Nat Gas Usage	Expense
		588019	Distrib Ops Misc Exp- Water + Sewar	Expense
		588045	DTE Misc Overheads	Expense
		588100	Distrib Sys Ops	Expense
		588110	Misc Distribution Labor	Expense
		588111	Inclment Weather	Expense
		588112	Absence Time 588	Expense
		588113	Disability 588	Expense
		588114	Restricted Duty	Expense
		588115	Union Mgt Meetings 588	Expense
		588131	Telephone Costs 588	Expense
		588132	Fleet Costs 588	Expense
		588133	Desktop PC Hardware	Expense
		588134	Postage	Expense
		588135	Desktop PC Software	Expense
		588136	Travel	Expense
		588137	Supplies	Expense
		588138	Meals 588	Expense
		588139	Mileage 588	Expense
		588150	Union + MGT Meetings 588	Expense
		588152	Safety 588	Expense
		588154	Training + Development	Expense
		588190	Miscellaneous	Expense
		588250	Tools Operation	Expense
		588260	Generator rentals	Expense
		588360	Scrap Recovery	Expense
		588490	Operations inventory holding	Expense
		588560	RCN Overheads	Expense
		588570	Reallocation offset 588	Expense
		588640	Rights and Permits	Expense
		588740	External Rev Generating Svcs	Expense
		588780	Lobby Stock	Expense
		588910	Training - DPU Program	Expense
		589000	Distrib Ops Rents	Expense
589001	Distrib Ops Rents - Serv Cent Rent	Expense		
589002	Distrib Ops Rents - Oper Prop Mgmt	Expense		
589003	Distrib Ops Rents - Operating Prop	Expense		
589004	Dist Rents Somerville	Expense		
589100	Rents Distribution Other	Expense		
589101	Rents Distr Other - Oper Prop	Expense		
590000	Distrib Maint Sup+Eng	Expense		
590570	Reallocation offset 590	Expense		
591000	Distrib Maint of Structures	Expense		
591060	Dist Sta Misc Structure Repairs	Expense		
591100	Dist Sta Misc Non-Elect Equip Repair	Expense		
592000	Distrib Maint of Station Equipment	Expense		

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOM	Operation and Maintenance	592010	Dist Sta Xfmr Corrective Main	Expense
		592020	Dist Sta Bus + SW Gear CM	Expense
		592030	Dist Sta Misc PM	Expense
		592040	SDist Sta Breaker CM	Expense
		592050	Dist Sta Maint Misc Equip	Expense
		592060	Dist Sta Network Protector Maint	Expense
		592070	Dist Sta Oil Test PM	Expense
		592080	Dist Sta Battery Maint	Expense
		592090	Dist Sta Cap Bank Maint	Expense
		592100	Dist Sta Painting	Expense
		592110	Dist Sta Relay Maint	Expense
		592120	Dist Sta ACB Maint	Expense
		592130	Dist Sta Recloser Maint	Expense
		592140	Dist Sta LTC Maint	Expense
		592150	Dist Sta Alarms Maint	Expense
		592160	Dist Stat SCADA Maint	Expense
		592240	Dist Sta Environmental	Expense
		593000	Distrib Main of Overhead Lines	Expense
		593005	Dist Main OH Lines -Trans Veh Util	Expense
		593010	Poles and Fixtures	Expense
		593020	OH Constr Transfer	Expense
		593040	OH corrective maint repair	Expense
		593050	OH Sec Service Maintenance Repair	Expense
		593070	OH programmed tree trimming	Expense
		593080	OH non-programmed tree trimming	Expense
		593090	Dist OCB Maint	Expense
		593095	Dist Reclosers Maint	Expense
		593100	Tree Trimming Vegetation Control	Expense
		593120	Tree Trimming - Other	Expense
		593140	Area Storm Restoration	Expense
		593150	OH Environmental Clean-up	Expense
		594000	Distrib Main of Underground Lines	Expense
		594010	UG Conduit Maint	Expense
		594020	Manhole Regulating	Expense
		594030	UG corrective-emergent maint	Expense
		594040	UG Asbestos Removal	Expense
		594050	Dist Net Prot Maint	Expense
		594100	SFM Repair	Expense
		594240	UG Environmental	Expense
		594260	Maintenance of Manholes	Expense
		595000	Distrib Maint of Line Transformers	Expense
		595010	Dist OH Capacitor Bank Maint	Expense
		596000	Maint of Street Lighting and Signal Sys	Expense
		596050	Str Ltg Psts and Lum	Expense
		597000	Distrib Maint of Meters	Expense
		597001	Distrib Maint of Meter -Turn On Off	Expense
		597002	Distrib Maint of Meters -Meter Read	Expense
		598000	Distrib Maint of Misc Distrib Plant	Expense
		598250	Tools Maintenance	Expense
		598720	HVAC	Expense
		598730	Office Buildings Maint	Expense
		598731	Off Buildings Maint - Maintain Bldg	Expense
		598770	Storm fund costs credits	Expense
		600000	Water O+M	Expense
		710000	Operation Supervision + Eng - Gas Production	Expense
		735000	Misc Prod Exp Liquefied Petro	Expense
		741000	Maintenance of Structures and Improv - Gas Production	Expense
		742000	Maintenance of Production Equipment - Gas	Expense
		807000	Purchased Gas Expenses	Expense
		840000	Other Storage Operation Sprvsn + Eng - Gas	Expense
		841000	Other Storage Operation Labor and Exp - Gas	Expense
		843200	Other Maint Exp Structures and Improv - Gas	Expense
		843300	Other Maint Exp Gas Holders - Gas	Expense
		843400	Other Maint Exp Purif Equip - Gas	Expense

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOM	Operation and Maintenance	843500	Other Maint Exp - Liquefaction Equip - Gas	Expense
		843600	Other Maint Exp - Vaporizing Equip - Gas	Expense
		843700	Other Maint Exp - Compressor Equip - Gas	Expense
		843800	Other Maint Exp - Measure and Reg Equip - Gas	Expense
		843900	Other Maint Exp - Other Equip - Gas	Expense
		844200	LNG Processing Terminal Labor and Exp	Expense
		845400	LNG Equipment Repairs	Expense
		845500	Reallocation Offset	Expense
		850000	Operation Supervision + Eng - Gas Transmission	Expense
		850001	Engineer Planning + Design NS	Expense
		850002	Mapping NS	Expense
		850003	Dispatch - Crew NS	Expense
		851000	System Control and Load Dispatching - Gas	Expense
		857000	Measuring and Regulating Station Exp - Gas	Expense
		870000	Distribution Operation Supervision + Eng - Gas	Expense
		870001	Engineer Planning + Design	Expense
		870002	Mapping	Expense
		870003	Dispatch - Crew	Expense
		871000	Distribution Load Dispatching - Gas	Expense
		874000	Distribution Mains and Services Exp - Gas	Expense
		874002	Inspect - Other	Expense
		874003	Corrosion - Surveys Inspections	Expense
		874004	Inspect - Critical Valve	Expense
		874005	Inspect - Valve Box	Expense
		874006	Leak Survey - Driving	Expense
		874007	Leak Survey - Walking	Expense
		874008	Leak survey - Bus District Mobile	Expense
		874009	Leak survey - BusDistrict Walking	Expense
		874010	Leak survey - Winter	Expense
		874011	Leak survey - Other	Expense
		874012	Digsafe Markouts	Expense
		874200	Electricity - Corrosion	Expense
		875000	Distrib Measuring + Reg Station Exp-Gen - Gas	Expense
		875001	Snow Removal - Reg station	Expense
		875010	Inspect - Regulator stations	Expense
		877000	Distrib Measuring + Reg Sta Exp-CG Ck Sta - Gas	Expense
		877001	Inspect - Gate Take Stations	Expense
		878000	Distrib Meter + House Regulator Expenses - Gas	Expense
		878001	Meter Shop - Testing	Expense
		878002	Install + Remove Meters	Expense
		878003	Meter and ERT Sets	Expense
		878004	Periodic Meter Exchanges Test	Expense
		878005	Meter CFI credit	Expense
		879000	Distrib Customer Installation Exp - Gas	Expense
		879001	Service Calls - Billable ser work	Expense
		879002	Service Calls - Ser Contract work	Expense
		879003	Gas Odors response	Expense
		879004	Service call - other	Expense
		880000	Distrib Other Exp - Gas	Expense
		880001	Distrib Other Exp - Gas - Snow Rem	Expense
880002	Distr Other Exp - Gas - Water + Sew	Expense		
880003	Dist Other Exp - Gas - Janitorial	Expense		
880004	Distrib Other Exp - Gas-Grnds Maint	Expense		
880005	Dist Other Exp Gas - Ref Rem-Recyl	Expense		
880006	Dist Other Exp Gas- Electricity	Expense		
880007	Dist Other Exp Gas- Maintain Bldg	Expense		
880008	Dist Other Exp Gas- Nat Gas Usage	Expense		
880009	Dist Other Exp Gas- Security	Expense		
880010	Inclment Weather 880	Expense		
880020	Drafting - Mapping	Expense		
880570	Reallocation offset 880	Expense		
880800	Police Details- Undistributed	Expense		
880900	Misc Distribution Expenses- MDEC Excluded	Expense		
880970	Environmental	Expense		

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOM	Operation and Maintenance	881000	Distrib Rents - Gas	Expense
		881001	Distrib Rents - Gas Hyde Park	Expense
		881002	Distrib Rents - Operating Property	Expense
		881003	Dist Rents Hyde Park Gas	Expense
		88111X	Rents Intercompany-ICP	Expense
		881400	Distrib Rents - Gas Intercompany	Expense
		885000	Maint and Supervision Engineering - Gas	Expense
		886000	Maintenance of Structures and Improv - Gas Distribution	Expense
		887000	Maintenance of Mains - Gas	Expense
		887001	Paving - Main	Expense
		887002	Leak repair mains	Expense
		887003	Maintain - Critical Valve	Expense
		887005	Repair - Cast Iron Bell Joints	Expense
		887006	Corrosion - Repairs Maint- Mains	Expense
		887007	Maintain GateValve Box - Mains	Expense
		887010	Leak repair- Cast Iron Main	Expense
		887011	Leak repair- Bare Steel Main	Expense
		887012	Leak repair- Unprotected Steel Main	Expense
		887013	Leak repair- Plastic Main	Expense
		888000	Maintenance of Compressor Station Equip - Gas	Expense
		889000	Maint of Meas + Res Sta Equip-Gen - Gas	Expense
		889001	Maint- Instrum + telemetering equip	Expense
		889002	Maintain - Regulator stations	Expense
		890000	Maint of Meas + Res Sta Equip-Ind - Gas	Expense
		891000	Maint Meas + Reg Sta Equip Cg Ck St	Expense
		891001	Testing - Calibration	Expense
		891002	Maintain - Gate Take stations	Expense
		892000	Maintenance of Services	Expense
		892001	ATM CFI	Expense
		892002	Paving - Service	Expense
		892003	Leak repair services	Expense
		892004	Maintain - ATM Corrosion	Expense
		892005	Maintain - Service and Inlet piping	Expense
		892006	Maintain - Ser Relocation Tie-Ins	Expense
		892007	Corrosion Maint - Services	Expense
		892008	Maintain - GateValve Box SV	Expense
		892010	Leak repair- Cast Iron Services	Expense
		892011	Leak repair- Bare Steel Services	Expense
		892012	Leak repair- Unprotected Steel Services	Expense
		892013	Leak repair- Plastic Services	Expense
		892014	Leak repair- Copper	Expense
		893000	Maintenance of Meters and House Reg - Gas	Expense
		894000	Maintenance of Other Equip - Gas	Expense
		894001	Maint of Other Equip - Gas - HVAC	Expense
		894002	Maint Other Equip - Gas-Maint Bldg	Expense
		901000	Customer Accounts Supervision	Expense
		902000	Customer Accounts Meter Reading	Expense
		902002	Cust Acct Meter Reading -Meter Read	Expense
		902003	Cust Accts Meter Reading -Rev Assur	Expense
		903000	Customer Accounts Records + Collection Exp	Expense
		903002	Cust Acct Rec + Coll Exp- Billing	Expense
		903003	Cust AR + Coll- Cust Care - Support	Expense
		903004	Cust Accts Rec+Coll Exp Turn On Off	Expense
		903005	Cust Acct Rec+Coll Exp Cr + Collec	Expense
		903006	Cust Acct Rec+Coll Exp- Bill Other	Expense
		903007	Cust Acct Rec + Coll Exp-Field Coll	Expense
		903008	Cust Accts Rec+Coll Exp-Meter Read	Expense
		903009	Cus Acct Rec+Coll Exp-Bill Csh Proc	Expense
		903010	Cust Accts Rec + Coll Exp- Appl Dev	Expense
		903011	Cust Accts Rec + Coll Exp-Appl Supp	Expense
		903012	Cust Accts Rec + Collec-DB Admin	Expense
		903013	Custr Accts Rec + Collec- Infrac	Expense
		903014	Cust Acts Rec+Coll PC Ser Help Desk	Expense
		904000	Uncollectible Accounts	Expense

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOM	Operation and Maintenance	905000	Misc Customer Account Exp	Expense
		905001	Misc Cust Acct Exp - Cust Care- Sup	Expense
		908000	Customer Assistance Exp	Expense
		908002	Customer Asst Exp - Comm- External	Expense
		908003	Cust Assistance Exp - Customer	Expense
		908004	Cust Assist Exp - Cust Care Supp	Expense
		90800X	DG Yankee Gas Rebates	Expense
		909000	Informational and Instructional Ad Expense	Expense
		909001	Informat + Instruct Ad Exp-Broch	Expense
		910000	Misc Cust Svc + Info Exp-Other	Expense
		910001	Misc Cust Svc + Info Exp-Oth-Broch	Expense
		911000	Sales Expense - Supervision	Expense
		912000	Demonstrating and Selling Expenses	Expense
		913000	Advertising Expenses	Expense
		913001	Advertising - Conversion	Expense
		913002	Advertising - HHPP	Expense
		916000	Miscellaneous Sales Expenses	Expense
		916001	Marketing	Expense
		916090	Total Reward-Incentive 916	Expense
		920000	Adm + Gen Salaries	Expense
		920002	A+G Salaries - Electric Vehicles	Expense
		920003	A+G Salaries - Snow Removal	Expense
		920004	A+G Salaries - Mail Courier Servic	Expense
		920005	A+G Salaries - Reprod + Print	Expense
		920006	A+G Salaries - Records Management	Expense
		920007	A+G Salaries - Employment	Expense
		920008	A+G Salaries - Bankruptcy	Expense
		920009	A+G Salaries - Corporate	Expense
		92000X	Administrative and General Salaries ICP	Expense
		920010	A+G Salaries - Claims + Litigation	Expense
		920011	A+G Salaries - Finance	Expense
		920012	A+G Salaries - Environmental	Expense
		920013	A+G Salaries - Real Estate	Expense
		920014	A+G Salaries - State Regulatory	Expense
		920015	Adm + Gen Salaries - Security	Expense
		920016	A+G Salaries - Comm- External	Expense
		920017	A+G Salaries - Brochures	Expense
		920018	A+G Salaries - Maintain Buildings	Expense
		920019	A+G Salaries - Meter Reading	Expense
		920020	A+G Salaries - Auditing	Expense
		920021	A+G Salaries - Operating Property	Expense
		920022	A+G Salaries - Transactional	Expense
		920023	A+G Salaries - Application Develop	Expense
		920024	A+G Salaries - Application Support	Expense
		920025	A+G Salaries - Database Admin	Expense
		920026	A+G Salaries - Infrastructure	Expense
		920027	A+G Salaries - Record Services IT	Expense
		920028	A+G Salaries - Email	Expense
		920029	A+G Salaries - Network Services	Expense
		920030	A+G Salaries - Storage IT	Expense
920031	A+G Salaries - Web Devel Serv	Expense		
920032	A+G Salaries - Telephone + Voice	Expense		
920033	A+G Salaries - Security IT	Expense		
920034	A+G Salaries - PC Serv Help Desk	Expense		
920035	A+G Salaries - Governance IT	Expense		
920036	A+G Salaries - Comp + Benefits	Expense		
920037	A+G Salaries - Customer Service	Expense		
920038	A+G Salaries - Corporate Secretary	Expense		
920039	A+G Salaries - Corp Compliance	Expense		
920090	Total Reward-Incentive 920	Expense		
9200GS	Genl Svc Co Clearing	Expense		
9200NP	Adm + Gen Salaries Non Productive	Expense		
9200PB	Payroll Benefit Clearing	Expense		
921000	Office Supplies + Expenses	Expense		

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOM	Operation and Maintenance	921001	Off Supp + Exp - Mail Courier Serv	Expense
		921002	Off Supp + Exp -Reprod + Print	Expense
		921003	Off Supp + Exp - Comm- External	Expense
		921004	Office Supl + Exp - Meter Read	Expense
		921005	Off Supp + Exp - Security	Expense
		921006	Off Sup +Exp - Maintain Bldg	Expense
		921007	Off Supp + Exp - Wellness Prog	Expense
		921008	Off Supp + Exp - Oper Prop	Expense
		921009	Office Sup + Exp - App Develop	Expense
		921010	Office Supp + Exp - App Supp	Expense
		921011	Office Supp + Exp - DB Admin	Expense
		921012	Office Supp + Exp - Infrast	Expense
		921013	Office Supp + Exp - Main IT	Expense
		921014	Office Supp + Exp - Printers	Expense
		921015	Office Supp + Exp - Rec Serv IT	Expense
		921016	Office Supp + Exp - Email	Expense
		921017	Office Supp + Exp - Trans Veh Util	Expense
		921018	Office Supp + Exp - Network Service	Expense
		921019	Office Supp + Exp - Storage IT	Expense
		92101X	Office Supplies and Expenses ICP	Expense
		921020	Office Supp + Exp - Web Devel Serv	Expense
		921021	Office Sup+Exp - Telephone + Voice	Expense
		921022	Office Supp + Exp - Security IT	Expense
		921023	Office Sup+Exp - PC Serv Help Desk	Expense
		921024	Office Supp + Exp - Gover IT	Expense
		921025	Other-Off Supp + Exps -Corp Secret	Expense
		921026	Other- Off Supp + Exps- Water + Security	Expense
		92102X	Office Supplies and Expenses Other ICP	Expense
		921100	Mat + Supplies Restructuring	Expense
		921990	Other-Office Supplies+Expenses	Expense
		921991	Other-Office Supp + Exps - Electric	Expense
		921992	Other-Off Sup + Exps -Heating Oil	Expense
		921993	Other-Off Sup + Exps -Grnds Maint	Expense
		921994	Other-Off Sup + Exps -Heating Steam	Expense
		921995	Other-Office Supp + Exps - Janitor	Expense
		921996	Other-Off Sup + Exps-Maintain Bldg	Expense
		921997	Other-Off Supp + Exps - Nat Gas Usg	Expense
		921998	Other-Office Supp + Exps -56P Park	Expense
		921999	Oth-Off Supp + Exps -Refuse Rem Rcy	Expense
		92199A	Other-Off Supp + Exps - Snow Rem	Expense
		92199B	Oth-Off Sup + Exps - Mail Cour Serv	Expense
		92199C	Oth-Off Supp + Exps -Reprod + Print	Expense
		92199D	Other-Off Supp + Exps -CTIRP	Expense
		92199E	Oth-Off Sup + Exps - Comm- External	Expense
		92199F	Other-Office Sup + Exp - Cash Proc	Expense
		92199G	Other-Off Supp + Exps -Auditing	Expense
922000	Administrative Exp Transferred Cr	Expense		
923000	Outside Services Employed	Expense		
923001	Outside Serv Empl - Grnds Maint	Expense		
923002	Outside Serv Empl - Janitorial	Expense		
923003	Outside Serv Empl - Nat Gas Usg	Expense		
923004	Outside Serv Empl - Refuse Rem Rcy	Expense		
923005	Outside Serv Empl - Snow Removal	Expense		
923006	Outside Serv Empl - Mail Cour Serv	Expense		
923007	Outside Serv Empl - Record	Expense		
923008	Outside Serv Empl - Reprod + Print	Expense		
923009	Outside Serv Empl - CTIRP	Expense		
923010	Outside Serv Empl - Intellect Prop	Expense		
923011	Outside Serv Empl - Employment	Expense		
923012	Outside Serv Empl - Bankruptcy	Expense		
923013	Outside Serv Empl - Corporate	Expense		
923014	Outside Serv Empl - Claims + Litig	Expense		
923015	Outside Serv Empl - Finance	Expense		
923016	Outside Serv Empl - Environmental	Expense		

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Accounts By Type

Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOM	Operation and Maintenance	923017	Outside Serv Empl - Real Estate	Expense
		923018	Outside Serv Empl - Telecomm	Expense
		923019	Outside Serv Empl - State Regulat	Expense
		92301X	Outside Services Employed ICP	Expense
		923020	Outside Serv Empl - Fed Regulatory	Expense
		923021	Outside Serv Empl - Comm- External	Expense
		923022	Outside Serv Employed - Cr + Coll	Expense
		923023	Outside Serv Employed - Cash Proc	Expense
		923024	Outside Serv Empl - Strat Cons Supp	Expense
		923025	Outside Serv Empl - Security	Expense
		923026	Outside Serv Empl - Auditing	Expense
		923027	Outside Serv Empl - Maintain Bldg	Expense
		923028	Outside Serv Empl - Procure Purch	Expense
		923029	Outside - Serv Empl - Phys Sec	Expense
		92302X	NUSCO Outside Services Employed ICP	Expense
		923030	Outside - Serv Employ -Appl Develop	Expense
		923031	Outside - Serv Empl - Appl	Expense
		923032	Outside - Serv Empl - DB Admin	Expense
		923033	Outside - Serv Empl - Infrast	Expense
		923034	Outside-Serv Empl-PC Serv Help Desk	Expense
		923035	Outside - Serv Empl - Security IT	Expense
		923036	Outside - Serv Empl-Web Dev Serv	Expense
		923037	Outside - Serv Empl - Storage IT	Expense
		923038	Outside - Serv Empl - Rec Serv IT	Expense
		923039	Outside - Serv Empl - Network Serv	Expense
		923040	Outside Serv Empl - Transactional	Expense
		923041	Outside Serv Empl - Comp + Ben	Expense
		923042	Outside Serv Empl - Customer Serv	Expense
		923043	Outside Serv Empl - Corp Secret	Expense
		923044	Outside Serv Empl - Corp Compl	Expense
		923045	Outside Services Employed HVAC	Expense
		923100	Outside Services Restructuring	Expense
		923MCO	Merger Cost Recovery	Expense
		924000	Property Insurance	Expense
		925000	Injuries and Damages	Expense
		925100	Injuries + Damages Transferred-Cr	Expense
		925200	Injuries and Damages GSCOH	Expense
		926000	Employee Pension and Benefits	Expense
		926003	DPU Non-Pam benefits	Expense
		92600X	Employee Pension and Benefits- ICP	Expense
		92601X	Employee Pension and Benefits ICP	Expense
		926110	Employee Pension and Benefits- Medicare Subsidy	Expense
		926200	Genl Svc Co OH Benefits	Expense
		926300	GSC + Prb Expense Non ICB	Expense
		926310	LTD 67% Buy Up Expense	Expense
		926400	Other Emp Benefits Trf Credit	Expense
		926500	Employee Pensions Trf Cr	Expense
		926NSC	Pension + Benefits Svc Part only	Expense
		926SVC	DBPlans Service Cost	Expense
		928000	Regulatory Commission Exp	Expense
		928001	Regulatory Comm Exp - CEAB Fees	Expense
		928002	Regulatory Comm Exp - State Regulat	Expense
		928003	Regulatory Comm Exp - Fed Regulat	Expense
		928100	Amort Deferred Regulatory Proceeding Costs	Expense
		930100	General Advertising Expense	Expense
		930101	Gen Advertising Expense - Broch	Expense
		930200	Misc General Exp	Expense
930201	Misc General Exp - Cash Processing	Expense		
93020X	Miscellaneous General Expenses ICP	Expense		
930210	Other Restructuring Charges	Expense		
930300	Genl Svc Co OH Other Exp	Expense		
930RAX	Nusco Rate Of Return Charge ICP	Expense		
930TXA	Alloc NUSCO Inc Tax Billed	Expense		
930TXR	Reverse NUSCO Inc Tax Billed	Expense		

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Accounts By Type

Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOM	Operation and Maintenance	931000	Rents NUSCO	Expense
		931001	Rents - Pru Rent	Expense
		931002	Rents - Mass Ave Garage Rent	Expense
		931003	Rents - Operating Property	Expense
		931004	Rents - Governance IT	Expense
		931005	Rents - Printers	Expense
		9310GS	Intercompany Rent GSCOH offset	Expense
		931100	Rents Intercompany	Expense
		93111X	Rents Intercompany ICP	Expense
		935000	Maintenance of General Plant-Other	Expense
		935001	Maint Gen Plant-Other Maint Bldg	Expense
		935002	Maint Gen Plant-Oth Mail Cour Serv	Expense
		963000	Misc Clearing Account	Expense
		999700	Misc. Preferred Stock Offset Reversal	Expense
		ZZZZOS	Other Income Statement	000000
403000	Depreciation Expense			Expense
40301X	Depreciation Expense ICP			Expense
40302X	Cap Rent Depreciation Expense ICP			Expense
4031R0	ARO Depreciation Expense			Expense
403700	Depreciation Expense - Capital Leases			Expense
403NSC	DBPlans NonSvc Amortization			Expense
403SVC	DBPlans Service Portion Depr			Expense
404000	Amort of Limited-Term Elec Plant			Expense
404100	Amort of Limited-Term Elec Plant Software			Expense
405000	Amortization of Other Electric Plant			Expense
406000	Amortization - Electric Plant Acquisition Adjustments			Expense
406100	Amortization-Other			Expense
407000	Amort of Prop Loss Unrecov Plnt + Reg Study			Expense
407001	Amort of Prop Loss Unrecov Plnt + Reg Study - NU Acquisition			Expense
407002	Amort of Prop Loss Unrecov Plnt + Reg Study - Asbestos			Expense
407010	Chapter 121 Taxes			Expense
407020	Amort of Prop Loss BEC CEC			Expense
407030	Disallowed AFUDC Depr			Expense
407040	AFUDC Transmission Reg Debit			Expense
407050	AFUDC Transmission Reg Credit			Expense
407200	Amort of Prop Loss Unrecov Plnt + Reg Study MP1			Expense
407300	Regulatory Debits			Expense
407301	Regulatory Debits-Other			Expense
407302	Regulatory Debits- Environment Deferral			Expense
407303	Regulatory Debits- ARC Flash Amortization			Expense
407304	Regulatory Debits- CSI Project			Expense
407305	Regulatory Debits- Amort AB			Expense
407306	Regulatory Debits- Recovr F109			Expense
407307	Regulatory Debits- Late Charges			Expense
407308	Regulatory Debits-Settlement			Expense
407309	Regulatory Debits- Amort Prop Loss			Expense
40730X	Regulatory Debits Elim			Expense
407310	Regulatory Debits- RN Conserv			Expense
407315	Regulatory Debits- Def Exp Radio System			Expense
407320	Regulatory Debits - Reg Assets Securitized			Expense
407321	Regulatory Debits- CIAC Gross up			Expense
407325	Regulatory Debits - Reg Assets Unsecuritized			Expense
407330	Regulatory Debits-CIAC Gross up non refundable			Expense
407340	Regulatory Debits 5COM			Expense
407350	Amortization Rehabilitation Tax Credit			Expense
407360	Regulatory Debits- CAP Deferral			Expense
407370	Regulatory Debits- FAS 109	Expense		
407375	Regulatory Debits- AFUDC	Expense		
407380	Regulatory Debits-CLM	Expense		
407384	Regulatory Debit- System Resiliency	Expense		
407385	Regulatory Debit- Medicare Subsidy	Expense		
407390	Regulatory Debits-Non tax Gross up	Expense		
407395	Goodwill Amort - NStar	Expense		
4073F0	Amort Nonbypass Fmcc Def	Expense		

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOS	Other Income Statement	407400	Regulatory Credits	Expense
		407410	Regulatory Credits 50% AFUDC Credit Sch 21	Expense
		407420	Regulatory Credits - Rev Decoupling	Expense
		407500	Regulatory Debits- Reg asset	Expense
		407520	Reg Credits- Rev Decoupling Gas	Expense
		407600	Regulatory Debits- Kensington power plant	Expense
		407AR0	Amortization PSNH Generation ARO	Expense
		407DF0	Low Income Discount Deferral	Expense
		407RRB	RRB Regulatory Debits	Expense
		408001	CT Unemployment Tax Exp	Expense
		408010	Federal Unemployment Tax	Expense
		408011	MA Unemployment Tax	Expense
		408020	FICA Tax	Expense
		408050	Medicare Tax	Expense
		408100	Taxes Other Than Income Tax Util Op Inc	Expense
		408101	Taxes Other Than Income Tax Util Op Inc - BOS	Expense
		408110	Local Property Tax Expense	Expense
		408130	Taxes Other Than Income Tax Util Op Inc- Fed Excise	Expense
		408140	Taxes Other Than Income Tax Util Op Inc- Fed Highway	Expense
		408150	Genl Svc Co OH Taxes	Expense
		408180	MA Health Tax	Expense
		4081H0	NH Unemployment Tax	Expense
		408200	Taxes Other Than Inc Tax Oth Inc and Ded	Expense
		408201	Nonutility Property Taxes	Expense
		408210	Taxes Other Than Inc Tax Oth Inc and Ded- GET	Expense
		408220	Payroll Taxes Transferred-Credit	Expense
		408300	Taxes Other Than Inc Tax Util Op Inc-Mass MFG Excise	Expense
		408360	DC Unemployment Tax	Expense
		408370	FL Unemployment Tax	Expense
		408400	Taxes Other Than Income Tax Util Op Inc - NHBET	Expense
		408450	Conn Corp Bus - Capital Base Tax	Expense
		408500	Taxes Other Than Income Tax Util Op Inc- NH Cons	Expense
		408510	Taxes Other Than Income Tax Util Op Inc- NH Ins Prem	Expense
		408600	Taxes Other Than Income Tax Util Op Inc- CT Ins Pre	Expense
		408610	Taxes Other Than Income Tax Util Op Inc- CT Motor Vehicle	Expense
		408620	Taxes Other Than Income Tax Util Op Inc- GET	Expense
		408630	Taxes Other Than Income Tax Util Op Inc-Other	Expense
		408700	Taxes Other Than Income Tax Util Op Inc- MA 1M	Expense
		408800	Taxes Other Than Income Tax Util Op Inc- Misc	Expense
		408MI0	Other Taxes Unemployment MI	Expense
		408NY0	NY Unemployment Tax	Expense
		409100	Federal Income Taxes + Util Operating Income	Expense
		409105	CR - Federal Income Taxes Util Operating Income	Expense
		409120	Federal Income Tax Expense FIN 48	Expense
		409125	Federal Income Taxes Util OP Income-NAESCO	Expense
		409130	Income Taxes Util Operating Income-NUSCO Perm	Expense
		409150	Income Taxes Util Operating Income NH	Expense
		409200	Federal Inc Taxes - Other Inc and Deductions	Expense
		409210	NY State-Gen Business Franchise Tax	Expense
		409223	Conn Corp Bus-Inc Portion-Other Income and Ded	Expense
		409225	NH Business Profits Tax-NAESCO	Expense
		409227	Mass Pub Svc-Franchise -Other Income and Ded	Expense
		409228	Mass Dom Bus Mfg Excise- Other Inc and Ded	Expense
		409300	Income Taxes Util Operating Income- Conn Corp Bus	Expense
		409350	NHBPT - Other Inc and Ded	Expense
		409400	Income Taxes Util Operating Income-Other States	Expense
		409500	Income Taxes Util Operating Income-Maine	Expense
		409600	Income Taxes Util Operating Income-Vermont	Expense
		409700	Income Taxes Util Operating Income-Mass Pub Svc	Expense
		409705	CR - Income Taxes Util Op Inc-Mass Pub Svc -Franchise	Expense
		409800	Income Taxes Util Op Inc-Mass Com Bus-Excise	Expense
		409805	CR - Income Taxes Util Op Inc-Mass Com Bus-Excise	Expense
		409900	Income Taxes Util Operating Income-State FIN 48	Expense
		409PMX	NUSCO Perm Inc Tax Expense ICP	Expense

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOS	Other Income Statement	409X10	Op Cur Federal Income Tax - Elim	Expense
		409X20	N Op Federal Cur Income Tax - Elim	Expense
		410100	Prov for Fed Deferred Inc Tax + Util Op Inc	Expense
		410102	CR - Prov for Fed Deferred Inc Tax Util Op Inc	Expense
		410111	Prov for MA Deferred Inc Tax + Util Op Inc	Expense
		410112	Provision for Deferred Inc Tax Util Op In- CT Corp	Expense
		410113	Provision for Deferred Inc Tax Util Op Inc-NH	Expense
		410114	Provision for Deferred Inc Tax Util Op Inc-Other state	Expense
		410115	CR - Prov for MA Deferred Inc Tax Util Op Inc	Expense
		410125	Prov for Fed Def Inc Tax Util Op Inc-NAESCO	Expense
		410130	Deferred Fed Inc Tax Util Op Inc-FIN 48	Expense
		410140	Deferred Fed Inc Tax Util Op Inc - Interco	Expense
		410150	Provision for Deferred Inc Tax Util Op Inc- FIN 48 state	Expense
		410160	Prov Def State Inc Tax - Util Op Inc - Interco	Expense
		410200	Deferred Federal Inc Tax - Other Inc + Ded	Expense
		410210	Prov Deferred Inc Tax - Other Inc +Ded - MA	Expense
		410220	Prov Deferred Inc Tax - Other Inc +Ded - CT	Expense
		410230	Prov Deferred Inc Tax - Other Inc + Ded - NH	Expense
		410X10	Provision for Deferred Inc Tax Util Op Inc Elim	Expense
		410X1X	Prov For Deferred Inc Tax- Util Op Inc Elim - ICP	Expense
		410X20	Provision for Deferred Inc Tax Util Op Inc Non Op Elim	Expense
		411000	ARO Accretion Expense	Expense
		411100	Prov for Deferred FED Inc Tax Cr - Non Op- Elim	Expense
		411110	Provision for Deferred Inc Tax Credit NUSCO	Expense
		411112	Prov Def Federal Inc Tax -Cr-Other	Expense
		411113	Provision for Deferred Inc Tax Credit- MA	Expense
		411114	Prov Def Inc Tax-State-Cr-Lib Dep	Expense
		411115	Provision for Deferred Inc Tax Credit- CT Corp	Expense
		411117	Provision for Deferred Inc Tax Credit- NH	Expense
		411118	Provision for Deferred Inc Tax Credit- Other State	Expense
		411120	Deferred Fed Inc Tax Cr -FIN 48	Expense
		411130	Provision for Deferred Inc Tax Credit state FIN 48	Expense
		411140	Prov for Def FED Inc Tax Util Op Inc - Cr-Elim	Expense
		41114X	Provision For Deferred Inc Tax Credit Elim - ICP	Expense
		411200	Prov Def Inc Tax Oth Inc+Ded-Fed	Expense
		411210	Prov Def Inc Tax Oth Inc+Ded- MA	Expense
		411220	Prov Def Inc Tax Oth Inc+Ded- CT Corp	Expense
		411230	Prov Def Inc Tax Oth Inc+Ded- NH Bus	Expense
		411400	Invest Tax Cr Adjmt-Util Oper Inc	Expense
		411500	Invest Tax Credit Adj Non Utility Oper	Expense
		413300	Depreciation-Plant Leased To Other	Expense
		414000	Impairments - Long Lived Assets	Expense
		415000	Rev - Merchandising Jobbing and Contracting	Revenue
		415100	Late Payment Charges	Revenue
		417000	Rev - Nonutil Operations	Revenue
		417001	Rev - Nonutility Operations Wireless Communications	Revenue
		41701X	Rev - Nonutil Operations ICP	Revenue
		417030	Federal Projects- EE - Revenue	Revenue
		417100	Exp - Nonutility Operations	Expense
		417120	Non Utility Operating Depreciation	Expense
		418000	Non Oper Rental Inc Revenues	Revenue
		41801X	Equity in Earnings ICP	Revenue
		418020	Equity in Earnings-ICP Adjustment	Revenue
		418050	Non Oper Rental Inc Revenues- Depreciation	Revenue
		41809X	Intercompany Non Utility Rent	Revenue
		418140	Earnings in New England Hydro-Transmission	Revenue
		418CC0	Operating Compnay Earnings in CY	Revenue
		418CY0	Equity In Earnings -CT Yankee	Revenue
		418CZ0	Contra 418CC0 For NU Equity in Earnings - CY	Revenue
		418MY0	Equity in Earnings - Maine Yankee	Revenue
		418NX0	Equity in Earnings- NSTAR Min Int	Revenue
		418YA0	Equity in Earnings - Yank Atomic Disabled	Revenue
		418YY0	Operating Company Earnings in YA	Revenue
		418YZ0	Contra 418YY0 For NU Equity in Earnings - YA	Revenue

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZOS	Other Income Statement	419000	Interest + Dividend Income	Revenue
		41901X	Interest + Dividend Income ICP	Revenue
		419040	Int - Taxable - Other	Revenue
		419100	Allow for Other Funds Used During Constr - Equity	Revenue
		419200	Interest Income Intercompany	Revenue
		41922X	Interest Income Intercompany ICP	Revenue
		41923X	Interest Income Intercompany Other ICP	Revenue
		41934X	Dividend Income Intercompany ICP	Revenue
		41945X	Interest + Dividend Income RABBI trust ICP	Revenue
		419500	Other Interest Income	Revenue
		419600	Transition Property Accretion Income	Revenue
		419RRX	Interest Inc -RRB	Revenue
		419T6X	Intracompany Int Income Trans Tariff ICP	Revenue
		421000	Miscellaneous Nonoperating Income	Revenue
		421001	DSM Incentive Revenue	Revenue
		42101X	Gain on Disposal of Property- Elim	Revenue
		42111R	Miscellaneous Nonoperating Income-RABBI Trust	Revenue
		421120	Int Inc-Prior SNFDC Net	Revenue
		421124	Income - Investments Equity Method	Revenue
		421130	Miscellaneous Nonoperating Income NSTAR	Revenue
		42113X	Misc Nonoperating Income - ICP	Revenue
		421200	Miscellaneous Nonoperating Income- CLM	Revenue
		421250	C+LM Incentives	Revenue
		421300	Miscellaneous Nonoperating Income- Other	Revenue
		42131X	Miscellaneous Nonoperating Income ICP	Revenue
		42132X	Misc Nonoperating Income ICP	Revenue
		421610	Rec Revenue - NWPP Shareholders	Revenue
		42161X	Miscellaneous Nonoperating Income- Other ICP	Revenue
		421620	Incentive Income	Revenue
		42163X	Rev Assoc with Fees- RRB	Revenue
		421640	Expenses Assoc w Fees	Revenue
		42175X	Equity in Earnings - Sub- Mode 1 ICP	Revenue
		421ATX	Regulatory Asset Amort-RRB	Revenue
		421DC0	Def Comp MTM	Revenue
		421RRX	Rev + Exp Clearing Account	Revenue
		421RTX	Reg Asset Amort	Revenue
		421TX0	Gain On Purchased Tax Credits	Expense
		423000	Cash Contributions-Unrestricted	Revenue
		423002	Net Realized Capital Gains Losses	Revenue
		424100	In-Kind Expenses Donations	Expense
		424200	HHS Donations	Expense
		424700	Corporate Grants	Expense
		4261T0	Donation Offset For Tax Credits	Expense
		426200	Life Insurance	Revenue
		42651X	Other Deductions ICP	Expense
		426540	Other Deductions- Public Education	Expense
		426NF0	Corporate Donations- In Kind Admin	Expense
		427000	Interest on Long - Term Debt	Expense
		42701X	Interest on Long - Term Debt ICP	Expense
		42710X	RRB Interest Elim	Expense
		427200	Interest on Long - Term Debt- Other	Expense
		427RRB	RRB Interest	Expense
		428000	Amort of Debt Disc and Exp	Expense
		428100	Amort of Loss on Reacquired Debt	Expense
		428200	RRB Interest NSTAR	Expense
		428400	Amort of Debt Disc and Exp- NU Acquisition	Expense
		429000	Premium On Debt Amortization - Credit	Expense
		429100	Amort of Premium on Debt - Credit	Expense
		430000	Interest on Debt To Assoc Co	Expense
		43001X	Interest on Debt To Assoc Co ICP	Expense
		430T2X	Interest on Debt Trans Tariff Intracompany ICP	Expense
		431000	Other Interest Exp	Expense
		431100	Interest on Short Term Loans	Expense
		431110	Interest - Commitment Fees	Expense

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOS	Other Income Statement	43111X	Interest on Short Term Loans ICP	Expense
		431120	Interest - Commitment Fees REV12	Expense
		431200	Other Interest Exp- Cust Sec Dep	Expense
		431210	Other Interest Exp- Cust Sec Dep INSTL	Expense
		431300	Other Interest Exp FIN48	Expense
		431400	Other Interest Exp- Other	Expense
		43142X	Other Interest Exp- Other ICP	Expense
		431450	Interest Expense- Capital Leases	Expense
		43193X	Other Interest Exp Intercompany ICP	Expense
		432000	Allow Brwd Funds Used During Cons - Debt	Expense
		440000	Residential Sales	Revenue
		440100	Deferred RAAC Revenue	Revenue
		442010	Commercial Sales	Revenue
		442011	Commercial Sales-Intercompany	Revenue
		44201X	Commercial Sales-Intercompany ICP	Revenue
		442020	Industrial Sales	Revenue
		44202X	DG CLP Revenue	Revenue
		442030	Deferred Commerical RAAC Revenue	Revenue
		442059	Deferred industrial RAAC Revenue	Revenue
		444000	Public Street + Highway Lighting	Revenue
		444010	Deferred Public Street + Highway Lighting	Revenue
		446000	Sales To Railroads + Railways	Revenue
		447000	Sales For Resale- Energy	Revenue
		447100	Sales For Resale Intercompany	Revenue
		447110	Sales For Resale Energy ISO-NE	Revenue
		44711X	Sales For Resale Intercompany ICP	Revenue
		447120	Sales For Resale Misc - ISO NE	Revenue
		447200	Capacity Sales For Resale-Intercompany	Revenue
		447210	Sales For Resale - Capacity ISO NE	Revenue
		44722X	Capacity Sales For Resale-Intercompany ICP	Revenue
		447300	Sales For Resale - Requirement Service	Revenue
		447400	Sales For Resale- Other	Revenue
		447500	Sales For Resale- Capacity	Revenue
		449100	Provision For Rate Refunds	Revenue
		449A2X	Provision For Rate Refunds-Intracompany ICP	Revenue
		449E1X	Provision For Rate Refunds-Inter Co ICP	Revenue
		450000	Late Payment Charges - Electric	Revenue
		451000	Miscellaneous Service Revenue	Revenue
		451001	Miscellaneous Service Revenue-Other	Revenue
		451002	Meter Restoration Fee	Revenue
		451003	Pole Restoration Fee	Revenue
		451004	Manhole Restoration Fee	Revenue
		451005	Warrant Fee	Revenue
		45101X	Miscellaneous Service Revenue ICP	Revenue
		451030	Temporary Construction Revenue	Revenue
		451100	CY YA Variance for 555	Revenue
		451200	Abatement Fee	Revenue
		454000	Rent from Electric Property	Revenue
		454001	Rent from Electric Property Other	Revenue
		45401X	Rent from Electric Property-Intercompany ICP	Revenue
		45402X	Rent from Electric Property- Other Intercompany ICP	Revenue
		454100	Rent from Transmission Property	Revenue
		454200	Rent from ElectProp +RE+pole attach	Revenue
		454201	Rent from Electric Property Other PTF	Revenue
		454210	Rent from Electric Property NON PTF	Revenue
		456000	Other Electric Revenues	Revenue
		45601X	Electric Rec Revenues ICP	Revenue
		456020	Electric Rec Revenues	Revenue
		45602X	IC Electric Rec Revenues ICP	Revenue
		456030	IC Electric Rec Revenues	Revenue
		456100	Rev Transmission of Elec of Others	Revenue
		45610X	Gas Transmission Rev - ICP	Revenue
		456110	Rev Transmission of Elec of Others Intercompany	Revenue
		45611X	Rev Transmission of Elec of Others- Sch 21 Intracompany ICP	Revenue

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Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOS	Other Income Statement	456120	Rev Transmission of Elec of Others- Black Start	Revenue
		45612X	Hydro Quebec phase 2 support 2014 ICP	Revenue
		456130	Rev Trans of Elec of Others - OATT Sch 2 Rev	Revenue
		45613X	Rev Transmission of Elec of Others- RNS ICP	Revenue
		456140	Rev Transmission of Elec of Others- TOUT	Revenue
		45614X	Rev Trans of Elec of Others- S+D for RNS ICP	Revenue
		456150	Rev Transmission of Elec of Others- RNS	Revenue
		45616X	Rev Transmission of Elec of Others- Sch 21 Intercompany ICP	Revenue
		456170	Rev Transmission of Elec of Others- S+D for TOUT	Revenue
		45617X	Intercompany Sch-21 Revs Other ICP	Revenue
		456180	Rev Transmission of Elec of Others- S+D for RNS	Revenue
		45618X	Rev Trans of Elec of Others- S+D for Sch 21 Intraco ICP	Revenue
		456190	Rev Transmission of Elec of Others- S+D for Sch 21	Revenue
		45619X	Rev Trans of Elec of Others- S+D for Sch 21 Interco ICP	Revenue
		456300	Misc Elec Revenue	Revenue
		45635X	Misc Elec Revenue ICP	Revenue
		456400	Assoc Co - Revenue	Revenue
		456420	Amortization	Revenue
		456990	Other Electric Revenues - Other	Revenue
		456RAX	NUSCO Rate of Return - Revenue ICP	Revenue
		45701X	Services Rendered to Assoc Co ICP	Revenue
		457030	Services Rendered To Com Gas	Revenue
		457050	Services Rendered To HECC	Revenue
		457060	RRR	Revenue
		457090	Services Rendered To NSTAR Holding Co	Revenue
		457110	Services Rendered To Hopkinton LNG	Revenue
		457350	NUSCO Intercompany Revenue	Revenue
		457400	Services Rendered To NSTAR Electric	Revenue
		461100	Water Residential Revenue	Revenue
		461200	Water Commercial Revenue	Revenue
		461300	Water Industrial Revenue	Revenue
		461400	Water Public Authorities Revenue	Revenue
		462100	Water Public Fire Revenue	Revenue
		462200	Water Private Fire Revenue	Revenue
		466000	Other Water Revenue	Revenue
		480000	Residential Sales Gas	Revenue
		481000	Commercial Gas Sales-Intercompany	Revenue
		481010	Commercial Sales Gas	Revenue
		481011	Commercial Revenues Cash Out	Revenue
		481020	Industrial Sales Gas	Revenue
		481030	Industrial Sales Gas- Reduced GET	Revenue
		481040	Industrial Sales Gas - Spec Contracts- Reduced GET	Revenue
		481C2X	Commercial Non-Firm Sales ICP	Revenue
		481CIX	Commercial Intercompany Sales ICP	Revenue
		481CNO	Commercial Non-Firm Sales	Revenue
		481GNO	Industrial Non-Firm Sales- Reduced GET	Revenue
		481INO	Industrial Non-Firm Sales	Revenue
		481RG0	Retail Revenue Gas	Revenue
		482000	Municipal Revenue	Revenue
		483000	Sales for Resale Gas	Revenue
		48300X	Sales for Resale Gas - ICP	Revenue
		483370	CGAC - Retainage on OSS + Cap Rev	Revenue
		483950	Nonfirm 3rd Party Supplier Service	Revenue
		483NG0	Wholesale Gas for Resale	Revenue
		485000	Intracompany Transfers	Revenue
		485310	Deferred LDAC Revenue	Revenue
		485320	Deferred Residential RAAC Revenue	Revenue
		485330	Deferred Comm Municipal RAAC Rev	Revenue
		485340	Deferred Industrial RAAC Rev	Revenue
		485371	Cgac-retainage on OSS and Cap rev	Revenue
		485380	Deferred GSEP Revenue	Revenue
		487000	Late Payment Charges - Gas	Revenue
		487100	Other Late Payment Charges	Revenue
		487200	Misc Other Revenue Late Payment Charges	Revenue

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Accounts By Type

Level	Description	Account	FERC Description	FERC Hierarchy
ZZZZOS	Other Income Statement	488000	Miscellaneous Service Revenue Gas	Revenue
		488200	Rev Assoc Co-NSTAR Gas	Revenue
		48820X	Rev Assoc Co - ICP	Revenue
		489300	Residential Firm Transportation	Revenue
		489400	Marketer Storage Service	Revenue
		489500	Commercial Firm Transportation	Revenue
		489600	Commercial Non-Firm Transportation	Revenue
		489620	Commercial Interruptible Transportation	Revenue
		489700	Industrial Firm Transportation	Revenue
		489710	Industrial Firm Reduced GET Transportation	Revenue
		489720	Industrial Interruptible	Revenue
		489800	Industrial Non-Firm Transportation	Revenue
		489810	Industrial Reduced GET Non Firm Transportation	Revenue
		489900	Rev from Transportation of Gas of Others	Revenue
		489910	Marketer Capacity + Demand Sales	Revenue
		489C1X	Commercial Intercompany FT Gas ICP	Revenue
		493000	Rent from Gas Property	Revenue
		493010	Rent from Gas Property Intercompany	Revenue
		49301X	Rent from Gas Property ICP	Revenue
		495000	Other Gas revenue	Revenue
		495100	Fannie Mae Revenue	Revenue
		495200	Other Gas revenue Intercompany	Revenue
		49520X	Other Gas Revenue - ICP	Revenue
		495210	Other Gas Revenue Unbilled ECS	Revenue
		495300	Deferred AFP Revenue	Revenue
		496100	Provision for Rate Refunds- Gas	Revenue
		555600	Purchases of Energy ISO-NE	Expense
		555618	Purchased Power ISO- NE	Expense
		555800	Deferred Transition Rev	Expense
		555900	NEA Energy	Expense
		814000	Operation Super + Eng - Gas UG Storage	Expense
		904100	Writeoff-Hardship Protctn Cost New	Expense
		930220	Revolving Debt Fees	Expense
		930261	A+G Billing from NUSCO	Expense
		999000	Misc Offset Account	Expense
		999216	Close Income Accounts	Liability
		999800	Misc. Preferred Stock Offset	Expense

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
000000	Default	ZZZZOS	Other Income Statement	Expense
101010	Utility Plant in Service	ZZZZCR	Capital and Removal	Asset
10101X	Utility Plant in Service ICP	ZZZZCR	Capital and Removal	Asset
101100	Long Lived Assets - ARO	ZZZZCR	Capital and Removal	Asset
101200	Utility Plant in Service Under Capital Lease	ZZZZCR	Capital and Removal	Asset
101E1X	Electric- Utl Plt in Svc - Elim	ZZZZCR	Capital and Removal	Asset
101E9E	Electric-Utility Plant in Service - Elim	ZZZZCR	Capital and Removal	Asset
105010	Utl Plt Held Fr Future Use	ZZZZCR	Capital and Removal	Asset
10501X	Utl Plt Held Fr Future Use - Elim	ZZZZCR	Capital and Removal	Asset
105020	Non-Unitized Plt For Future Use	ZZZZCR	Capital and Removal	Asset
105E9E	Electric-Utility Plant Held For Future Use Elim	ZZZZCR	Capital and Removal	Asset
106010	Completed Construction not Classified - CCNC	ZZZZCR	Capital and Removal	Asset
106500	Meters 106500	ZZZZCR	Capital and Removal	Asset
107010	Construction Work in Progress - CWIP	ZZZZCR	Capital and Removal	Asset
107100	CWIP Timing Differences	ZZZZCR	Capital and Removal	Asset
107E90	Other Electric - CWIP Elim	ZZZZCR	Capital and Removal	Asset
107E50	ES Labor Charges	ZZZZES	Engineering and Supervision	Asset
108010	Accumulated Provision for Depreciation - Utility	ZZZZCR	Capital and Removal	Asset
10801X	Accumulated Provision for Depreciation - Utility ICP	ZZZZCR	Capital and Removal	Asset
108030	Accumulated Provision- Cost Of Removal	ZZZZCR	Capital and Removal	Asset
108040	Accumulated Provision- Salvage	ZZZZCR	Capital and Removal	Asset
108050	Accumulated Provision- Retirements	ZZZZCR	Capital and Removal	Asset
108AR0	Accumulated Reserve for AROs	ZZZZCR	Capital and Removal	Asset
111010	Accumulated Provision for Amortization - Utility	ZZZZCR	Capital and Removal	Asset
114010	Gas Plant Acquisition Adjmts	ZZZZBS	Other Balance Sheet	Asset
115020	Accum Prov Amort Gas Plan Acq Adj	ZZZZBS	Other Balance Sheet	Asset
118040	Other Utility Plant	ZZZZBS	Other Balance Sheet	Asset
1205C0	MP 1 Perm Disposal Retail Prior	ZZZZBS	Other Balance Sheet	Asset
1205G0	MP 1 Perm Disposal CMEEC Prior	ZZZZBS	Other Balance Sheet	Asset
1205J0	M P 2 Perm Disposal Retail Prior	ZZZZBS	Other Balance Sheet	Asset
1205W0	MP 2 Perm Disposal CMEEC Prior	ZZZZBS	Other Balance Sheet	Asset
121010	Non Utility Property	ZZZZBS	Other Balance Sheet	Asset
122010	Accumulated Provision for Amortization + Depreciation - Non Utility	ZZZZBS	Other Balance Sheet	Asset
12301X	Investment in Subsidiaries	ZZZZBS	Other Balance Sheet	Asset
123020	Investment in Subsidiary Adjustment	ZZZZBS	Other Balance Sheet	Asset
123CC0	Operating Company Investment in CY	ZZZZBS	Other Balance Sheet	Asset
123CY0	Investment In Connecticut Yankee	ZZZZBS	Other Balance Sheet	Asset
123CZ0	Contra 123CC0 NU Investment in CY	ZZZZBS	Other Balance Sheet	Asset
123MY0	Investment in Maine Yankee	ZZZZBS	Other Balance Sheet	Asset
123NX0	Minority Interest - NSTAR	ZZZZBS	Other Balance Sheet	Asset
123X80	Investment in Greenport LLC	ZZZZBS	Other Balance Sheet	Asset
123YA0	Investment In Yankee Atomic	ZZZZBS	Other Balance Sheet	Asset
123YY0	Operating Company Investment in YA	ZZZZBS	Other Balance Sheet	Asset
123YZ0	Contra 123YY0 NU Investment in YA	ZZZZBS	Other Balance Sheet	Asset
124010	Other Investments	ZZZZBS	Other Balance Sheet	Asset
124020	Inv in New Eng Hydro Transmission	ZZZZBS	Other Balance Sheet	Asset
124030	Mass Development	ZZZZBS	Other Balance Sheet	Asset
124040	Investment in Access Northeast	ZZZZBS	Other Balance Sheet	Asset
124050	Marketable Securities Water Companies	ZZZZBS	Other Balance Sheet	Asset
124060	Investment in AIM	ZZZZBS	Other Balance Sheet	Asset
124080	Investment in Grid Assurance	ZZZZBS	Other Balance Sheet	Asset
124090	Investment in Bay State Wind	ZZZZBS	Other Balance Sheet	Asset
124091	Investment - NEUCO LLC	ZZZZBS	Other Balance Sheet	Asset
124100	Life Insurance Cash Surrender Value	ZZZZBS	Other Balance Sheet	Asset
124110	Loans on Life Insurance	ZZZZBS	Other Balance Sheet	Asset
124120	Rabbi Trust Investment SERP	ZZZZBS	Other Balance Sheet	Asset
124140	Rabbi Trust-Ins Demutualization NU	ZZZZBS	Other Balance Sheet	Asset
124700	YGS Rabbi Trust Trustees	ZZZZBS	Other Balance Sheet	Asset
124711	Other Investments - NSTAR	ZZZZBS	Other Balance Sheet	Asset
124EPO	Investment - EPP	ZZZZBS	Other Balance Sheet	Asset
124FIO	NU Foundation Investment Account	ZZZZBS	Other Balance Sheet	Asset

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
124NF0	Trust Spent Nuclear Fuel Millstone	ZZZZBS	Other Balance Sheet	Asset
124SS0	SS Rabbi Trust	ZZZZBS	Other Balance Sheet	Asset
128110	Deferred Compensation Trust -NSTAR	ZZZZBS	Other Balance Sheet	Asset
128140	Deferred Compensation Trust -NU	ZZZZBS	Other Balance Sheet	Asset
128AW0	Burns + McDonnell Cash Escrow - LT W	ZZZZBS	Other Balance Sheet	Asset
128GS0	Burns + McDonnell Cash Escrow - LT	ZZZZBS	Other Balance Sheet	Asset
128IS0	Burns + McDonnell Cash Escrow - LT C	ZZZZBS	Other Balance Sheet	Asset
128MM0	Burns + McDonnell Cash Escrow- LT	ZZZZBS	Other Balance Sheet	Asset
129030	Prepaid Pension	ZZZZBS	Other Balance Sheet	Asset
129312	Prepaid PBOP	ZZZZBS	Other Balance Sheet	Asset
129313	Prepaid PBOP- SFAS 158	ZZZZBS	Other Balance Sheet	Asset
131010	Cash	ZZZZBS	Other Balance Sheet	Asset
1310C0	Payroll Cash Account	ZZZZBS	Other Balance Sheet	Asset
134010	Restricted Cash - ISO	ZZZZBS	Other Balance Sheet	Asset
134011	Bankers Trust Co-Sale of Property	ZZZZBS	Other Balance Sheet	Asset
134015	Special Deposit-ST	ZZZZBS	Other Balance Sheet	Asset
134016	Special Deposit-LT	ZZZZBS	Other Balance Sheet	Asset
134120	CL+P Security Deposit Escrow	ZZZZBS	Other Balance Sheet	Asset
134350	Cash Deposit Salomon Smith Barney	ZZZZBS	Other Balance Sheet	Asset
134AB0	Special Deposits - Miscellaneous	ZZZZBS	Other Balance Sheet	Asset
134BM0	Burns + McDonnell Cash Escrow-ST	ZZZZBS	Other Balance Sheet	Asset
134CP0	Rate Red Bond Capital Subaccount	ZZZZBS	Other Balance Sheet	Asset
134FC0	Cash Deposit Escrow FCRP	ZZZZBS	Other Balance Sheet	Asset
134GA0	Rate Red Bond General Subaccount	ZZZZBS	Other Balance Sheet	Asset
134GS0	Burns+McDonnell Cash escrow	ZZZZBS	Other Balance Sheet	Asset
134H20	Cash Dep North Pass Trans Land	ZZZZBS	Other Balance Sheet	Asset
134IR0	Rate Red Bond Int Reserve Subacct	ZZZZBS	Other Balance Sheet	Asset
134IS0	Burns + McDonnell Cash Escrow ST C	ZZZZBS	Other Balance Sheet	Asset
134MM0	Burns + McDonnell Cash Escrow ST	ZZZZBS	Other Balance Sheet	Asset
134NW0	Cash Deposit NEEWS Land	ZZZZBS	Other Balance Sheet	Asset
134OC0	Rate Red Bond Overcollat Subaccount	ZZZZBS	Other Balance Sheet	Asset
134P60	Landfill Escrow - Bow NH	ZZZZBS	Other Balance Sheet	Asset
134PR0	Special Deposit - Properties Inc Land Options	ZZZZBS	Other Balance Sheet	Asset
134RA0	Rate Red Bond Reserve Subaccount	ZZZZBS	Other Balance Sheet	Asset
134SA0	Rate Red Bond Serve Adv Subaccount	ZZZZBS	Other Balance Sheet	Asset
134WG0	Washington Group Cash Escrow	ZZZZBS	Other Balance Sheet	Asset
134WP0	Schiller Station Wood Pwr Escrow	ZZZZBS	Other Balance Sheet	Asset
135010	Petty cash	ZZZZBS	Other Balance Sheet	Asset
135020	Citi Bank - Cigna Health Care Costs	ZZZZBS	Other Balance Sheet	Asset
136000	Temporary Cash Investments	ZZZZBS	Other Balance Sheet	Asset
136020	Temporary Cash-Fidelity Govt MM	ZZZZBS	Other Balance Sheet	Asset
136UR0	Investments- Unrestricted	ZZZZBS	Other Balance Sheet	Asset
141100	Conversion Loan Program	ZZZZBS	Other Balance Sheet	Asset
142001	Customer AR - Cash Collected	ZZZZBS	Other Balance Sheet	Asset
142002	Cash Suspended CSS System	ZZZZBS	Other Balance Sheet	Asset
142010	Customer Accounts Receivable	ZZZZBS	Other Balance Sheet	Asset
142011	AR General - Oracle Receivables	ZZZZBS	Other Balance Sheet	Asset
142035	NCC Receivable	ZZZZBS	Other Balance Sheet	Asset
142040	AR - Low Income	ZZZZBS	Other Balance Sheet	Asset
142070	Sales Tax Refund	ZZZZBS	Other Balance Sheet	Asset
142080	Sales Tax Abatements	ZZZZBS	Other Balance Sheet	Asset
142150	Pilgrim Contracts Accounts Receivable	ZZZZBS	Other Balance Sheet	Asset
142171	AR Interconnect Studies	ZZZZBS	Other Balance Sheet	Asset
142190	JV Telecom Receivable	ZZZZBS	Other Balance Sheet	Asset
142300	HHPA Accounts Receivable	ZZZZBS	Other Balance Sheet	Asset
142400	Enhanced Billing and Metering Services for Suppliers	ZZZZBS	Other Balance Sheet	Asset
142401	Interconnect Tariff	ZZZZBS	Other Balance Sheet	Asset
142600	Gas Drafting and Reproduction	ZZZZBS	Other Balance Sheet	Asset
142CD0	Undistributed Cash Deposits	ZZZZBS	Other Balance Sheet	Asset
142RR0	RRB Accts Rec Bil	ZZZZBS	Other Balance Sheet	Asset
142RS0	Cust AR RRB State of CT 04	ZZZZBS	Other Balance Sheet	Asset
143020	AR Misc Reimbursables Dist Engineering	ZZZZBS	Other Balance Sheet	Asset

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
143021	AR Misc Reimbursables Ip	ZZZZBS	Other Balance Sheet	Asset
143040	General Ledger Accounting-Other	ZZZZBS	Other Balance Sheet	Asset
143045	AR Joint Owned Poles - Manual Billings	ZZZZBS	Other Balance Sheet	Asset
143050	Miscellaneous Accounts Receivable S	ZZZZBS	Other Balance Sheet	Asset
143052	AR EE Utility Incentives	ZZZZBS	Other Balance Sheet	Asset
143053	AR EE Cust Financing	ZZZZBS	Other Balance Sheet	Asset
143070	AR Cash Collected Sundry System	ZZZZBS	Other Balance Sheet	Asset
143090	Broker receivable-Derivative Trans	ZZZZBS	Other Balance Sheet	Asset
143120	Keep Costs Receivable	ZZZZBS	Other Balance Sheet	Asset
143125	Keep Costs Receivable - Above Ground	ZZZZBS	Other Balance Sheet	Asset
143128	Keep Costs Receivable - Under Ground	ZZZZBS	Other Balance Sheet	Asset
143140	Salvage Receivable	ZZZZBS	Other Balance Sheet	Asset
1431A0	AR From ESCO Customers Billed By NU	ZZZZBS	Other Balance Sheet	Asset
1431G0	AR CT Green Community Clean Energy	ZZZZBS	Other Balance Sheet	Asset
1431H0	AR CT Green Sterling Clean Energy	ZZZZBS	Other Balance Sheet	Asset
1431J0	AR 3Degrees Clean Energy	ZZZZBS	Other Balance Sheet	Asset
143210	Union Receivable	ZZZZBS	Other Balance Sheet	Asset
143220	AR Emp Adv+Credit	ZZZZBS	Other Balance Sheet	Asset
143260	Inj Dam Insurance AR	ZZZZBS	Other Balance Sheet	Asset
143310	NAESCO Recvbl From Joint Owner	ZZZZBS	Other Balance Sheet	Asset
143470	ISO-NE Transaction Credits	ZZZZBS	Other Balance Sheet	Asset
143480	ISO-NE Transaction Debits	ZZZZBS	Other Balance Sheet	Asset
143490	ISO Billings Receivable	ZZZZBS	Other Balance Sheet	Asset
143580	AR FAS158 Medicare Part D Subsidy	ZZZZBS	Other Balance Sheet	Asset
143800	Receivable-Conversion Loans	ZZZZBS	Other Balance Sheet	Asset
143881	Gas Expansion Receivable	ZZZZBS	Other Balance Sheet	Asset
143950	Various Vendor Payment Adjustments	ZZZZBS	Other Balance Sheet	Asset
143970	Sales Tax Recoupment	ZZZZBS	Other Balance Sheet	Asset
143990	Sundry AR	ZZZZBS	Other Balance Sheet	Asset
143BSW	Accounts Receivable - BSW	ZZZZBS	Other Balance Sheet	Asset
143C00	AR Contra 14399	ZZZZBS	Other Balance Sheet	Asset
143CA0	Contract Administration AR	ZZZZBS	Other Balance Sheet	Asset
143CRO	AR Contract Reserves Contra	ZZZZBS	Other Balance Sheet	Asset
143ETO	PSNH EAP Receivable from ST of NH	ZZZZBS	Other Balance Sheet	Asset
143GAA	Misc AR GA Use Only	ZZZZBS	Other Balance Sheet	Asset
143L20	Outside Utility Bill For Wrap-ST	ZZZZBS	Other Balance Sheet	Asset
143LN0	C+LM Short-Term Loan Receivable	ZZZZBS	Other Balance Sheet	Asset
143LNG	Accounts Receivable- LNG	ZZZZBS	Other Balance Sheet	Asset
143MA0	MA Abatement Receivable Account	ZZZZBS	Other Balance Sheet	Asset
143MG0	CL+P Contra Acct C+LM Loan	ZZZZBS	Other Balance Sheet	Asset
143MJ0	CL+M AR	ZZZZBS	Other Balance Sheet	Asset
143S10	C+LM Small Business Loan Receivable	ZZZZBS	Other Balance Sheet	Asset
143S20	C+LM Residential Loan Receivable	ZZZZBS	Other Balance Sheet	Asset
143S30	Residential Boiler Furnace Loan Rec	ZZZZBS	Other Balance Sheet	Asset
143S40	Residential Smart-E Loan	ZZZZBS	Other Balance Sheet	Asset
143TC0	Transmission 143990 Contra Acct	ZZZZBS	Other Balance Sheet	Asset
143TR0	Estimated Trans Revenues For Trans Svcs	ZZZZBS	Other Balance Sheet	Asset
144010	Accum Prov For Uncoll Accounts	ZZZZBS	Other Balance Sheet	Asset
144020	Accum Prov For Uncollect- YG EP	ZZZZBS	Other Balance Sheet	Asset
144040	Accum Prov For Uncoll Accounts - Other	ZZZZBS	Other Balance Sheet	Asset
1441A0	Supplier AR Reserve Account	ZZZZBS	Other Balance Sheet	Asset
144881	Reserve for Gas Expansion	ZZZZBS	Other Balance Sheet	Asset
144BS0	Basic Service Reserve	ZZZZBS	Other Balance Sheet	Asset
144HW0	Reserve For Hardship	ZZZZBS	Other Balance Sheet	Asset
14500X	ST Cash Advances- Assoc Companies	ZZZZBS	Other Balance Sheet	Asset
14507X	ST Inter-Company Notes Receivable ICP	ZZZZBS	Other Balance Sheet	Asset
14575X	Long Term Note Receivables-Nusco	ZZZZBS	Other Balance Sheet	Asset
14576X	Long Term Note Receivables-RRRCO	ZZZZBS	Other Balance Sheet	Asset
14577X	Long Term Note Receivables-H7	ZZZZBS	Other Balance Sheet	Asset
14601X	Intercompany AR ICP	ZZZZBS	Other Balance Sheet	Asset
151010	Fuel Stock- Coal	ZZZZBS	Other Balance Sheet	Asset
151020	Fuel Stock-No 2 Oil	ZZZZBS	Other Balance Sheet	Asset

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
151030	Fuel Stock-No 6 Oil	ZZZZBS	Other Balance Sheet	Asset
151040	Fuel Stock-Jet Fuel	ZZZZBS	Other Balance Sheet	Asset
151070	Fuel Stock Natural Gas	ZZZZBS	Other Balance Sheet	Asset
151080	Natural Gas-Electric Generation	ZZZZBS	Other Balance Sheet	Asset
151100	Fuel Stock-Wood	ZZZZBS	Other Balance Sheet	Asset
151130	Fuel Stock-No 6 Oil Newington Tank No 1	ZZZZBS	Other Balance Sheet	Asset
151230	No 6 Oil Newington Tank No 2	ZZZZBS	Other Balance Sheet	Asset
151330	No 6 Oil Schiller Tank No 3	ZZZZBS	Other Balance Sheet	Asset
151430	Fuel Stock-No 6 Oil Schiller Tank No 4	ZZZZBS	Other Balance Sheet	Asset
151800	Steuben	ZZZZBS	Other Balance Sheet	Asset
151810	Dominion - AGT	ZZZZBS	Other Balance Sheet	Asset
151820	Dominion - TGP	ZZZZBS	Other Balance Sheet	Asset
151850	Texas Eastern Storage	ZZZZBS	Other Balance Sheet	Asset
151A10	Fuel Stock Coal Pile A	ZZZZBS	Other Balance Sheet	Asset
151B10	Fuel Stock Coal Pile B	ZZZZBS	Other Balance Sheet	Asset
151C10	Fuel Stock Coal Pile C	ZZZZBS	Other Balance Sheet	Asset
151D10	Fuel Stock Coal Pile D	ZZZZBS	Other Balance Sheet	Asset
151E10	Fuel Stock Coal Pile E	ZZZZBS	Other Balance Sheet	Asset
151F10	Fuel Stock Coal Pile F	ZZZZBS	Other Balance Sheet	Asset
151LP0	Liquefied Petroleum Gas	ZZZZBS	Other Balance Sheet	Asset
152010	Fuel Stock Expense-Coal Expenses	ZZZZBS	Other Balance Sheet	Asset
152020	Fuel Stock Expense-No 2 Oil Expenses	ZZZZBS	Other Balance Sheet	Asset
152030	Fuel Stock Expense-No 6 Oil Expenses	ZZZZBS	Other Balance Sheet	Asset
152040	Fuel Stock - Jet Fuel Exp	ZZZZBS	Other Balance Sheet	Asset
152080	Natural Gas Electric Generation	ZZZZBS	Other Balance Sheet	Asset
152100	Fuel Stock Expense Undistributed Wood	ZZZZBS	Other Balance Sheet	Asset
154000	Plant Materials + Operating Supplies	ZZZZBS	Other Balance Sheet	Asset
154010	Materials + Supplies - Other	ZZZZBS	Other Balance Sheet	Asset
154015	Slow Moving Inventory	ZZZZBS	Other Balance Sheet	Asset
154020	Materials + Supplies - Central Warehouse	ZZZZBS	Other Balance Sheet	Asset
154050	Stock Invoice Clearance	ZZZZBS	Other Balance Sheet	Asset
154055	Transmission ERP Inventory Holding	ZZZZBS	Other Balance Sheet	Asset
154070	Automotive Inventory	ZZZZBS	Other Balance Sheet	Asset
154080	Materials + Supplies - Out For Repair	ZZZZBS	Other Balance Sheet	Asset
154650	Obsolete Non-Nuc Inventory Reserve	ZZZZBS	Other Balance Sheet	Asset
154AU0	Average Unit Price Default Account	ZZZZBS	Other Balance Sheet	Asset
154LS0	Limestone Inventory - Merrimack	ZZZZBS	Other Balance Sheet	Asset
154LT0	Materials + Supplies - Long Term	ZZZZBS	Other Balance Sheet	Asset
154MF0	Inventory-Work in Progress	ZZZZBS	Other Balance Sheet	Asset
154PC0	Precap Distribution Clearing Acct	ZZZZBS	Other Balance Sheet	Asset
154PV0	Invoice Price Variance Type S	ZZZZBS	Other Balance Sheet	Asset
156030	Inventory WIP	ZZZZBS	Other Balance Sheet	Asset
158110	So2 Allowances - Non-Current	ZZZZBS	Other Balance Sheet	Asset
158120	NOX Allowances-Current	ZZZZBS	Other Balance Sheet	Asset
158170	NOX Allowances-Non Current	ZZZZBS	Other Balance Sheet	Asset
158180	Co2 Emission Allowances-Current Yr	ZZZZBS	Other Balance Sheet	Asset
158190	Co2 Emission Allowances-Non Current	ZZZZBS	Other Balance Sheet	Asset
158310	Class 1 Renew Energy Cert-Current	ZZZZBS	Other Balance Sheet	Asset
158320	Class 2 Renew Energy Cert-Current	ZZZZBS	Other Balance Sheet	Asset
158330	Class 3 Renew Energy Cert-Current	ZZZZBS	Other Balance Sheet	Asset
158340	Class 4 Renew Energy Cert-Current	ZZZZBS	Other Balance Sheet	Asset
158350	Green Rate Recs - Current	ZZZZBS	Other Balance Sheet	Asset
158410	Class 1 Renew Energy Cert-Non Current	ZZZZBS	Other Balance Sheet	Asset
158420	Class 2 Renew Energy Cert-Non Current	ZZZZBS	Other Balance Sheet	Asset
163010	Lobby Stock Clearing	ZZZZSC	Stores Clearing	Asset
163020	Stores Expense Clearing	ZZZZSC	Stores Clearing	Asset
163030	Stores Expense Clearing - Central Warehouse	ZZZZSC	Stores Clearing	Asset
164000	LNG - Hopkinton	ZZZZBS	Other Balance Sheet	Asset
164020	LNG - Acushnet	ZZZZBS	Other Balance Sheet	Asset
1642X0	LNG - Waterbury	ZZZZBS	Other Balance Sheet	Asset
165000	Prepaid Other	ZZZZBS	Other Balance Sheet	Asset
165010	Prepayments-Insurance	ZZZZBS	Other Balance Sheet	Asset

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
16501A	Prepd-Company Owned Life Insurance	ZZZZBS	Other Balance Sheet	Asset
165030	Prepaid Interest	ZZZZBS	Other Balance Sheet	Asset
165070	Commercial Paper Interest	ZZZZBS	Other Balance Sheet	Asset
165110	Prepaid Lease Payments NUCLARKs	ZZZZBS	Other Balance Sheet	Asset
165120	Payroll Advances-NTL	ZZZZBS	Other Balance Sheet	Asset
165125	WC Liberty Mutual Deposit	ZZZZBS	Other Balance Sheet	Asset
165130	Prepaid Vision	ZZZZBS	Other Balance Sheet	Asset
165140	Prepaid Revolver Renewal Fees	ZZZZBS	Other Balance Sheet	Asset
165141	Prepaid State Franchise	ZZZZBS	Other Balance Sheet	Asset
165160	Postage - NSTAR	ZZZZBS	Other Balance Sheet	Asset
165170	Prepaid Ins-Shared Vehicle Lease Pro	ZZZZBS	Other Balance Sheet	Asset
165171	Blue Cross - Blue Shield	ZZZZBS	Other Balance Sheet	Asset
165180	Prepaid Software Licenses + Maintenance	ZZZZBS	Other Balance Sheet	Asset
165190	Payroll Benefit Clear	ZZZZBS	Other Balance Sheet	Asset
165195	Prepaid CP Fees Legacy LLC	ZZZZBS	Other Balance Sheet	Asset
165200	Prepaid Revolver fees Legacy LLC	ZZZZBS	Other Balance Sheet	Asset
165260	American Express	ZZZZBS	Other Balance Sheet	Asset
165270	MasterCard - First Chicago	ZZZZBS	Other Balance Sheet	Asset
165300	Union Bonus	ZZZZBS	Other Balance Sheet	Asset
165775	Prepaid Federal Inc Tax	ZZZZBS	Other Balance Sheet	Asset
165800	ISO Prepayments	ZZZZBS	Other Balance Sheet	Asset
165900	Prepaid Property Taxes	ZZZZBS	Other Balance Sheet	Asset
165901	Prepaid Hardware Maintenance	ZZZZBS	Other Balance Sheet	Asset
165905	Prepaid Vehicle Property Tax	ZZZZBS	Other Balance Sheet	Asset
165920	Prepayments-Fed + State Excise Tax	ZZZZBS	Other Balance Sheet	Asset
165950	Prepaid R+D	ZZZZBS	Other Balance Sheet	Asset
165960	Prepaid State Regulatory Assessments	ZZZZBS	Other Balance Sheet	Asset
1659Y0	Prepaid Association Dues	ZZZZBS	Other Balance Sheet	Asset
165AP0	Prepaid Maintenance	ZZZZBS	Other Balance Sheet	Asset
165CA0	Power Broker Fees Prepaid	ZZZZBS	Other Balance Sheet	Asset
165CD0	Unamortized CP Discount	ZZZZBS	Other Balance Sheet	Asset
165CP0	Prepaid Commercial Paper Fees	ZZZZBS	Other Balance Sheet	Asset
165CR0	Prepaid Fee 2011 CL+P Series B	ZZZZBS	Other Balance Sheet	Asset
165Q60	Prepaid Ins 2001 PSNH PCB Series B	ZZZZBS	Other Balance Sheet	Asset
165QA0	Prepaid Ins 2001 PSNH PCB Series A CLP	ZZZZBS	Other Balance Sheet	Asset
165RA0	Prepaid Fee 2011 CL+P Series A	ZZZZBS	Other Balance Sheet	Asset
165RC0	Renewable Energy Cert-Prepaid	ZZZZBS	Other Balance Sheet	Asset
165RW0	Prepaid Revolver Fees	ZZZZBS	Other Balance Sheet	Asset
165UB0	UBH Prepaid	ZZZZBS	Other Balance Sheet	Asset
165VC0	Prepaid Vehicle Costs	ZZZZBS	Other Balance Sheet	Asset
171010	Interest Receivable	ZZZZBS	Other Balance Sheet	Asset
1711A0	ESCO Late Payment Receivables	ZZZZBS	Other Balance Sheet	Asset
172010	Rents Receivable-Oracle Rec	ZZZZBS	Other Balance Sheet	Asset
172011	Customers - Rents Receivable	ZZZZBS	Other Balance Sheet	Asset
172990	Other - Rents Receivable	ZZZZBS	Other Balance Sheet	Asset
173010	Accrued Utility Revenues	ZZZZBS	Other Balance Sheet	Asset
173041	Accrued Util Revenue-C+LM	ZZZZBS	Other Balance Sheet	Asset
173050	Accrued Revenue-RCS	ZZZZBS	Other Balance Sheet	Asset
173700	Accrued Unbilled Transition - BECO	ZZZZBS	Other Balance Sheet	Asset
173710	Accrued Unbilled Transition - Commonwealth	ZZZZBS	Other Balance Sheet	Asset
173720	Accrued Unbilled Transition - Cambridge Elec	ZZZZBS	Other Balance Sheet	Asset
173RR0	RRB Accts Rec Unbilled	ZZZZBS	Other Balance Sheet	Asset
174001	NSTAR Communications Charges	ZZZZBS	Other Balance Sheet	Asset
174002	Debt Expense - Fair Value Adj - NU Acquis of NSTAR	ZZZZBS	Other Balance Sheet	Asset
174130	Delta Dental Deposit	ZZZZBS	Other Balance Sheet	Asset
174881	Gas Expansion Long Term-Disabled	ZZZZBS	Other Balance Sheet	Asset
174970	Accrued Dividends-ESOP	ZZZZBS	Other Balance Sheet	Asset
174990	Misc Current Assets-Other	ZZZZBS	Other Balance Sheet	Asset
174DV0	Accrued Treasury Shares	ZZZZBS	Other Balance Sheet	Asset
174TX0	Asset for Purchased Tax Credits	ZZZZBS	Other Balance Sheet	Asset
175100	Base Recon Adj - CGAC	ZZZZBS	Other Balance Sheet	Asset
175150	Dem Cost Realloc Recon Adjust	ZZZZBS	Other Balance Sheet	Asset

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Account	FERC Description	Level	Description	FERC Hierarchy
175200	Suppl Reconc Adj-CGAC	ZZZZBS	Other Balance Sheet	Asset
175250	Local Distrib Recon Adj LDAC	ZZZZBS	Other Balance Sheet	Asset
175300	Remediation Adj Clause - CGAC	ZZZZBS	Other Balance Sheet	Asset
175350	Revenue Decoupling Def- Peak	ZZZZBS	Other Balance Sheet	Asset
175351	Revenue Decoupling Def- Off Peak	ZZZZBS	Other Balance Sheet	Asset
175400	Peak Gas Working Capital	ZZZZBS	Other Balance Sheet	Asset
175500	Off Peak Gas Working Capital	ZZZZBS	Other Balance Sheet	Asset
175660	Off Peak Bad Debt Costs CGAC	ZZZZBS	Other Balance Sheet	Asset
175670	Off Peak Bad Debt Working Capital CGAC	ZZZZBS	Other Balance Sheet	Asset
175680	Peak Bad Debt Cost CGAC	ZZZZBS	Other Balance Sheet	Asset
175690	Peak Bad Debt Working Capital CGAC	ZZZZBS	Other Balance Sheet	Asset
175750	Balancing Penalty Credit LDAC	ZZZZBS	Other Balance Sheet	Asset
175850	Consultant Expenditures - LDAC	ZZZZBS	Other Balance Sheet	Asset
175851	GSEP Deferral	ZZZZBS	Other Balance Sheet	Asset
175950	RAAC Deferral Derivative Asset	ZZZZBS	Other Balance Sheet	Asset
175951	RAAC Deferral	ZZZZBS	Other Balance Sheet	Asset
175LT0	LT Derivative Assets	ZZZZBS	Other Balance Sheet	Asset
175ST0	ST Derivative Asset	ZZZZBS	Other Balance Sheet	Asset
181001	Debt Expense - Fair Value Adjustment - NU Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Asset
181010	Debt Expense - Fair Value Adj Merger	ZZZZBS	Other Balance Sheet	Asset
181019	NSTE 2014 300M Debent Due03-2044-E	ZZZZBS	Other Balance Sheet	Asset
181025	Debt Issuance Costs 2010	ZZZZBS	Other Balance Sheet	Asset
181070	YG 8.48% 1992 SerB Due03-2022-E	ZZZZBS	Other Balance Sheet	Asset
181071	5.75% 2036 Debentures Issue Exp	ZZZZBS	Other Balance Sheet	Asset
181075	5.625% 2017 Debentures Issue Exp	ZZZZBS	Other Balance Sheet	Asset
181076	5.5% 2040 Debentures Issue Exp	ZZZZBS	Other Balance Sheet	Asset
181080	Debt Exp - Series M	ZZZZBS	Other Balance Sheet	Asset
181090	Debt Exp -Series K	ZZZZBS	Other Balance Sheet	Asset
181092	2.375% 2022 Debentures Issuance Expense	ZZZZBS	Other Balance Sheet	Asset
181093	NSTE 2013 200M Debent Due11-2016-E	ZZZZBS	Other Balance Sheet	Asset
181101	Debt Exp - Series N	ZZZZBS	Other Balance Sheet	Asset
181120	Debt Exp - Series J	ZZZZBS	Other Balance Sheet	Asset
181160	Debt Exp Unamort - Series E	ZZZZBS	Other Balance Sheet	Asset
1811A0	2007 CL+P \$300M FMB Debt Issue Exp	ZZZZBS	Other Balance Sheet	Asset
1811B0	2007 2 CL+P Debt Issuance Expenses	ZZZZBS	Other Balance Sheet	Asset
1811C0	CL+P 5.65% 2008 SerA Due05-2018-E	ZZZZBS	Other Balance Sheet	Asset
1811E0	CL+P 5.50% 2009 SerA Due02-2019-E	ZZZZBS	Other Balance Sheet	Asset
181210	4.875% 2012 Debent Issue Exp	ZZZZBS	Other Balance Sheet	Asset
181220	4.875% 2014 Debent Issue Exp	ZZZZBS	Other Balance Sheet	Asset
181330	Deferred Expenses - Credit Line	ZZZZBS	Other Balance Sheet	Asset
181510	Revolver Expenses	ZZZZBS	Other Balance Sheet	Asset
181611	DPU Financing Plan 2012-2013	ZZZZBS	Other Balance Sheet	Asset
1816A0	PSNH 6.15% 2007 SerN Due09-2017-E	ZZZZBS	Other Balance Sheet	Asset
1816D0	CL+P 7.875% 1994 SerD Due10-2024-E	ZZZZBS	Other Balance Sheet	Asset
1816E0	CL+P 1.55% PCRB1996 SerADue5-2031-E	ZZZZBS	Other Balance Sheet	Asset
181700	Unamortized Debt - Issuance Costs	ZZZZBS	Other Balance Sheet	Asset
181701	Class A-4 Notes Issuance Costs	ZZZZBS	Other Balance Sheet	Asset
181A10	WMECO 5.10% 2010 SerE Due03-2020-E	ZZZZBS	Other Balance Sheet	Asset
181BE0	Unamortized Debt Exp 2017 NSTAR Elec	ZZZZBS	Other Balance Sheet	Asset
181BH0	Unamortized Debt Exp 2017 Series N YG	ZZZZBS	Other Balance Sheet	Asset
181C10	Unamortized Debt Exp CL+P 93 Ser A Fi	ZZZZBS	Other Balance Sheet	Asset
181C20	Unamortized Debt Exp CL+P 93 Ser B Fix	ZZZZBS	Other Balance Sheet	Asset
181C60	Unamortized Debt Exp CL+P 86 Ser Fixed	ZZZZBS	Other Balance Sheet	Asset
181CA0	CL+P 4.375% PCRB2011SerADue9-2028-E	ZZZZBS	Other Balance Sheet	Asset
181CD0	Unamrt Exp 04 \$280M Ser A + B Bnds	ZZZZBS	Other Balance Sheet	Asset
181CL0	Unamortized Debt Exp CL+P 88 Ser Fixed	ZZZZBS	Other Balance Sheet	Asset
181CP0	CL+P 2005 \$200M Bond-Series A + B	ZZZZBS	Other Balance Sheet	Asset
181CR0	2011 CL+P Debt Issuance Exp	ZZZZBS	Other Balance Sheet	Asset
181CT0	CL+P 6.35% 2006 SerA Due06-2036-E	ZZZZBS	Other Balance Sheet	Asset
181CV0	PSNH 4.5% 2009 SerP Due12-2019-E	ZZZZBS	Other Balance Sheet	Asset
181CX0	Unamortized Debt Exp CL+P 92 Ser A Fix	ZZZZBS	Other Balance Sheet	Asset

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181EE0	NUP 1.45% SerE2013SrNte Due5-2018-E	ZZZZBS	Other Balance Sheet	Asset
181FF0	NUP 2.8% SerF 2013SrNte Due5-2023-E	ZZZZBS	Other Balance Sheet	Asset
181K00	Unamort Debt Issuance Exp EP 2017 Series K	ZZZZBS	Other Balance Sheet	Asset
181L00	Unamort Issue Expense 2017 EP Series L	ZZZZBS	Other Balance Sheet	Asset
181M00	2017 PSNH Debt Issuance Exp	ZZZZBS	Other Balance Sheet	Asset
181M01	WMECO 3.88% 2013 SerG Due11-2023-E	ZZZZBS	Other Balance Sheet	Asset
181M02	Unamort Debt Expense 2015 WMECO	ZZZZBS	Other Balance Sheet	Asset
181M03	Unamort Debt Exp WMECO 2016	ZZZZBS	Other Balance Sheet	Asset
181N00	Unamrt Exp 2 7.25% 10-Yr \$263M Note	ZZZZBS	Other Balance Sheet	Asset
181N01	PSNH Series D Fixed PCRB Bond	ZZZZBS	Other Balance Sheet	Asset
181N02	PSNH Series E Fixed PCRB Bond	ZZZZBS	Other Balance Sheet	Asset
181N03	PSNH 6.00% 2008 SerO Due05-2018-E	ZZZZBS	Other Balance Sheet	Asset
181N04	2008 NU Debt Issuance Expenses	ZZZZBS	Other Balance Sheet	Asset
181N05	PSNH 3.2% 2011 SerR Due09-2021-E	ZZZZBS	Other Balance Sheet	Asset
181N06	PSNH 4.05% 2011 SerQ Due06-2021-E	ZZZZBS	Other Balance Sheet	Asset
181N07	2015 NG Debt Issuance Expense	ZZZZBS	Other Balance Sheet	Asset
181N08	2015 NE Debt Issuance Exp	ZZZZBS	Other Balance Sheet	Asset
181N09	Unamort Debt Issuance Exp NE 2016	ZZZZBS	Other Balance Sheet	Asset
181P00	Unamrt Exp 04 5.25% 10Yr \$50M Ser L	ZZZZBS	Other Balance Sheet	Asset
181P01	PSNH 5.60% 2005 SerM Due10-2035-E	ZZZZBS	Other Balance Sheet	Asset
181P02	2012 Q1 Parent Debt Issuance Exp	ZZZZBS	Other Balance Sheet	Asset
181P03	2017 Issuance Exp- PSNH Securitization	ZZZZBS	Other Balance Sheet	Asset
181Q00	PSNH 4.75% PCRB2001SerBDue05-2021-E	ZZZZBS	Other Balance Sheet	Asset
181Q01	PSNH 2001 AuctSerAPCRB Due05-2021-E	ZZZZBS	Other Balance Sheet	Asset
181Q02	Unamrt Exp 01 Poltn Cntrl Bnds C	ZZZZBS	Other Balance Sheet	Asset
181R00	2008 PCRB - PSNH Debt Expenses	ZZZZBS	Other Balance Sheet	Asset
181S00	PSNH 3.5% 2013 SerS Due11-2023-E	ZZZZBS	Other Balance Sheet	Asset
181TA0	CL+P 2.50% 2013 SerA Due11-2023-E	ZZZZBS	Other Balance Sheet	Asset
181TB0	CL+P Issued\$250M SerADue4-15-2044-E	ZZZZBS	Other Balance Sheet	Asset
181TC0	CL+P \$300M SerA Due06-2045-E	ZZZZBS	Other Balance Sheet	Asset
181TD0	Uamort Debt Iss Exp CLP 2017 Ser A	ZZZZBS	Other Balance Sheet	Asset
181TF0	NUP 3.15% SerH 2015SrNteDue1-2025-E	ZZZZBS	Other Balance Sheet	Asset
181TG0	NUP 1.6% SerG 2015SrNte Due1-2018-E	ZZZZBS	Other Balance Sheet	Asset
181TH0	Unamort Debt Iss Exp EP 2016 Ser J	ZZZZBS	Other Balance Sheet	Asset
181TI0	Unamort Debt Iss Exp EP 2016 Ser I	ZZZZBS	Other Balance Sheet	Asset
181TY0	YG 4.82% 2014\$100M SerL Due01-2044-E	ZZZZBS	Other Balance Sheet	Asset
181TZ0	2015 YG Debt Issuance Expense	ZZZZBS	Other Balance Sheet	Asset
181W00	2012 Q3 WMECO Debt Issuance Exp	ZZZZBS	Other Balance Sheet	Asset
181WA0	WMECO3.5% SrNte2011 SerFDue9-2021-E	ZZZZBS	Other Balance Sheet	Asset
181WB0	WMECO 6.7% 2007 SerD Due08-2037-E	ZZZZBS	Other Balance Sheet	Asset
181WC0	WMECO 2005 LTD Financing	ZZZZBS	Other Balance Sheet	Asset
181WF0	WMECO5.9% SrNte2004 SerBDue9-2034-E	ZZZZBS	Other Balance Sheet	Asset
181WL0	Unamort Debt Exp Wm93 Series A Fixed	ZZZZBS	Other Balance Sheet	Asset
181WM0	Unamrt Exp 03 5% 10-Yr \$55M Sr Nte	ZZZZBS	Other Balance Sheet	Asset
181Y00	YG 5.26% 2004 SerH Due11-2019-E	ZZZZBS	Other Balance Sheet	Asset
181Y01	Unamrt Exp 04 4.8% 10-Yr \$75M Ser G	ZZZZBS	Other Balance Sheet	Asset
181Y02	YG 5.35% 2005 SerI Due07-2035-E	ZZZZBS	Other Balance Sheet	Asset
181Y03	YG 6.9% 2008 SerJ Due10-2018-E	ZZZZBS	Other Balance Sheet	Asset
181Y04	YG 2010 SerK Due04-2020-E	ZZZZBS	Other Balance Sheet	Asset
181Y05	2011 YG Debt Issuance Exp	ZZZZBS	Other Balance Sheet	Asset
182001	Reg Assets - Fair Value Adjustments	ZZZZBS	Other Balance Sheet	Asset
182010	Rate Design Adj-Trans Chg-BECO	ZZZZBS	Other Balance Sheet	Asset
182020	Rate Design Adj-Trans Chg-Commonwealth	ZZZZBS	Other Balance Sheet	Asset
182030	Rate Design Adj-Trans Chg-Cambridge Elec	ZZZZBS	Other Balance Sheet	Asset
182120	Seasonal Gas Costs - Under Collection	ZZZZBS	Other Balance Sheet	Asset
182130	Deferred O+M Costs	ZZZZBS	Other Balance Sheet	Asset
182140	Deferred O+M Reg Asset Contra 182130	ZZZZBS	Other Balance Sheet	Asset
182210	NRG Station Service Receivable	ZZZZBS	Other Balance Sheet	Asset
182220	Dominion Station Service Receivable	ZZZZBS	Other Balance Sheet	Asset
1822P0	Unrecovered Costs - MP1 Fuel	ZZZZBS	Other Balance Sheet	Asset
1822R0	Unrecovered Costs - MP1 M+S	ZZZZBS	Other Balance Sheet	Asset
1822T0	Unrecovered Costs - MP1 Depr Plant	ZZZZBS	Other Balance Sheet	Asset

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Account	FERC Description	Level	Description	FERC Hierarchy
182301	NSTAR Green Costs	ZZZZBS	Other Balance Sheet	Asset
182302	Regulatory Asset - ARO	ZZZZBS	Other Balance Sheet	Asset
182303	AG Consultant Expenses	ZZZZBS	Other Balance Sheet	Asset
182304	Deferred Storm Costs	ZZZZBS	Other Balance Sheet	Asset
182306	Storm Cost Recovery	ZZZZBS	Other Balance Sheet	Asset
182307	Reg Asset - NEA Buyout	ZZZZBS	Other Balance Sheet	Asset
182308	Deferred LTRCA	ZZZZBS	Other Balance Sheet	Asset
182310	RTO Start Up Cost	ZZZZBS	Other Balance Sheet	Asset
182311	Regulatory Asset-Prepaid Pension	ZZZZBS	Other Balance Sheet	Asset
182314	Dist Asbestos Rem Reg Asset	ZZZZBS	Other Balance Sheet	Asset
182315	Deferred PSNH NHPUC Assessment	ZZZZBS	Other Balance Sheet	Asset
182322	Mitigation Incentive Timing - DPU 05-89	ZZZZBS	Other Balance Sheet	Asset
182325	Goodwill	ZZZZBS	Other Balance Sheet	Asset
182326	Goodwill - Deferred Taxes	ZZZZBS	Other Balance Sheet	Asset
182327	Reg Asset - Goodwill - Fair Value Adj - NU Acquisition	ZZZZBS	Other Balance Sheet	Asset
182328	Reg Asset - Goodwill - Deferred Tax - Fair Value Adj - NU Acquisition	ZZZZBS	Other Balance Sheet	Asset
182333	Disallowed AFUDC Regulatory Asset	ZZZZBS	Other Balance Sheet	Asset
182340	Conn Yankee Regulatory Asset	ZZZZBS	Other Balance Sheet	Asset
182345	Maine Yankee Regulatory Asset	ZZZZBS	Other Balance Sheet	Asset
182355	Derivative Above Mkt Cost - Reg Asset	ZZZZBS	Other Balance Sheet	Asset
182356	Derivative Above Mkt Cost - Reg Asset - Current	ZZZZBS	Other Balance Sheet	Asset
182365	Deferred CPSL Program Costs	ZZZZBS	Other Balance Sheet	Asset
182368	Circuit Performance Incentive	ZZZZBS	Other Balance Sheet	Asset
182371	Deferred Net Metering Costs	ZZZZBS	Other Balance Sheet	Asset
182372	Deferred Smart Grid - Dynamic Pricing	ZZZZBS	Other Balance Sheet	Asset
182373	Deferred Smart Grid - DA + UGM	ZZZZBS	Other Balance Sheet	Asset
182381	Securitization - BEC Funding II	ZZZZBS	Other Balance Sheet	Asset
182382	Securitization - CEC Funding	ZZZZBS	Other Balance Sheet	Asset
182385	Fuel Litigation Costs	ZZZZBS	Other Balance Sheet	Asset
182391	Cust Disct - BEC Funding II	ZZZZBS	Other Balance Sheet	Asset
182392	Cust Disct - CEC Funding	ZZZZBS	Other Balance Sheet	Asset
1823F0	Low-Income Discount Recovery	ZZZZBS	Other Balance Sheet	Asset
1823H0	Other Reg Assets FAS158 - Pensions	ZZZZBS	Other Balance Sheet	Asset
1823H1	Other Reg Assets FAS158 - Pen NSTAR Legacy	ZZZZBS	Other Balance Sheet	Asset
1823J0	Other Reg Assets FAS158 - SERP	ZZZZBS	Other Balance Sheet	Asset
1823K0	Other Reg Assets FAS158 - OPEB	ZZZZBS	Other Balance Sheet	Asset
1823K1	Other Reg Assets FAS158 - OPEB - NSTAR Legacy	ZZZZBS	Other Balance Sheet	Asset
1823M0	Other Reg Assets - Medvantage APBO	ZZZZBS	Other Balance Sheet	Asset
1823M1	Medvantage AOCI	ZZZZBS	Other Balance Sheet	Asset
1823X0	Seabrook Over-Market	ZZZZBS	Other Balance Sheet	Asset
1823Z0	Other Reg Asset-Non-SERP Cumultv Adj	ZZZZBS	Other Balance Sheet	Asset
182480	Yankee Atomic Regulatory Asset	ZZZZBS	Other Balance Sheet	Asset
182500	Postretirement Costs Reg Asset	ZZZZBS	Other Balance Sheet	Asset
182540	C+LM Deferral	ZZZZBS	Other Balance Sheet	Asset
182541	FASB 109 Regulatory Asset - NSTAR	ZZZZBS	Other Balance Sheet	Asset
182545	FASB 109 Regulatory Asset - NSTAR (CEL)	ZZZZBS	Other Balance Sheet	Asset
182612	Pension PBOP Deferral Elect	ZZZZBS	Other Balance Sheet	Asset
182613	Pension PBOP Carrying Charge Elect	ZZZZBS	Other Balance Sheet	Asset
182614	PAM Sales Differential Elect	ZZZZBS	Other Balance Sheet	Asset
182615	Medicare Credit Tax Impact	ZZZZBS	Other Balance Sheet	Asset
182770	Reg Asset - NSTAR Other	ZZZZBS	Other Balance Sheet	Asset
182805	Deferred Transition Rev BECO	ZZZZBS	Other Balance Sheet	Asset
182810	Deferred Transition Rev Commonwealth	ZZZZBS	Other Balance Sheet	Asset
182815	Deferred Transition Rev Cambridge Elec	ZZZZBS	Other Balance Sheet	Asset
182873	Deferred Basic Service	ZZZZBS	Other Balance Sheet	Asset
182874	Deferred Transmission Revenues	ZZZZBS	Other Balance Sheet	Asset
182877	RAAC Deferral Reg Asset	ZZZZBS	Other Balance Sheet	Asset
182878	Deferred NSTAR Green	ZZZZBS	Other Balance Sheet	Asset
182950	Pension Reg Asset Exp Rates	ZZZZBS	Other Balance Sheet	Asset
182980	Regulatory Asset - CY -YA	ZZZZBS	Other Balance Sheet	Asset

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182990	Misc Reg Asset	ZZZZBS	Other Balance Sheet	Asset
182A10	ARC Flash Reg Asset Contra 182AR0	ZZZZBS	Other Balance Sheet	Asset
182A20	C2 System Reg Asset Contra 182C30	ZZZZBS	Other Balance Sheet	Asset
182A30	AB Chance Reg Asset Contra 182CH0	ZZZZBS	Other Balance Sheet	Asset
182AB0	IPP Buyout-Ashuelot Hydro	ZZZZBS	Other Balance Sheet	Asset
182AC0	IPP Buyout-Avery Dam	ZZZZBS	Other Balance Sheet	Asset
182AG0	Attorney General Cost Tracker	ZZZZBS	Other Balance Sheet	Asset
182AH0	MP1 Unrecov Interest-Prior Retail	ZZZZBS	Other Balance Sheet	Asset
182AK0	MP1 Unrecov Interest-Prior CMEEC	ZZZZBS	Other Balance Sheet	Asset
182AL0	MP2 Unrecov Interest-Prior Retail	ZZZZBS	Other Balance Sheet	Asset
182AN0	MP2 Unrecov Interest-Prior CMEEC	ZZZZBS	Other Balance Sheet	Asset
182AP0	MP1 Unrecov Cost-Retail	ZZZZBS	Other Balance Sheet	Asset
182AR0	Deferred ARC Flash Initiatives Costs	ZZZZBS	Other Balance Sheet	Asset
182AT0	Reg Asset MP1 Unrecov Cost-CMEEC	ZZZZBS	Other Balance Sheet	Asset
182AW0	MP2 Unrecov Cost-Retail	ZZZZBS	Other Balance Sheet	Asset
182AY0	IPP Buyout-Lower Robertson Dam	ZZZZBS	Other Balance Sheet	Asset
182B10	IPP Buyout-Bell Mill River Street	ZZZZBS	Other Balance Sheet	Asset
182B40	IPP Buyout-Greggs Falls	ZZZZBS	Other Balance Sheet	Asset
182B60	IPP Buyout-Lochmere Dam	ZZZZBS	Other Balance Sheet	Asset
182B90	IPP Buyout-Pembroke Hydro	ZZZZBS	Other Balance Sheet	Asset
182BA0	Reg Asset MP2 Unrecov Cost-CMEEC	ZZZZBS	Other Balance Sheet	Asset
182BB0	MP1 Rcvrd Prior Per Sp Fuel Retail	ZZZZBS	Other Balance Sheet	Asset
182BD0	MP1 Rcvrd Prior Per Sp Fuel CMEEC	ZZZZBS	Other Balance Sheet	Asset
182BE0	MP2 Rcvrd Prior Per Sp Fuel Retail	ZZZZBS	Other Balance Sheet	Asset
182BH0	MP2 Rcvrd Prior Per Sp Fuel CMEEC	ZZZZBS	Other Balance Sheet	Asset
182BM0	Unrecovered Contr Oblig-MY	ZZZZBS	Other Balance Sheet	Asset
182BP0	Reg Asset - Boiler + Furnace Rep	ZZZZBS	Other Balance Sheet	Asset
182BW0	Unrecovered Contr Oblig-YAEC	ZZZZBS	Other Balance Sheet	Asset
182BY0	Unrecovered Contr Oblig-CY	ZZZZBS	Other Balance Sheet	Asset
182C30	Deferred CSI Project Costs	ZZZZBS	Other Balance Sheet	Asset
182CB0	Deferral GSC FMCC	ZZZZBS	Other Balance Sheet	Asset
182CD0	Capital Projects Tracker	ZZZZBS	Other Balance Sheet	Asset
182CH0	Deferred AB Change Cutout Repl Costs	ZZZZBS	Other Balance Sheet	Asset
182CS0	To Defer C2 O+M Exp Per 07-07-01	ZZZZBS	Other Balance Sheet	Asset
182DC0	Reg Asset Revenue Decoupling	ZZZZBS	Other Balance Sheet	Asset
182DK0	FASB 109 Regulatory Asset	ZZZZBS	Other Balance Sheet	Asset
182DN0	NHBPT FAS 109 Delivery Reg Asset	ZZZZBS	Other Balance Sheet	Asset
182DT0	Fair Value Adj - Goodwill Deferred Tax	ZZZZBS	Other Balance Sheet	Asset
182EC0	Recoverable Environmental Cleanup	ZZZZBS	Other Balance Sheet	Asset
182ED0	Environmental Litigation	ZZZZBS	Other Balance Sheet	Asset
182EH0	Reg Asset FV Derivative Contracts	ZZZZBS	Other Balance Sheet	Asset
182EL0	Deferred Environ Remed Costs De- 09-035	ZZZZBS	Other Balance Sheet	Asset
182EN0	Post Retirement Benefits - FAS106	ZZZZBS	Other Balance Sheet	Asset
182EVO	Deferred Environ Remed Costs De 06-028	ZZZZBS	Other Balance Sheet	Asset
182FD0	IPP Buyout-Fiske Hydro Inc	ZZZZBS	Other Balance Sheet	Asset
182FR0	Farm Credit Reg Asset	ZZZZBS	Other Balance Sheet	Asset
182FV0	Fair Value Adj - Acquisition of NSTAR Reg Asset	ZZZZBS	Other Balance Sheet	Asset
182GCO	Reg Asset Gas Supply Pking Con Mtm	ZZZZBS	Other Balance Sheet	Asset
182GE0	Reg Asset - Yg System Expansion	ZZZZBS	Other Balance Sheet	Asset
182GRO	NH Renewable Energy Ser Grn Rate Adv Pro	ZZZZBS	Other Balance Sheet	Asset
182GW0	Fair Value Adj - Goodwill Acquisition	ZZZZBS	Other Balance Sheet	Asset
182HM0	Hardship Forgiveness MPP	ZZZZBS	Other Balance Sheet	Asset
182HQ0	Regulatory Asset - Pre - Cod Expenses	ZZZZBS	Other Balance Sheet	Asset
182HS0	Facility Divestitures	ZZZZBS	Other Balance Sheet	Asset
182HW0	Write-Off Hardship Customers	ZZZZBS	Other Balance Sheet	Asset
182KDO	F109 Regulatory Asset-Other	ZZZZBS	Other Balance Sheet	Asset
182KE0	Contract For Diff-Docket No 050714Ph02	ZZZZBS	Other Balance Sheet	Asset
182KTO	F109 Reg Asset-Former T Flow Thru	ZZZZBS	Other Balance Sheet	Asset
182LBR	Deferred Lost Base Revenues	ZZZZBS	Other Balance Sheet	Asset
182LCO	Deferred GET on Late Charges	ZZZZBS	Other Balance Sheet	Asset
182LNO	Fair Value Lisbon IPP Contract	ZZZZBS	Other Balance Sheet	Asset
182LRO	Long Term Renew Contract	ZZZZBS	Other Balance Sheet	Asset

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Account	FERC Description	Level	Description	FERC Hierarchy
182MA0	Manhole Inspect Costs	ZZZZBS	Other Balance Sheet	Asset
182MCO	Deferred Medicare Tax Asset	ZZZZBS	Other Balance Sheet	Asset
182MGO	Reg Asset Mgt Litigation	ZZZZBS	Other Balance Sheet	Asset
182MGR	Approved Merger Costs	ZZZZBS	Other Balance Sheet	Asset
182MY0	Unrecovered Contractual Obligation - ME Yankee	ZZZZBS	Other Balance Sheet	Asset
182NH1	Forward NH Plan	ZZZZBS	Other Balance Sheet	Asset
182NH2	Forward New Hampshire Fund-FNHF	ZZZZBS	Other Balance Sheet	Asset
182NMO	Net Metering Deferral	ZZZZBS	Other Balance Sheet	Asset
182NS0	NUstart Program Deferred Expense	ZZZZBS	Other Balance Sheet	Asset
182NWO	FAS109 Other CTA	ZZZZBS	Other Balance Sheet	Asset
182P20	SCRC Regulatory Asset	ZZZZBS	Other Balance Sheet	Asset
182P30	ES Regulatory Asset	ZZZZBS	Other Balance Sheet	Asset
182P40	Contra MK Scrubber Incl in 182P30	ZZZZBS	Other Balance Sheet	Asset
182P90	PSNH Gain Bio-Energy IPP	ZZZZBS	Other Balance Sheet	Asset
182PA0	Firm Gas Costs Undercoll	ZZZZBS	Other Balance Sheet	Asset
182PH0	IPP Buyout-Pittsfield Hydropower Co	ZZZZBS	Other Balance Sheet	Asset
182PP0	Reg Asset Pension PBOP Tracker Mech	ZZZZBS	Other Balance Sheet	Asset
182PT0	Property Tax Deferred - LNG Tank	ZZZZBS	Other Balance Sheet	Asset
182R30	Deferred CL+P Rate Case Expense	ZZZZBS	Other Balance Sheet	Asset
182RDO	Reg Asset Rate CAP Deferral	ZZZZBS	Other Balance Sheet	Asset
182RGO	RGGI Regulatory Asset Deferral	ZZZZBS	Other Balance Sheet	Asset
182RP0	Reg Asset- Deferred REP	ZZZZBS	Other Balance Sheet	Asset
182RS0	Contra 182RU0	ZZZZBS	Other Balance Sheet	Asset
182RU0	Approv Def Radio Syst Upgrade	ZZZZBS	Other Balance Sheet	Asset
182RX0	WMECO Rate Case Exp Reg Asset	ZZZZBS	Other Balance Sheet	Asset
182RY0	YG Dfrd Exp Rate Case 06-12-02PH01	ZZZZBS	Other Balance Sheet	Asset
182S10	Securitized Reg Assets Account	ZZZZBS	Other Balance Sheet	Asset
182SCO	MP3 Stranded Cost Recov As Securitized	ZZZZBS	Other Balance Sheet	Asset
182SE0	Contra 182STO - Equity Return Storms	ZZZZBS	Other Balance Sheet	Asset
182SK0	Reg Asset Default Service	ZZZZBS	Other Balance Sheet	Asset
182SL0	Default Service Adder Rate True-Up	ZZZZBS	Other Balance Sheet	Asset
182SO0	Calc of WMECO Solar Deferral	ZZZZBS	Other Balance Sheet	Asset
182SP0	Pre-Staging Storm Costs	ZZZZBS	Other Balance Sheet	Asset
182SQ0	Approved Storm Costs	ZZZZBS	Other Balance Sheet	Asset
182SQ1	Approved Storm Fund	ZZZZBS	Other Balance Sheet	Asset
182ST0	Reg Asset Storm Reserve	ZZZZBS	Other Balance Sheet	Asset
182SU0	Contra 182STO - Storm Reserve	ZZZZBS	Other Balance Sheet	Asset
182SV0	Contra 182STO Storm Reserve	ZZZZBS	Other Balance Sheet	Asset
182TC0	TCAM Deferral	ZZZZBS	Other Balance Sheet	Asset
182TD0	Return on Storm Insur	ZZZZBS	Other Balance Sheet	Asset
182TR0	Coal Tar Remediation	ZZZZBS	Other Balance Sheet	Asset
182TT0	Retail Transmission Tracker	ZZZZBS	Other Balance Sheet	Asset
182TX1	Deferred Repair Tax Ded	ZZZZBS	Other Balance Sheet	Asset
182TX2	Deferred AC 282 Adj	ZZZZBS	Other Balance Sheet	Asset
182UC0	Reg Asset Uncoll T-Up Basic Service	ZZZZBS	Other Balance Sheet	Asset
182WRO	IPP Buyout-Woodsville Rochester	ZZZZBS	Other Balance Sheet	Asset
182X0X	CY YA Variance For 253 s ICP	ZZZZBS	Other Balance Sheet	Asset
182YCO	Deferral of YGS Conservation	ZZZZBS	Other Balance Sheet	Asset
183010	Preliminary Survey and Investigation	ZZZZBS	Other Balance Sheet	Asset
183011	Prelim Survey + Invest	ZZZZBS	Other Balance Sheet	Asset
183SLR	Prelim Survey and Inv - Solar	ZZZZBS	Other Balance Sheet	Asset
184010	Transp + Power-Op Equip Clearing	ZZZZFC	Fleet Clearing	Asset
184050	Joint Line Billing	ZZZZBS	Other Balance Sheet	Asset
184110	Joint Line Billing - Independa	ZZZZBS	Other Balance Sheet	Asset
184800	Customer Accounts Rec Clearing	ZZZZBS	Other Balance Sheet	Asset
184820	Customer Deposit Refund Clearing	ZZZZBS	Other Balance Sheet	Asset
184830	Clear Bank Adj	ZZZZBS	Other Balance Sheet	Asset
184850	Cash Corrections- Clearing	ZZZZBS	Other Balance Sheet	Asset
184900	Protested Checks Clearing	ZZZZBS	Other Balance Sheet	Asset
184915	Oracle to PP Suspense Items	ZZZZBS	Other Balance Sheet	Asset
184920	Default Clearing - Amount Limit	ZZZZES	Engineering and Supervision	Asset
1840B0	General Ledger OOB	ZZZZBS	Other Balance Sheet	Asset

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
1845L0	Shared Lease Admin Clearing	ZZZZBS	Other Balance Sheet	Asset
185010	Temporary Service	ZZZZBS	Other Balance Sheet	Asset
186000	Misc Deferred Debits	ZZZZBS	Other Balance Sheet	Asset
186007	Pilgrim 23KV Study For Entergy	ZZZZBS	Other Balance Sheet	Asset
186008	Deferred Lease Syndication Costs	ZZZZBS	Other Balance Sheet	Asset
186009	Net Metering Administrator Costs	ZZZZBS	Other Balance Sheet	Asset
186010	Miscellaneous Work in Progress	ZZZZBS	Other Balance Sheet	Asset
186013	Warranty Work - HICO Transformer	ZZZZBS	Other Balance Sheet	Asset
186020	Payroll Advances	ZZZZBS	Other Balance Sheet	Asset
186021	Inventory Replacement Costs	ZZZZBS	Other Balance Sheet	Asset
186024	Goodwill - NU Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Asset
186026	Mystic Station-cable repair	ZZZZBS	Other Balance Sheet	Asset
186039	Pilgrim Post Trip Study	ZZZZBS	Other Balance Sheet	Asset
186050	Interim Alloc-Police + Pav	ZZZZBS	Other Balance Sheet	Asset
186062	MATEP Interconnection study	ZZZZBS	Other Balance Sheet	Asset
186067	Medway-QP444	ZZZZBS	Other Balance Sheet	Asset
186068	Edgar-QP445	ZZZZBS	Other Balance Sheet	Asset
186069	Watson3-QP438	ZZZZBS	Other Balance Sheet	Asset
186071	Hawkes Meadow-QP439	ZZZZBS	Other Balance Sheet	Asset
186072	Canal3-QP449	ZZZZBS	Other Balance Sheet	Asset
186081	Environmental Response Costs	ZZZZBS	Other Balance Sheet	Asset
186085	Amtrak Feasibility Study	ZZZZBS	Other Balance Sheet	Asset
186099	Intra- Company Netting	ZZZZBS	Other Balance Sheet	Asset
186112	Discount on Transition Property	ZZZZBS	Other Balance Sheet	Asset
186120	Sithe Def Chgs Jets	ZZZZBS	Other Balance Sheet	Asset
186141	Advice of Debit Items	ZZZZBS	Other Balance Sheet	Asset
186145	Environmental Reserve	ZZZZBS	Other Balance Sheet	Asset
186160	Fitness Center Activities	ZZZZBS	Other Balance Sheet	Asset
186200	UG Fiber Construction	ZZZZBS	Other Balance Sheet	Asset
186210	OH Fiber Construction	ZZZZBS	Other Balance Sheet	Asset
186220	Other Fiber Costs	ZZZZBS	Other Balance Sheet	Asset
186230	Fiber Work Csh Received	ZZZZBS	Other Balance Sheet	Asset
186261	Purchase Acct - PBOP	ZZZZBS	Other Balance Sheet	Asset
186270	Deferred CGAC Bad Debt Costs	ZZZZBS	Other Balance Sheet	Asset
186290	Interim Alloc - Misc Dist Exp and Small Tools Disabled	ZZZZBS	Other Balance Sheet	Asset
186310	Fiber Optic Maintenance	ZZZZBS	Other Balance Sheet	Asset
186320	Butler Rd Boston Relocation	ZZZZBS	Other Balance Sheet	Asset
186321	Billing Work-Progress	ZZZZBS	Other Balance Sheet	Asset
186355	SFAS 133 Regulatory Asset	ZZZZBS	Other Balance Sheet	Asset
186356	SFAS 133 Asset	ZZZZBS	Other Balance Sheet	Asset
186357	SFAS 133 Regulatory Asset - Current	ZZZZBS	Other Balance Sheet	Asset
186401	Other Investments - Mass Development	ZZZZBS	Other Balance Sheet	Asset
186405	Smart Metering	ZZZZBS	Other Balance Sheet	Asset
186406	Distribution Automation	ZZZZBS	Other Balance Sheet	Asset
186407	Smart Grid - Urban Grid Monitoring	ZZZZBS	Other Balance Sheet	Asset
186430	Storm Reserve Trans Distr	ZZZZBS	Other Balance Sheet	Asset
186431	Def Charges To Expense	ZZZZBS	Other Balance Sheet	Asset
186433	Norwood Interconnection - NSTAR	ZZZZBS	Other Balance Sheet	Asset
186434	Envir Cost re Facility Closures	ZZZZBS	Other Balance Sheet	Asset
186435	Offset Impairment Reserve	ZZZZBS	Other Balance Sheet	Asset
186440	Storm Reserve Tran Dis Contra 18643	ZZZZBS	Other Balance Sheet	Asset
186460	WC PL Ins Recover	ZZZZBS	Other Balance Sheet	Asset
1864N0	Tax Liability For Non-Cash Cont N-R	ZZZZBS	Other Balance Sheet	Asset
1864T0	CIAC Gross-Up of Taxes Refundable	ZZZZBS	Other Balance Sheet	Asset
1864W0	CIAC Gross-Up Tax Non-Refundable	ZZZZBS	Other Balance Sheet	Asset
1864X0	Co-Gen Intercon Tx-Gross-Up-Billed	ZZZZBS	Other Balance Sheet	Asset
1864Y0	Cogenincon Tx-Grs-Up-Clted-Com-	ZZZZBS	Other Balance Sheet	Asset
186510	Outside Company Storm Work	ZZZZBS	Other Balance Sheet	Asset
186511	Cape Wind Transmission System Impact Study	ZZZZBS	Other Balance Sheet	Asset
18651X	Deferred Funding Rabbi Trust NUSCO ICP	ZZZZBS	Other Balance Sheet	Asset
1865Y0	Spent Fuel Trust Doe Difference	ZZZZBS	Other Balance Sheet	Asset
186612	Pension PBOP Deferral Gas	ZZZZBS	Other Balance Sheet	Asset

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
186613	Deferred Pension+PBOP Carrying Charge Elect	ZZZZBS	Other Balance Sheet	Asset
186614	Pam Sales Differential Gas	ZZZZBS	Other Balance Sheet	Asset
186615	Deferred Medicare Credit Tax Impact	ZZZZBS	Other Balance Sheet	Asset
186670	Regulatory Commission Expense	ZZZZBS	Other Balance Sheet	Asset
186760	HEEC Reserve Channel Analysis	ZZZZBS	Other Balance Sheet	Asset
186771	MATEP Distribution Facilities	ZZZZBS	Other Balance Sheet	Asset
186780	Def Basic Serv Bad Debt Costs	ZZZZBS	Other Balance Sheet	Asset
186840	MWRA temporary generation Disabled	ZZZZBS	Other Balance Sheet	Asset
186880	Gas Expansion Long Term	ZZZZBS	Other Balance Sheet	Asset
186881	Gas Expansion Bad Debt Costs	ZZZZBS	Other Balance Sheet	Asset
186882	Gas Expansion Administrative Costs	ZZZZBS	Other Balance Sheet	Asset
186910	BecoCom Assets	ZZZZBS	Other Balance Sheet	Asset
186936	POR Changes - CIS System	ZZZZBS	Other Balance Sheet	Asset
186950	Cycle Error Suspense-Accts Payable	ZZZZBS	Other Balance Sheet	Asset
186951	Asp Deferred Costs 2007	ZZZZBS	Other Balance Sheet	Asset
186952	Asp Deferred Costs 2008	ZZZZBS	Other Balance Sheet	Asset
186970	Other - General Accounting	ZZZZBS	Other Balance Sheet	Asset
186971	Undistributed Computer	ZZZZBS	Other Balance Sheet	Asset
186980	Reg Asset Merger Costs NSTAR Gas	ZZZZBS	Other Balance Sheet	Asset
186990	Other - Revenue Accounting	ZZZZBS	Other Balance Sheet	Asset
186AB0	Prevent Maint Support of Convex	ZZZZBS	Other Balance Sheet	Asset
186AN0	PSNH - Sales of Mat + Sup - PSNH	ZZZZBS	Other Balance Sheet	Asset
186AX0	Real Estate Transactions	ZZZZBS	Other Balance Sheet	Asset
186BC0	Contract Payments-Guarantee	ZZZZBS	Other Balance Sheet	Asset
186BS0	Deferred Debit - Basic Service Uncollect Exp	ZZZZBS	Other Balance Sheet	Asset
186CM0	PA05-01 C+LM Measures-FMCC	ZZZZBS	Other Balance Sheet	Asset
186CON	Other Deferred Asset - Contra Asset	ZZZZBS	Other Balance Sheet	Asset
186CP0	CP Ppd Deferral	ZZZZBS	Other Balance Sheet	Asset
186CT0	CL+P Incremental State Income Tax	ZZZZBS	Other Balance Sheet	Asset
186DA0	NH-EAP-Def-Incremental-Expenses	ZZZZBS	Other Balance Sheet	Asset
186DE0	Deferred Environ Litigation Costs	ZZZZBS	Other Balance Sheet	Asset
186DJM	SFAS 133 Asset - Current	ZZZZBS	Other Balance Sheet	Asset
186DLO	Definite Lived Intangibles	ZZZZBS	Other Balance Sheet	Asset
186EB0	Energy Bill Incremental Costs	ZZZZBS	Other Balance Sheet	Asset
186EEB	EE PDR Bid Project Costs Deferred	ZZZZBS	Other Balance Sheet	Asset
186ES0	E+S Labor Charges	ZZZZES	Engineering and Supervision	Asset
186GW0	Goodwill - NU Merger	ZZZZBS	Other Balance Sheet	Asset
186H20	Direct Material Flow Thru Account	ZZZZBS	Other Balance Sheet	Asset
186HB0	Invoice Special Charges	ZZZZBS	Other Balance Sheet	Asset
186JA0	Deferred Debits - LIRC Repair Contract	ZZZZBS	Other Balance Sheet	Asset
186LC0	CL+P GET on Late Charges	ZZZZBS	Other Balance Sheet	Asset
186MA0	Manhole Inspections - DPUC 10-05-09	ZZZZBS	Other Balance Sheet	Asset
186MC0	Deferred Customer Serv System Costs	ZZZZBS	Other Balance Sheet	Asset
186MG0	C+LM Loan Program in CL+P	ZZZZBS	Other Balance Sheet	Asset
186MH0	Municipal Program Loans in C+LM	ZZZZBS	Other Balance Sheet	Asset
186NS0	NSTAR E+G Rec Pay Gross Up	ZZZZBS	Other Balance Sheet	Asset
186PS0	Propane Impairment Recovery Asset	ZZZZBS	Other Balance Sheet	Asset
186PT0	Reimbursable Costs Trans Projects	ZZZZBS	Other Balance Sheet	Asset
186PT1	Deferred Prop Tax Expense	ZZZZBS	Other Balance Sheet	Asset
186R2X	Rate Reduction Bond-Rrb Collections ICP	ZZZZBS	Other Balance Sheet	Asset
186RC0	Rate Case Exp- Deferred	ZZZZBS	Other Balance Sheet	Asset
186RCN	RCN Support	ZZZZBS	Other Balance Sheet	Asset
186RDO	Deferred Radio System Upgrades	ZZZZBS	Other Balance Sheet	Asset
186RS0	Defd Radio Sys Upgrade Contra 186RDO	ZZZZBS	Other Balance Sheet	Asset
186RVO	Revolving Credit Line-PPD Deferral	ZZZZBS	Other Balance Sheet	Asset
186RW0	Revolving Credit Line PPD Deferral	ZZZZBS	Other Balance Sheet	Asset
186RX0	Rate Case Expense - Deferred	ZZZZBS	Other Balance Sheet	Asset
186RY0	YG Rate Case Expense - Deferred	ZZZZBS	Other Balance Sheet	Asset
186S10	C+LM Small Business Loans	ZZZZBS	Other Balance Sheet	Asset
186ST0	MIMS Proc - Stores	ZZZZBS	Other Balance Sheet	Asset
186SV0	CS Self Service Web Rearchitecture	ZZZZBS	Other Balance Sheet	Asset
186TG0	Reim Costs Trans and Gen Serv	ZZZZBS	Other Balance Sheet	Asset

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Account	FERC Description	Level	Description	FERC Hierarchy
186UG0	Def Integrated Wrk Mgmt Sys Costs	ZZZZBS	Other Balance Sheet	Asset
186VE0	Retiree Medical Expenses	ZZZZBS	Other Balance Sheet	Asset
186W3X	WMECO Hardship Receivable Deferral ICP	ZZZZBS	Other Balance Sheet	Asset
186WH0	WMECO Hardship Receivable Deferral	ZZZZBS	Other Balance Sheet	Asset
186X50	ES Boulos-NUSCO Service Billing	ZZZZBS	Other Balance Sheet	Asset
188100	Urban Grid Monitoring and Renewables Integration	ZZZZBS	Other Balance Sheet	Asset
188990	Research + Development Expend-Other	ZZZZBS	Other Balance Sheet	Asset
189010	Unamortized Loss - MP3 Construct Trust	ZZZZBS	Other Balance Sheet	Asset
189011	Call Premium - Electric Merger Redemptions	ZZZZBS	Other Balance Sheet	Asset
189050	Unamortized Loss - 14 3 8% Ser FF - CL+P	ZZZZBS	Other Balance Sheet	Asset
189070	Unamortized Loss - 15% Series HH - CL+P	ZZZZBS	Other Balance Sheet	Asset
189090	Unamortized Loss - 12% Series KK - CL+P	ZZZZBS	Other Balance Sheet	Asset
189100	Unamort Loss - CL+P 2011 Ser B On 10-1-2013	ZZZZBS	Other Balance Sheet	Asset
1891A0	Unamortized Loss - CL+P 93 Series A	ZZZZBS	Other Balance Sheet	Asset
1891B0	Unamortized Loss - CL+P 93 Series B	ZZZZBS	Other Balance Sheet	Asset
1891X0	Unamortized Loss - CL+P 92 Series A	ZZZZBS	Other Balance Sheet	Asset
189300	CL+P Var% 1983 Seabrook PCn-Due2013	ZZZZBS	Other Balance Sheet	Asset
189310	CL+P Var % 1984 Seabrook PC-Due2014	ZZZZBS	Other Balance Sheet	Asset
189340	Unamortized Loss - 1978 Series - CL+P	ZZZZBS	Other Balance Sheet	Asset
189350	Unamortized Loss - Series EE - CL+P	ZZZZBS	Other Balance Sheet	Asset
189360	Unamortized Loss - 8 7 8% Series DD CL+P	ZZZZBS	Other Balance Sheet	Asset
1893L0	Unamortized Loss - WMECO 93 Series A PCRB	ZZZZBS	Other Balance Sheet	Asset
189430	Unamortized Loss - CDA 5.9% MP3 Notes - CL+P	ZZZZBS	Other Balance Sheet	Asset
189440	Unamortized Loss - CDA 6.5% MP3 Notes - CL+P	ZZZZBS	Other Balance Sheet	Asset
189450	Unamortized Loss - Var % Ser 1984 MP3 - CL+P	ZZZZBS	Other Balance Sheet	Asset
189460	Unamortized Loss - Var% - Ser 1985A MP3 CL+P	ZZZZBS	Other Balance Sheet	Asset
189470	Unamortized Loss - Var% - Ser 1985B MP3 CL+P	ZZZZBS	Other Balance Sheet	Asset
189480	Unamortized Loss - Var% - Ser 1985C MP3 CL+P	ZZZZBS	Other Balance Sheet	Asset
189490	Unamortized Loss - Var% - Ser 1986A MP3 CL+P	ZZZZBS	Other Balance Sheet	Asset
1894B0	Unamortized Loss - HWP 1992 Var % PCB	ZZZZBS	Other Balance Sheet	Asset
1894J0	Unamortized Loss - HWP 1988 Var % PCB	ZZZZBS	Other Balance Sheet	Asset
1894K0	Unamortized Loss - HWP 1990 Var % PCB	ZZZZBS	Other Balance Sheet	Asset
189500	Unamortized Loss - Var% - Ser 1987 CDA CL+P	ZZZZBS	Other Balance Sheet	Asset
189560	Unamortized Loss - 7 5 8% Series Y - CL+P	ZZZZBS	Other Balance Sheet	Asset
189570	Unamortized Loss - 9 3 4% Series QQ - CL+P	ZZZZBS	Other Balance Sheet	Asset
1896C0	Unamortized Loss - 94 Series C CL+P	ZZZZBS	Other Balance Sheet	Asset
189710	Unamortized Loss - Series Rr - CL+P 9 1 2%	ZZZZBS	Other Balance Sheet	Asset
189720	Unamortized Loss - 9 3 8% Series SS - CL+P	ZZZZBS	Other Balance Sheet	Asset
189750	Unamortized Loss - CL+P 7.50% Ser YY	ZZZZBS	Other Balance Sheet	Asset
189770	Unamortized Loss - CL+P 7 3 8% Ser ZZ	ZZZZBS	Other Balance Sheet	Asset
189780	Unamortized Loss - CL+P Series TT - 2019	ZZZZBS	Other Balance Sheet	Asset
1897L0	Unamortized Loss 1997 Series B 7 3 8%	ZZZZBS	Other Balance Sheet	Asset
189826	4.875% Debent Redemption Premium	ZZZZBS	Other Balance Sheet	Asset
189860	Unamortized Loss - CL+P 86 Series PCB	ZZZZBS	Other Balance Sheet	Asset
1898L0	Unamortized Loss - CL+P 88 Series PCB	ZZZZBS	Other Balance Sheet	Asset
189920	4.875% Debent Due 2014	ZZZZBS	Other Balance Sheet	Asset
189ND0	Unamortized Loss - PSNH Series D PCRB	ZZZZBS	Other Balance Sheet	Asset
189NE0	Unamortized Loss - PSNH Series E PCRB	ZZZZBS	Other Balance Sheet	Asset
189PA0	Unamortized Loss - PSNH 1991 PCB Series A	ZZZZBS	Other Balance Sheet	Asset
189PC0	Unamortized Loss - PSNH 1991 PCB Series C	ZZZZBS	Other Balance Sheet	Asset
189PD0	Unamortized Loss - PSNH 92 Tax Ext Ser D	ZZZZBS	Other Balance Sheet	Asset
189PE0	Unamortized Loss - PSNH 93 Tax Ext Ser E	ZZZZBS	Other Balance Sheet	Asset
189QB0	Unamortized Loss - PSNH 2001 PCB Series B	ZZZZBS	Other Balance Sheet	Asset
189RB0	Unamortized Loss - CL+P PCRB	ZZZZBS	Other Balance Sheet	Asset
189RC0	Unamortized Loss - PSNH PCRB	ZZZZBS	Other Balance Sheet	Asset
189SC0	Unamortized Loss - Securitize Refinance	ZZZZBS	Other Balance Sheet	Asset
189Y50	Unamortized Loss - YG 10.07% Ser A - E	ZZZZBS	Other Balance Sheet	Asset
189Y80	Unamortized Loss - YG 8.63% Series C	ZZZZBS	Other Balance Sheet	Asset
190000	Accumulated Deferred Income Tax	ZZZZBS	Other Balance Sheet	Asset
190011	ACC Deferred Taxes FIT	ZZZZBS	Other Balance Sheet	Asset
190030	Deferred Tax Asset - NOL Carry	ZZZZBS	Other Balance Sheet	Asset
190080	Deferred Tax Asset - State NOL C F	ZZZZBS	Other Balance Sheet	Asset

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Account	FERC Description	Level	Description	FERC Hierarchy
190480	Accumulated Def Inc Taxes FIN 48 Dr	ZZZZBS	Other Balance Sheet	Asset
1904A0	Cur ADIT FIN48	ZZZZBS	Other Balance Sheet	Asset
1904C0	Non ADIT FIN48	ZZZZBS	Other Balance Sheet	Asset
1909A0	ACC DIT Asset-Current Portion	ZZZZBS	Other Balance Sheet	Asset
1909C0	X-Fer Curr ADIT Asst	ZZZZBS	Other Balance Sheet	Asset
190CP0	Deferred Taxes - OCI	ZZZZBS	Other Balance Sheet	Asset
190DG0	Tax Gross Up on SFAS109 Reg Liab	ZZZZBS	Other Balance Sheet	Asset
190DK0	FASB 109 Accumulated Income Tax	ZZZZBS	Other Balance Sheet	Asset
190IT0	FASB 109 Accumulated Income Tax - ITC	ZZZZBS	Other Balance Sheet	Asset
190SE0	State Adit Assets Excl From Rb	ZZZZBS	Other Balance Sheet	Asset
190VA0	DTA - Val	ZZZZBS	Other Balance Sheet	Asset
190X00	Federal LT ADIT Assets for Elim	ZZZZBS	Other Balance Sheet	Asset
190X0X	Federal LT Adit Assets for Elims - ICP	ZZZZBS	Other Balance Sheet	Asset
190X30	Federal Tax Carryforwards	ZZZZBS	Other Balance Sheet	Asset
190XA0	Fed Current Adit Assets for Elim	ZZZZBS	Other Balance Sheet	Asset
190XE0	Fed Adit Assets Excl From Rb	ZZZZBS	Other Balance Sheet	Asset
201000	Common Stock Issued	ZZZZBS	Other Balance Sheet	Liability
2015N0	Treasury Stock From Stock Forward	ZZZZBS	Other Balance Sheet	Liability
201970	Common Shares Outstanding ESOP	ZZZZBS	Other Balance Sheet	Liability
201PA0	Common Stock Issued Purchase Acct	ZZZZBS	Other Balance Sheet	Liability
201TP0	Treasury Stock purchased from market	ZZZZBS	Other Balance Sheet	Liability
201TS0	Restricted Incentive Shares in Treas	ZZZZBS	Other Balance Sheet	Liability
202000	Common Stock Subscribed	ZZZZBS	Other Balance Sheet	Liability
204001	Preferred Stock - Fair Value Adjustments - NU Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Liability
204010	Pfd Stk CL+P - \$2.00 of 1947	ZZZZBS	Other Balance Sheet	Liability
204011	4.25% Preferred Stock	ZZZZBS	Other Balance Sheet	Liability
204020	Pfd Stk CL+P - \$1.90 of 1947	ZZZZBS	Other Balance Sheet	Liability
204021	4.78% Preferred Stock	ZZZZBS	Other Balance Sheet	Liability
204030	Pfd Stk CL+P - \$2.20 of 1949	ZZZZBS	Other Balance Sheet	Liability
204040	Pfd Stk CL+P - \$2.04 of 1949	ZZZZBS	Other Balance Sheet	Liability
204050	Pfd Stk CL+P - \$2.06 - E of 1954	ZZZZBS	Other Balance Sheet	Liability
204060	Pfd Stk CL+P - \$2.09 - F of 1955	ZZZZBS	Other Balance Sheet	Liability
204070	Pfd Stk CL+P - \$3.24 - G of 1968	ZZZZBS	Other Balance Sheet	Liability
204300	Pfd Stk CL+P 3.90% 1949 Series	ZZZZBS	Other Balance Sheet	Liability
204310	Pfd Stk CL+P 4.50% 1956 Series	ZZZZBS	Other Balance Sheet	Liability
204320	Pfd Stk CL+P 4.96% 1958 Series	ZZZZBS	Other Balance Sheet	Liability
204330	Pfd Stk CL+P 4.50% 1963 Series	ZZZZBS	Other Balance Sheet	Liability
204340	Pfd Stk CL+P 5.28% 1967 Series	ZZZZBS	Other Balance Sheet	Liability
204350	Pfd Stk CL+P 6.56% 1968 Series	ZZZZBS	Other Balance Sheet	Liability
204400	Fair Value Adj PFD stock- Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Liability
207010	Prem CAP Stk Common Stock	ZZZZBS	Other Balance Sheet	Liability
207011	Stock Incentive Plan	ZZZZBS	Other Balance Sheet	Liability
207020	Preferred Stk - CL+P - \$1.90 of 194	ZZZZBS	Other Balance Sheet	Liability
207022	Premium on Common Stock - FERC Merger Entry March 20	ZZZZBS	Other Balance Sheet	Liability
207023	Stock Incentive plan- FERC Merger Entry March 20	ZZZZBS	Other Balance Sheet	Liability
207024	Common Stock Expense- FERC Merger Entry March 20	ZZZZBS	Other Balance Sheet	Liability
207030	Preferred Stk - CL+P - \$2.00 of 194	ZZZZBS	Other Balance Sheet	Liability
207040	Preferred Stk - CL+P - \$2.04 of 194	ZZZZBS	Other Balance Sheet	Liability
207050	Preferred Stk - CL+P - \$2.20 of 194	ZZZZBS	Other Balance Sheet	Liability
207060	Preferred Stk - CL+P - \$3.24 - G 1968	ZZZZBS	Other Balance Sheet	Liability
207061	APIC - Day 1 - Repurchase - NU Acquisition	ZZZZBS	Other Balance Sheet	Liability
207080	Prem RE Goodwill - NU Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Liability
207300	Preferred Stk - CL+P - 5.28% - 1967	ZZZZBS	Other Balance Sheet	Liability
207310	Preferred Stk - CL+P - 6.56% - 1968	ZZZZBS	Other Balance Sheet	Liability
207DF0	NSTAR- Deferred Comp Liquidity	ZZZZBS	Other Balance Sheet	Liability
207PA0	Purchase Accounting - APIC	ZZZZBS	Other Balance Sheet	Liability
207S00	NSTAR- Stock Options Exercised	ZZZZBS	Other Balance Sheet	Liability
207ST0	NSTAR- Stock Comp Tax Windfall	ZZZZBS	Other Balance Sheet	Liability
209000	Reduction Par or Stated value Cap stock	ZZZZBS	Other Balance Sheet	Liability
210150	Gain on Repurchasesof CL+P Preferred	ZZZZBS	Other Balance Sheet	Liability
211000	Other Paid-In Capital	ZZZZBS	Other Balance Sheet	Liability

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Account	FERC Description	Level	Description	FERC Hierarchy
211010	Additional Paid in Capital ESOP	ZZZZBS	Other Balance Sheet	Liability
211015	Employees Defferred Stock Plan	ZZZZBS	Other Balance Sheet	Liability
211020	Ttee Def Stock Plan	ZZZZBS	Other Balance Sheet	Liability
211025	Other paid In Capital - FERC Mapping Entry March 20	ZZZZBS	Other Balance Sheet	Liability
211030	APIC ESOP Treasury Shares	ZZZZBS	Other Balance Sheet	Liability
211035	Def Stock Plan	ZZZZBS	Other Balance Sheet	Liability
211040	Deferred Stock Obligation	ZZZZBS	Other Balance Sheet	Liability
211100	Amort Preferred Stock Expense	ZZZZBS	Other Balance Sheet	Liability
211110	Reverse Amort Pref Stock Expense	ZZZZBS	Other Balance Sheet	Liability
211150	ESOP Adjustment	ZZZZBS	Other Balance Sheet	Liability
2111C0	APIC - Minority Interest - CY	ZZZZBS	Other Balance Sheet	Liability
2111Y0	APIC - Minority Interest - YA	ZZZZBS	Other Balance Sheet	Liability
211400	Misc Paid-In-Cap For Non-Gaap Elim	ZZZZBS	Other Balance Sheet	Liability
211410	Misc Pd-In-Cap Tax For Non-Gaap Eli	ZZZZBS	Other Balance Sheet	Liability
211970	ESOP Unearned Compensation	ZZZZBS	Other Balance Sheet	Liability
211DF0	NSTAR- Deferred Comp Activity	ZZZZBS	Other Balance Sheet	Liability
211DV0	Trustee RSU Dividends	ZZZZBS	Other Balance Sheet	Liability
211N20	Paid in Capital Neon Trn NU To NUEI	ZZZZBS	Other Balance Sheet	Liability
211NS0	RSUs PSUs - APIC	ZZZZBS	Other Balance Sheet	Liability
211NX0	APIC- Minority Interest- NSTAR	ZZZZBS	Other Balance Sheet	Liability
211OMP	Shares Purchased in Open Market	ZZZZBS	Other Balance Sheet	Liability
211P00	10-12 Performance Shares Plan	ZZZZBS	Other Balance Sheet	Liability
211P10	2011-13 Officer Performance Shares	ZZZZBS	Other Balance Sheet	Liability
211P20	12-14 Performance Shares Plan	ZZZZBS	Other Balance Sheet	Liability
211P30	13-15 Performance Shares Plan	ZZZZBS	Other Balance Sheet	Liability
211P40	14-16 PS EIP	ZZZZBS	Other Balance Sheet	Liability
211PA0	Purch Acctg Fair Value Share Adj	ZZZZBS	Other Balance Sheet	Liability
211PS0	Officer Performance Shares	ZZZZBS	Other Balance Sheet	Liability
211RD0	Officer Directors RSU Dividends	ZZZZBS	Other Balance Sheet	Liability
211RT0	Trustee RSUs Current	ZZZZBS	Other Balance Sheet	Liability
211RU0	Director Officers RSUs Current	ZZZZBS	Other Balance Sheet	Liability
211RX0	Officer RSUs Deferred	ZZZZBS	Other Balance Sheet	Liability
211TD0	Stock Comp Tax Effect on Equity	ZZZZBS	Other Balance Sheet	Liability
211TU0	Trustee RSUs Deferred	ZZZZBS	Other Balance Sheet	Liability
214010	Preferred Stock Expense	ZZZZBS	Other Balance Sheet	Liability
214900	Common Stock Expense	ZZZZBS	Other Balance Sheet	Liability
215130	Amort Res FERC PSNH Lic Proj 1893	ZZZZBS	Other Balance Sheet	Liability
215140	Amort Res FERC PSNH Lic Proj 2287	ZZZZBS	Other Balance Sheet	Liability
215150	Amort Res FERC PSNH Lic Proj 2288	ZZZZBS	Other Balance Sheet	Liability
215160	Amort Res FERC PSNH Lic Proj 2456	ZZZZBS	Other Balance Sheet	Liability
215170	Amort Res FERC PSNH Lic Proj 2457	ZZZZBS	Other Balance Sheet	Liability
216010	Unappropriated Retained Earnings	ZZZZBS	Other Balance Sheet	Liability
216020	Retain Earn Trans To NU Enter Inc	ZZZZBS	Other Balance Sheet	Liability
216021	FERC merger Mrch 1021	ZZZZBS	Other Balance Sheet	Liability
216100	Unapp Undistributed Sub Earnings	ZZZZBS	Other Balance Sheet	Liability
2161C0	Prior Period Earnings - CY	ZZZZBS	Other Balance Sheet	Liability
2161Y0	Prior Period Earnings - YA	ZZZZBS	Other Balance Sheet	Liability
216480	Retained Earnings - FIN 48 Adopt	ZZZZBS	Other Balance Sheet	Liability
216C10	Prior Period Minority Earnings - CY	ZZZZBS	Other Balance Sheet	Liability
216CC0	OP COMPANY RE IN CY	ZZZZBS	Other Balance Sheet	Liability
216MY0	OP COMPANY RE IN MY	ZZZZBS	Other Balance Sheet	Liability
216NX0	RE- Minority Interest- NSTAR	ZZZZBS	Other Balance Sheet	Liability
216Y10	Prior Period Minority Earnings - YA	ZZZZBS	Other Balance Sheet	Liability
216YY0	OP COMPANY RE IN YA	ZZZZBS	Other Balance Sheet	Liability
217010	Treasury Stock Fr Common Stk Purch	ZZZZBS	Other Balance Sheet	Liability
2175M0	Treasury Stock Fr Stock Forward	ZZZZBS	Other Balance Sheet	Liability
217RP0	Treasury Stk Fr Restricted Stk Pur	ZZZZBS	Other Balance Sheet	Liability
219080	Accum OCI SERP	ZZZZBS	Other Balance Sheet	Liability
2193H0	Accum Other Comp Inc FAS158-Pension	ZZZZBS	Other Balance Sheet	Liability
2193H1	AOCI FAS158 - Pension -NSTAR Legacy	ZZZZBS	Other Balance Sheet	Liability
2193J0	Accum Other Comp Inc FAS158 - SERP	ZZZZBS	Other Balance Sheet	Liability
2193J1	AOCI- FAS158 SERP - Select	ZZZZBS	Other Balance Sheet	Liability

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Account	FERC Description	Level	Description	FERC Hierarchy
2193K0	Accum Other Comp Inc FAS158 - OPEB	ZZZZBS	Other Balance Sheet	Liability
2193K1	AOCI FAS158 - OPEB -NSTAR Legacy	ZZZZBS	Other Balance Sheet	Liability
2193M0	AOCI- FAS 158 NQ Pension	ZZZZBS	Other Balance Sheet	Liability
2193N0	Accum Other Comp Inc FAS 158-NSTAR	ZZZZBS	Other Balance Sheet	Liability
2195H0	ACC Oth Comp Inc FAS158 Tax Pension	ZZZZBS	Other Balance Sheet	Liability
2195H1	AOCI FAS 158 Tas- Pension NSTAR	ZZZZBS	Other Balance Sheet	Liability
2195J0	ACC Oth Comp Inc FAS158 Tax SERP	ZZZZBS	Other Balance Sheet	Liability
2195J1	AOCI FAS 158 Tax- SERP Select	ZZZZBS	Other Balance Sheet	Liability
2195K0	ACC Oth Comp Inc FAS158 Tax OPEB	ZZZZBS	Other Balance Sheet	Liability
2195K1	AOCI FAS 158 Tax- OPEB NSTAR	ZZZZBS	Other Balance Sheet	Liability
2195M0	AOCI FAS 158 Tax NQ Pension	ZZZZBS	Other Balance Sheet	Liability
219750	AOCI	ZZZZBS	Other Balance Sheet	Liability
219NE0	Accum OCI Int Rate Lock	ZZZZBS	Other Balance Sheet	Liability
221020	Harbor Electric LT Debt Due 2015 - 221020	ZZZZBS	Other Balance Sheet	Liability
221041	Bonds Series M	ZZZZBS	Other Balance Sheet	Liability
221042	Bond Series N	ZZZZBS	Other Balance Sheet	Liability
221060	YG 8.48% 1992 SerB Due03-2022	ZZZZBS	Other Balance Sheet	Liability
221061	Bonds Series K	ZZZZBS	Other Balance Sheet	Liability
221090	YG 1997 Series E \$30 Due 4-1-2012	ZZZZBS	Other Balance Sheet	Liability
221100	Bond Series J	ZZZZBS	Other Balance Sheet	Liability
2211A0	CL+P 07 \$150 3-1-17 \$150 3-1-37	ZZZZBS	Other Balance Sheet	Liability
2211B0	CL+P 07 \$100 9-1-17 \$100 9-1-37	ZZZZBS	Other Balance Sheet	Liability
2211C0	CL+P 5.65% 2008 SerA Due05-2018	ZZZZBS	Other Balance Sheet	Liability
2211E0	CL+P 5.50% 2009 SerA Due02-2019	ZZZZBS	Other Balance Sheet	Liability
221520	LT Debt Due in One Year	ZZZZBS	Other Balance Sheet	Liability
2216A0	PSNH 6.15% 2007 SerN Due09-2017	ZZZZBS	Other Balance Sheet	Liability
2216D0	CL+P 7.875% 1994 SerD Due10-2024	ZZZZBS	Other Balance Sheet	Liability
221980	Purchase Price Adj Due To Merger	ZZZZBS	Other Balance Sheet	Liability
2219A0	Bonds Due Within One Year - Debit	ZZZZBS	Other Balance Sheet	Liability
2219B0	Bonds Due Within One Year - Credit	ZZZZBS	Other Balance Sheet	Liability
221A10	WMECO 2010 Ser E \$95 Due 3-1-2020	ZZZZBS	Other Balance Sheet	Liability
221BE0	2017 Debentures 3.20% NSTAR Electric	ZZZZBS	Other Balance Sheet	Liability
221BH0	2017 Series N Yankee Gas	ZZZZBS	Other Balance Sheet	Liability
221CD0	CL+P 04 \$150 9-15-14 \$130 9-15-34	ZZZZBS	Other Balance Sheet	Liability
221CP0	CL+P 05 \$100 4-1-15 \$100 4-1-35	ZZZZBS	Other Balance Sheet	Liability
221CT0	CL+P 6.35% 2006 SerA Due06-2036	ZZZZBS	Other Balance Sheet	Liability
221CV0	PSNH 4.5% 2009 SerP Due12-2019	ZZZZBS	Other Balance Sheet	Liability
221NF0	PSNH 6.00% 2008 SerO Due05-2018	ZZZZBS	Other Balance Sheet	Liability
221NQ0	NU 2008 Series C \$250 Due 6-1-2013	ZZZZBS	Other Balance Sheet	Liability
221NR0	PSNH 3.2% 2011 SerR Due09-2021	ZZZZBS	Other Balance Sheet	Liability
221NS0	PSNH 4.05% 2011 SerQ Due06-2021	ZZZZBS	Other Balance Sheet	Liability
221NT0	2015 NG Bond Issuance Principle	ZZZZBS	Other Balance Sheet	Liability
221NV0	2015 NE Bond Issuance Principal	ZZZZBS	Other Balance Sheet	Liability
221NW0	NE 2016 Bond Issuance Princ	ZZZZBS	Other Balance Sheet	Liability
221P30	PSNH 2004 Ser L \$50 Due 7-15-2014	ZZZZBS	Other Balance Sheet	Liability
221P40	PSNH 5.60% 2005 SerM Due10-2035	ZZZZBS	Other Balance Sheet	Liability
221PS0	PSNH Rate Reduction Bond Issue	ZZZZBS	Other Balance Sheet	Liability
221SF0	PSNH 3.5% 2013 SerS Due11-2023	ZZZZBS	Other Balance Sheet	Liability
221TA0	CL+P 2.50% 2013 SerA Due11-2023	ZZZZBS	Other Balance Sheet	Liability
221TB0	CL+P Issued\$250M SerADue4-15-2044	ZZZZBS	Other Balance Sheet	Liability
221TC0	CL+P \$300M SerA Due06-2045	ZZZZBS	Other Balance Sheet	Liability
221TD0	CLP 2017 Series A	ZZZZBS	Other Balance Sheet	Liability
221TY0	YG 4.82% 2014\$100MSerL Due01-2044	ZZZZBS	Other Balance Sheet	Liability
221TZ0	2015 YG Bond Issuance Principle	ZZZZBS	Other Balance Sheet	Liability
221WS0	WMECO Rate Reduction Bond Issue	ZZZZBS	Other Balance Sheet	Liability
221Y20	YG 5.26% 2004 SerH Due11-2019	ZZZZBS	Other Balance Sheet	Liability
221YG0	YG 2004 Series G \$75 Due 1-1-2014	ZZZZBS	Other Balance Sheet	Liability
221YN0	YG 5.35% 2005 SerI Due07-2035	ZZZZBS	Other Balance Sheet	Liability
221YQ0	YG 6.9% 2008 SerJ Due10-2018	ZZZZBS	Other Balance Sheet	Liability
221YS0	YG 2010 SerK Due04-2020	ZZZZBS	Other Balance Sheet	Liability
22300X	Advances From Assoc Companies	ZZZZBS	Other Balance Sheet	Liability
22301X	Advances from NU Parent	ZZZZBS	Other Balance Sheet	Liability

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224010	Debt - Fair Value Adj Merger	ZZZZBS	Other Balance Sheet	Liability
224019	NSTE 2014 300M Debent Due03-2044	ZZZZBS	Other Balance Sheet	Liability
224030	Debt - Fair Value Adjustment - NU Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Liability
224031	Debt-Fair Value Adj-NU Acquisition-Current	ZZZZBS	Other Balance Sheet	Liability
224070	5.75% Debentures Due 2036	ZZZZBS	Other Balance Sheet	Liability
224075	5.625% Debentures Due 2017	ZZZZBS	Other Balance Sheet	Liability
224080	5.5% Debentures Due 2040	ZZZZBS	Other Balance Sheet	Liability
224092	2.375% Debentures Due 2022	ZZZZBS	Other Balance Sheet	Liability
224093	NSTE 2013 200M Debent Due11-2016	ZZZZBS	Other Balance Sheet	Liability
224110	CL+P 93 PCRB Ser A \$245.5 9-1-28	ZZZZBS	Other Balance Sheet	Liability
224120	CL+P 93 PCRB Ser B \$70 Due 9-1-28	ZZZZBS	Other Balance Sheet	Liability
2241X0	CL+P 92 PCRB Ser A \$21 Due 12-1-22	ZZZZBS	Other Balance Sheet	Liability
224300	\$350M Long Term Note Legacy LLC	ZZZZBS	Other Balance Sheet	Liability
2243L0	WMECO 93 PCRB Ser A \$53.8 9-1-28	ZZZZBS	Other Balance Sheet	Liability
2245C0	MP1 Unrecov Cost	ZZZZBS	Other Balance Sheet	Liability
2245G0	LT Debt MP1 Unrecov Cost-CMEEC	ZZZZBS	Other Balance Sheet	Liability
2245J0	MP2 Unrecov Cost	ZZZZBS	Other Balance Sheet	Liability
2245W0	LT Debt MP2 Unrecov Cost-CMEEC	ZZZZBS	Other Balance Sheet	Liability
224625	4.875% Debenture 2012 Due Within One Year	ZZZZBS	Other Balance Sheet	Liability
2246E0	CL+P 1.55% PCRB1996 SerADue5-2031	ZZZZBS	Other Balance Sheet	Liability
224711	Debt Due in One Year	ZZZZBS	Other Balance Sheet	Liability
224725	LT Note - 4.50% Due 2019	ZZZZBS	Other Balance Sheet	Liability
224825	4.875% Debent Due 2012	ZZZZBS	Other Balance Sheet	Liability
224860	CL+P 1986 PCRB \$15.4 Due 11-1-2016	ZZZZBS	Other Balance Sheet	Liability
2248L0	CL+P 1988 PCRB \$10 Due 8-1-2018	ZZZZBS	Other Balance Sheet	Liability
224920	4.875% Debenture Due 2014	ZZZZBS	Other Balance Sheet	Liability
2249A0	Due Within One Year-Debit	ZZZZBS	Other Balance Sheet	Liability
2249B0	Due Within One Year-Credit	ZZZZBS	Other Balance Sheet	Liability
224A10	WMECO 5.10% 2010 SerE Due03-2020	ZZZZBS	Other Balance Sheet	Liability
224CA0	CL+P 4.375% PCRB2011SerADue9-2028	ZZZZBS	Other Balance Sheet	Liability
224CR0	CL+P 1.25% PCRB2011SerBDue09-2028	ZZZZBS	Other Balance Sheet	Liability
224EE0	NUP 1.45% SerE2013SrNte Due5-2018	ZZZZBS	Other Balance Sheet	Liability
224FF0	NUP 2.8% SerF 2013SrNte Due5-2023	ZZZZBS	Other Balance Sheet	Liability
224KD0	2017 EP Bond Issuance Princ Series K	ZZZZBS	Other Balance Sheet	Liability
224LD0	2017 EP Senior Series L	ZZZZBS	Other Balance Sheet	Liability
224MR0	WMECO 3.88% 2013 SerG Due11-2023	ZZZZBS	Other Balance Sheet	Liability
224MS0	2015 WMECO Bond Issuance Principal	ZZZZBS	Other Balance Sheet	Liability
224MX0	2016 WMECO Bond Issuance Princ	ZZZZBS	Other Balance Sheet	Liability
224N20	NU 2002 Series A \$263 Due 4-1-2012	ZZZZBS	Other Balance Sheet	Liability
224NV0	2015 NE Bond Iss Principal	ZZZZBS	Other Balance Sheet	Liability
224P60	PSNH PCRB Ser D \$75 Due 5-1-2021	ZZZZBS	Other Balance Sheet	Liability
224PH0	PSNH PCRB Ser E \$44.8 Due 5-1-2021	ZZZZBS	Other Balance Sheet	Liability
224PM0	2012 Parent Bond Issuance Principal	ZZZZBS	Other Balance Sheet	Liability
224QA0	PSNH 2001 AuctSerAPCRB Due05-2021	ZZZZBS	Other Balance Sheet	Liability
224QB0	PSNH 4.75% PCRB2001SerBDue05-2021	ZZZZBS	Other Balance Sheet	Liability
224QC0	PSNH PCRB Ser C \$108.985 Due 5-1-21	ZZZZBS	Other Balance Sheet	Liability
224TF0	NUP 3.15% SerH 2015SrNteDue1-2025	ZZZZBS	Other Balance Sheet	Liability
224TG0	NUP 1.6% SerG 2015SrNte Due1-2018	ZZZZBS	Other Balance Sheet	Liability
224TH0	Sept 2016 EP Bond Iss Princ Ser J	ZZZZBS	Other Balance Sheet	Liability
224TI0	2016 EP Bond Iss Princ Ser I	ZZZZBS	Other Balance Sheet	Liability
224WA0	WMECO 11 Note Ser F \$100 9-15-21	ZZZZBS	Other Balance Sheet	Liability
224WB0	WMECO 6.7% 2007 SerD Due08-2037	ZZZZBS	Other Balance Sheet	Liability
224WC0	WMECO 05 Note Ser C \$50 8-1-15	ZZZZBS	Other Balance Sheet	Liability
224WF0	WMECO5.9% SrNte2004 SerBDue9-2034	ZZZZBS	Other Balance Sheet	Liability
224WM0	WMECO 03 Note Ser A \$55 9-1-13	ZZZZBS	Other Balance Sheet	Liability
225075	Unamortized Premium 5.625% 2017 Debentures	ZZZZBS	Other Balance Sheet	Liability
2251F0	Unamortized Premium WMECO3.5% SrNte2011 SerFDue9-2021-P	ZZZZBS	Other Balance Sheet	Liability
225BE0	Unamortized Premium NSTAR 3.2% Debent	ZZZZBS	Other Balance Sheet	Liability
225KD0	Unamortized Premium EP Series K	ZZZZBS	Other Balance Sheet	Liability
225SF0	Unamortized Premium on Debt PSNH 2013 Series S	ZZZZBS	Other Balance Sheet	Liability
225TB0	Unamortized Premium on CL+P 2014 Ser A	ZZZZBS	Other Balance Sheet	Liability

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226019	NSTE 2014 300M Debent Due03-2044-D	ZZZZBS	Other Balance Sheet	Liability
226020	5.75% Debentures Discount	ZZZZBS	Other Balance Sheet	Liability
226076	5.625% 2017 Debentures Discount	ZZZZBS	Other Balance Sheet	Liability
226081	5.5% 2040 Debentures Discount	ZZZZBS	Other Balance Sheet	Liability
226092	2.375% Debentures Discount	ZZZZBS	Other Balance Sheet	Liability
226093	\$200M April LTD Discount	ZZZZBS	Other Balance Sheet	Liability
2261A0	Unamort Discount - CL+P - 300M - Fmb A+B	ZZZZBS	Other Balance Sheet	Liability
2261B0	Unamort Discount - CL+P - 200M Fmb C+D	ZZZZBS	Other Balance Sheet	Liability
2261C0	CL+P 5.65% 2008 SerA Due05-2018-D	ZZZZBS	Other Balance Sheet	Liability
2261E0	CL+P 5.50% 2009 SerA Due02-2019-D	ZZZZBS	Other Balance Sheet	Liability
2266A0	PSNH 6.15% 2007 SerN Due09-2017-D	ZZZZBS	Other Balance Sheet	Liability
226825	4.875% 2012 Debent Discount	ZZZZBS	Other Balance Sheet	Liability
226920	4.875% 2014 Debent Discount	ZZZZBS	Other Balance Sheet	Liability
226A10	WMECO 5.10% 2010 SerE Due03-2020-D	ZZZZBS	Other Balance Sheet	Liability
226BE0	Unamortized Discount 2017 NStar Electric	ZZZZBS	Other Balance Sheet	Liability
226CD0	Unamort Discount - CL+P - \$280M - Fmb	ZZZZBS	Other Balance Sheet	Liability
226CP0	Unamort Discount - CL+P 2005 \$200M A+B	ZZZZBS	Other Balance Sheet	Liability
226CT0	CL+P 6.35% 2006 SerA Due06-2036-D	ZZZZBS	Other Balance Sheet	Liability
226CV0	PSNH 4.5% 2009 SerP Due12-2019-D	ZZZZBS	Other Balance Sheet	Liability
226EE0	NUP 1.45% SerE2013SrNte Due5-2018-D	ZZZZBS	Other Balance Sheet	Liability
226FF0	NUP 2.8% SerF 2013SrNte Due5-2023-D	ZZZZBS	Other Balance Sheet	Liability
226KD0	Unamort Discount EP 2017 Bnd Issue Series K	ZZZZBS	Other Balance Sheet	Liability
226LD0	Unamort Discount 2017 EP Series L	ZZZZBS	Other Balance Sheet	Liability
226MR0	Unamort Disc Q4 2013 Bnd Issuance	ZZZZBS	Other Balance Sheet	Liability
226MS0	Unamortized Discount - 2015 WMECO Bond Issuance	ZZZZBS	Other Balance Sheet	Liability
226MX0	Unamort Discount WMECO 2016 Bnd Issue	ZZZZBS	Other Balance Sheet	Liability
226NF0	PSNH 6.00% 2008 SerO Due05-2018-D	ZZZZBS	Other Balance Sheet	Liability
226NQ0	Unamort Disc NU \$250M 2008 Bd Issue	ZZZZBS	Other Balance Sheet	Liability
226NR0	PSNH 3.2% 2011 SerR Due09-2021-D	ZZZZBS	Other Balance Sheet	Liability
226NS0	PSNH 4.05% 2011 SerQ Due06-2021-D	ZZZZBS	Other Balance Sheet	Liability
226NV0	Unamortized Disc NE 2015 Bond Issuance	ZZZZBS	Other Balance Sheet	Liability
226NW0	Unamort Discount NE 2016 Bnd Issue	ZZZZBS	Other Balance Sheet	Liability
226P30	Unamort Discount - PSNH Series L Bond	ZZZZBS	Other Balance Sheet	Liability
226P40	PSNH 5.60% 2005 SerM Due10-2035-D	ZZZZBS	Other Balance Sheet	Liability
226SF0	PSNH 3.5% 2013 SerS Due11-2023-D	ZZZZBS	Other Balance Sheet	Liability
226TA0	CL+P 2.50% 2013 SerA Due11-2023-D	ZZZZBS	Other Balance Sheet	Liability
226TB0	CL+P Bond Discount	ZZZZBS	Other Balance Sheet	Liability
226TC0	CL+P \$300M SerA Due06-2045-D	ZZZZBS	Other Balance Sheet	Liability
226TD0	Uamort Discount CLP 2017 Series A	ZZZZBS	Other Balance Sheet	Liability
226TF0	NUP 3.15% SerH 2015SrNteDue1-2025-D	ZZZZBS	Other Balance Sheet	Liability
226TG0	NUP 1.6% SerG 2015SrNte Due1-2018-D	ZZZZBS	Other Balance Sheet	Liability
226TH0	Unamort Discount EP 2016 Ser J	ZZZZBS	Other Balance Sheet	Liability
226TI0	Unamort Discount EP 2016 Ser I	ZZZZBS	Other Balance Sheet	Liability
226TY0	Unamort Disc Q1 2014 Bnd Issuance	ZZZZBS	Other Balance Sheet	Liability
226WA0	WMECO3.5% SrNte2011 SerFDue9-2021-D	ZZZZBS	Other Balance Sheet	Liability
226WB0	WMECO 6.7% 2007 SerD Due08-2037-D	ZZZZBS	Other Balance Sheet	Liability
226WC0	Unamrt Dis 05 \$50M 5.24% Ser C 10Yr	ZZZZBS	Other Balance Sheet	Liability
226WF0	WMECO5.9% SrNte2004 SerBDue9-2034-D	ZZZZBS	Other Balance Sheet	Liability
226WM0	Unamort Discount - WMECO 5% 10Yr Note	ZZZZBS	Other Balance Sheet	Liability
227100	Obligations Under Capital Leases - Non-current	ZZZZBS	Other Balance Sheet	Liability
228200	Accum Prov-Workers Compensation	ZZZZBS	Other Balance Sheet	Liability
228206	Auto Claim Reserve	ZZZZBS	Other Balance Sheet	Liability
228230	Accum Prov Inj Dam Public Liab	ZZZZBS	Other Balance Sheet	Liability
228260	Inj Dam Actuary Gross Up	ZZZZBS	Other Balance Sheet	Liability
228300	Nonqualified Pension	ZZZZBS	Other Balance Sheet	Liability
228310	Long Term Disability Insurance	ZZZZBS	Other Balance Sheet	Liability
228311	Pension Liability - SFAS 158	ZZZZBS	Other Balance Sheet	Liability
228312	PBOP Liability	ZZZZBS	Other Balance Sheet	Liability
228313	PBOP Liability - SFAS 158	ZZZZBS	Other Balance Sheet	Liability
228330	Accrued Pension Non-Current	ZZZZBS	Other Balance Sheet	Liability
228340	Non SERP Supplementary Ret Pla	ZZZZBS	Other Balance Sheet	Liability
228370	Supplemental Exec Retirement P	ZZZZBS	Other Balance Sheet	Liability

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2283A0	Other Post Employment Benefits Liab	ZZZZBS	Other Balance Sheet	Liability
2283B0	Medvantage Liability	ZZZZBS	Other Balance Sheet	Liability
2283B1	Medvantage APBO	ZZZZBS	Other Balance Sheet	Liability
2283E0	Medicare Subsidy Asset Pre - FAS 158	ZZZZBS	Other Balance Sheet	Liability
2283F0	Medicare Subsidy Liab Pre - FAS 158	ZZZZBS	Other Balance Sheet	Liability
2283I0	Accum Prov - Group Med Ins St	ZZZZBS	Other Balance Sheet	Liability
2283L0	FASB 158 SERP Current Liab - Debit	ZZZZBS	Other Balance Sheet	Liability
2283Q0	Medicare Part D Liab - FAS 106	ZZZZBS	Other Balance Sheet	Liability
228430	Storm Reserve Trans Distr Provision	ZZZZBS	Other Balance Sheet	Liability
228434	Envir Costs Re Facility Closures LT	ZZZZBS	Other Balance Sheet	Liability
228435	Impairment Reserve- Held for Sale	ZZZZBS	Other Balance Sheet	Liability
228450	Environmental Accrual	ZZZZBS	Other Balance Sheet	Liability
228460	Environmental Accrual PSNH	ZZZZBS	Other Balance Sheet	Liability
228500	Dfrd Environ Remed Cost Res DE06028	ZZZZBS	Other Balance Sheet	Liability
228510	Dfrd Environ Remed Cost Res DE09035	ZZZZBS	Other Balance Sheet	Liability
228E00	Long Term Environmental Liability	ZZZZBS	Other Balance Sheet	Liability
228X50	Accrued Insurance Costs	ZZZZBS	Other Balance Sheet	Liability
229010	Customer Refund Reserve	ZZZZBS	Other Balance Sheet	Liability
229040	Merger Rate Customer Credit	ZZZZBS	Other Balance Sheet	Liability
229050	Storm Reserves	ZZZZBS	Other Balance Sheet	Liability
229120	Reserve for C+LM Prjcts	ZZZZBS	Other Balance Sheet	Liability
229AR0	State Energy Efficiency Appl Rebate	ZZZZBS	Other Balance Sheet	Liability
229ER0	Acum Prv Rate Refd St Wide EAP Res	ZZZZBS	Other Balance Sheet	Liability
229ET0	Acum Prv Rate Refd St Wide EAP	ZZZZBS	Other Balance Sheet	Liability
229P90	PSNH Accrued C+LM Exps	ZZZZBS	Other Balance Sheet	Liability
229SQ0	Provision For Rate Refunds-DPU Service Quality	ZZZZBS	Other Balance Sheet	Liability
230010	Asset Retirement Obligations - ARO	ZZZZBS	Other Balance Sheet	Liability
231010	Notes Payable - ST	ZZZZBS	Other Balance Sheet	Liability
231020	Commercial Paper	ZZZZBS	Other Balance Sheet	Liability
231140	Restricted Cash	ZZZZBS	Other Balance Sheet	Liability
2319B0	Bonds Due Within A Year - Credit	ZZZZBS	Other Balance Sheet	Liability
231C10	Commercial Paper - Parent	ZZZZBS	Other Balance Sheet	Liability
231UR0	Unconditional Grants Pay Current	ZZZZBS	Other Balance Sheet	Liability
231WR0	Unconditional Grants Pay Long Term	ZZZZBS	Other Balance Sheet	Liability
232000	Accounts Payable- Miscellaneous	ZZZZBS	Other Balance Sheet	Liability
232010	Accounts Payable	ZZZZBS	Other Balance Sheet	Liability
232015	AP Bad Debt Recoveries	ZZZZBS	Other Balance Sheet	Liability
232020	Contract Retainage	ZZZZBS	Other Balance Sheet	Liability
232035	AP - AWHR American Water Heater Rental	ZZZZBS	Other Balance Sheet	Liability
232045	Enhanced Outreach Payments	ZZZZBS	Other Balance Sheet	Liability
232050	Energy Assistance Customer Pay	ZZZZBS	Other Balance Sheet	Liability
232055	PTO Committee Escrow	ZZZZBS	Other Balance Sheet	Liability
232060	NE Hydro-Trans Elec Pay	ZZZZBS	Other Balance Sheet	Liability
232065	NE Hydro-Transmission payable	ZZZZBS	Other Balance Sheet	Liability
232067	Shared Lease Vehicle Program	ZZZZBS	Other Balance Sheet	Liability
232080	Cash Book Transfers	ZZZZBS	Other Balance Sheet	Liability
232082	MA connector plan deductions	ZZZZBS	Other Balance Sheet	Liability
232085	Employee Club Dues Deductions	ZZZZBS	Other Balance Sheet	Liability
232086	Health FSA EE Deductions With seed	ZZZZBS	Other Balance Sheet	Liability
232087	Health FSA Company Contributions	ZZZZBS	Other Balance Sheet	Liability
232100	Unvouchered Liabilities-Other	ZZZZBS	Other Balance Sheet	Liability
232110	Credit Union deductions	ZZZZBS	Other Balance Sheet	Liability
232160	Accounts Payable Wyman 4	ZZZZBS	Other Balance Sheet	Liability
232180	Savings bond purchase deductions	ZZZZBS	Other Balance Sheet	Liability
232190	Unvouch Liab - Gen Ledger Acctg	ZZZZBS	Other Balance Sheet	Liability
2321C0	Due To CSA-Principal + Interest	ZZZZBS	Other Balance Sheet	Liability
232210	Unvouchered Liab - Fossil Fuel	ZZZZBS	Other Balance Sheet	Liability
232214	401K Deductions - New Hires	ZZZZBS	Other Balance Sheet	Liability
232215	401K Match - New Hires	ZZZZBS	Other Balance Sheet	Liability
232216	Roth Deductions New Hires	ZZZZBS	Other Balance Sheet	Liability
232218	KVantage Contributions	ZZZZBS	Other Balance Sheet	Liability
232219	Roth Deductions	ZZZZBS	Other Balance Sheet	Liability

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232222	Roth match	ZZZBBS	Other Balance Sheet	Liability
232225	AP LTD 67% Buy Up	ZZZBBS	Other Balance Sheet	Liability
232230	Unvouchered Liab-Gas Purchases	ZZZBBS	Other Balance Sheet	Liability
232241	401K Loans New Hires	ZZZBBS	Other Balance Sheet	Liability
232260	Unvouchered Liab Pur Pwr Contracts with Co-gen	ZZZBBS	Other Balance Sheet	Liability
232300	AP - Manual Accruals	ZZZBBS	Other Balance Sheet	Liability
232340	Tuition Reimbursements Payable	ZZZBBS	Other Balance Sheet	Liability
232370	Purchased Power Accruals	ZZZBBS	Other Balance Sheet	Liability
232380	Transmission Accrual	ZZZBBS	Other Balance Sheet	Liability
232420	AP Purchased Gas	ZZZBBS	Other Balance Sheet	Liability
232430	Wellness program payable	ZZZBBS	Other Balance Sheet	Liability
232440	Theft of current awards	ZZZBBS	Other Balance Sheet	Liability
232470	EE Rebate Clearing	ZZZBBS	Other Balance Sheet	Liability
232500	ISO Billings AP	ZZZBBS	Other Balance Sheet	Liability
232501	AP Cis Refund Manual Vouchers	ZZZBBS	Other Balance Sheet	Liability
232502	AP Oracle Refund Manual Vouchers	ZZZBBS	Other Balance Sheet	Liability
232503	AP Cr Balance Refunds	ZZZBBS	Other Balance Sheet	Liability
232520	AP Clear-Dishon Check	ZZZBBS	Other Balance Sheet	Liability
232550	Adoption benefits program	ZZZBBS	Other Balance Sheet	Liability
232580	AP Renewables	ZZZBBS	Other Balance Sheet	Liability
232600	Passport App Invoices	ZZZBBS	Other Balance Sheet	Liability
232610	Passport Materials Not Invoiced	ZZZBBS	Other Balance Sheet	Liability
232650	AP Appliance Suppliers	ZZZBBS	Other Balance Sheet	Liability
232670	AP Appliance Del+Installation	ZZZBBS	Other Balance Sheet	Liability
232750	Sales Cust Deposit	ZZZBBS	Other Balance Sheet	Liability
232775	Pay + Save CLC - Residential	ZZZBBS	Other Balance Sheet	Liability
232785	Pay + Save Clc - C- I	ZZZBBS	Other Balance Sheet	Liability
232825	Insurance Suspension Fee	ZZZBBS	Other Balance Sheet	Liability
232890	Plymouth Athletic Club deductions	ZZZBBS	Other Balance Sheet	Liability
232970	HQ Credit Enhancement Due Sponsors	ZZZBBS	Other Balance Sheet	Liability
232980	Accounts Payable-Comp Supplier	ZZZBBS	Other Balance Sheet	Liability
232AB0	Gas Electric Distribution Pass Thru Chgs Thrd Party	ZZZBBS	Other Balance Sheet	Liability
232CA0	UVL Contract Admin only	ZZZBBS	Other Balance Sheet	Liability
232E00	Current Month Estimated Purch Elec	ZZZBBS	Other Balance Sheet	Liability
232LZ0	LREC ZREC Liability	ZZZBBS	Other Balance Sheet	Liability
232NTO	Joint Line Billing Accrued Liability	ZZZBBS	Other Balance Sheet	Liability
232OC0	Cash Book Transfers - Payroll	ZZZBBS	Other Balance Sheet	Liability
232PA0	Leasing- Plant Accounting	ZZZBBS	Other Balance Sheet	Liability
232RTU	SaaS RTU Payments	ZZZBBS	Other Balance Sheet	Liability
232TP0	Liab to Frontier- Eng + Survey Fees	ZZZBBS	Other Balance Sheet	Liability
232UL0	Unvouchered Liabilities - AP	ZZZBBS	Other Balance Sheet	Liability
232WG0	AP Washington Group Incentive Liab	ZZZBBS	Other Balance Sheet	Liability
232WNO	AP Washington Group Notational Liab	ZZZBBS	Other Balance Sheet	Liability
23301X	Notes Payable to NU Parent ICP	ZZZBBS	Other Balance Sheet	Liability
233080	Notes Payable PSNH Rate Reduction Bonds	ZZZBBS	Other Balance Sheet	Liability
233C10	Notes Payable to NU Parent	ZZZBBS	Other Balance Sheet	Liability
233WS0	Notes Payable WMECO Rate Reduction Bond	ZZZBBS	Other Balance Sheet	Liability
234000	Intercompany Payables-Non-Eliminating	ZZZBBS	Other Balance Sheet	Liability
23401X	Intercompany AP ICP	ZZZBBS	Other Balance Sheet	Liability
234160	Maine Yankee Atomic Power Co I C Ap	ZZZBBS	Other Balance Sheet	Liability
234MP0	Money Pool AP NUSCO Agent	ZZZBBS	Other Balance Sheet	Liability
234MPX	Money Pool AP NUSCO Agent ICP	ZZZBBS	Other Balance Sheet	Liability
235010	Customer Deposits	ZZZBBS	Other Balance Sheet	Liability
235050	Transmission Deposits	ZZZBBS	Other Balance Sheet	Liability
236010	Fed Unemployment Tax	ZZZBBS	Other Balance Sheet	Liability
236020	Federal Ins Contribution Act Tax	ZZZBBS	Other Balance Sheet	Liability
236050	Medicare Tax FICA Health Ins	ZZZBBS	Other Balance Sheet	Liability
236060	New Hampshire Business Profits	ZZZBBS	Other Balance Sheet	Liability
236080	Federal Income Tax	ZZZBBS	Other Balance Sheet	Liability
236090	Prior Year Fed Inc Tax	ZZZBBS	Other Balance Sheet	Liability
236091	Massachusetts Income Tax	ZZZBBS	Other Balance Sheet	Liability
236100	Conn Unemployment Tax	ZZZBBS	Other Balance Sheet	Liability

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Account	FERC Description	Level	Description	FERC Hierarchy
236115	CT unemployment tax	ZZZZBS	Other Balance Sheet	Liability
236120	Conn Corporation Business Tax	ZZZZBS	Other Balance Sheet	Liability
236121	Municipal Property Tax	ZZZZBS	Other Balance Sheet	Liability
236130	Prior Year CT Income Tax Liability	ZZZZBS	Other Balance Sheet	Liability
236140	CT Gross Receipts Tax	ZZZZBS	Other Balance Sheet	Liability
236141	CT Accrued GET- Unbilled	ZZZZBS	Other Balance Sheet	Liability
236180	Local Property Tax Accrued	ZZZZBS	Other Balance Sheet	Liability
236210	Mass Unemployment Tax	ZZZZBS	Other Balance Sheet	Liability
236220	ACCD Taxes Universal Health MA	ZZZZBS	Other Balance Sheet	Liability
236230	Michigan Unemployment Tax	ZZZZBS	Other Balance Sheet	Liability
236250	New Hampshire Unemployment Tax	ZZZZBS	Other Balance Sheet	Liability
236260	FIT Def FAS 109	ZZZZBS	Other Balance Sheet	Liability
236270	Mass Public Svc Corp Franchise	ZZZZBS	Other Balance Sheet	Liability
236280	Mass Domestic Bus+Mfg Corp Exc	ZZZZBS	Other Balance Sheet	Liability
236330	Vermont State Income Tax Accur	ZZZZBS	Other Balance Sheet	Liability
236340	Maine Income Tax Accrual	ZZZZBS	Other Balance Sheet	Liability
236360	ACCD Taxes Unemployment DC	ZZZZBS	Other Balance Sheet	Liability
236370	ACCD Taxes Unemployment FL	ZZZZBS	Other Balance Sheet	Liability
236380	ACCD Taxes Gen Bus Franch Min NY	ZZZZBS	Other Balance Sheet	Liability
236400	Rhode Island Corp Inc Tax	ZZZZBS	Other Balance Sheet	Liability
236410	Penn Corp Net Inc Corp Stock Tax	ZZZZBS	Other Balance Sheet	Liability
236F80	Federal Income Taxes - FIN 48	ZZZZBS	Other Balance Sheet	Liability
236NY0	NY State Unemployment Tax	ZZZZBS	Other Balance Sheet	Liability
236RT0	Transaction Tax Reserve	ZZZZBS	Other Balance Sheet	Liability
236S80	State Income Taxes - FIN 48	ZZZZBS	Other Balance Sheet	Liability
236SNO	State Income Taxes Payable	ZZZZBS	Other Balance Sheet	Liability
236X80	Current Yr Taxes Payable - Elim	ZZZZBS	Other Balance Sheet	Liability
237010	Customer Deposits Accrued Interest	ZZZZBS	Other Balance Sheet	Liability
237019	NSTE 2014 300M Debent Due03-2044-I	ZZZZBS	Other Balance Sheet	Liability
237040	Int Accr Ser M Bonds	ZZZZBS	Other Balance Sheet	Liability
237055	Int Accr Ser J Bonds	ZZZZBS	Other Balance Sheet	Liability
237060	Int Accr Ser K Bonds	ZZZZBS	Other Balance Sheet	Liability
237065	Int Accr Series N Bonds	ZZZZBS	Other Balance Sheet	Liability
237070	YG 8.48% 1992 SerB Due03-2022-I	ZZZZBS	Other Balance Sheet	Liability
237071	5.75% 2036 Debentures ACCD Interest	ZZZZBS	Other Balance Sheet	Liability
237075	5.625% Debent Due 2017 ACCD Interest	ZZZZBS	Other Balance Sheet	Liability
237081	5.5% Debentures 2040 Accrued Interest	ZZZZBS	Other Balance Sheet	Liability
237092	2.375% 2022 Debentures Accrued Interest	ZZZZBS	Other Balance Sheet	Liability
237093	NSTE 2013 200M Debent Due11-2016-I	ZZZZBS	Other Balance Sheet	Liability
237100	Yankee Gas Series E - 7.19%	ZZZZBS	Other Balance Sheet	Liability
237110	CL+P 93A Fixed % Ntx Due PCRb-2028	ZZZZBS	Other Balance Sheet	Liability
237120	CL+P 93B Fixed % Ntx Due PCRb-2028	ZZZZBS	Other Balance Sheet	Liability
2371A0	CL+P 2007 \$300M Series A+B Acr Int	ZZZZBS	Other Balance Sheet	Liability
2371B0	2007 -2 CL+P Bond Accrued Interest	ZZZZBS	Other Balance Sheet	Liability
2371C0	CL+P 5.65% 2008 SerA Due05-2018-I	ZZZZBS	Other Balance Sheet	Liability
2371E0	CL+P 5.50% 2009 SerA Due02-2019-I	ZZZZBS	Other Balance Sheet	Liability
2371X0	CL+P 92 Fixed % Sb PCBond-Due 2022	ZZZZBS	Other Balance Sheet	Liability
237240	Bank Fees in Lieu of Comp Balance	ZZZZBS	Other Balance Sheet	Liability
237300	Accrued Interest \$350 Note Legacy LLC	ZZZZBS	Other Balance Sheet	Liability
2373L0	WMECO 5.85% Series A Ntx Due 2028	ZZZZBS	Other Balance Sheet	Liability
237480	Interest Payable FIN 48	ZZZZBS	Other Balance Sheet	Liability
237610	Funds Held by Trustee Interest	ZZZZBS	Other Balance Sheet	Liability
237614	Class A-4 Notes	ZZZZBS	Other Balance Sheet	Liability
237680	Notes Payable Other - Rev Int	ZZZZBS	Other Balance Sheet	Liability
237690	Notes Payable-Other	ZZZZBS	Other Balance Sheet	Liability
2376A0	PSNH 6.15% 2007 SerN Due09-2017-I	ZZZZBS	Other Balance Sheet	Liability
2376D0	CL+P 7.875% 1994 SerD Due10-2024-I	ZZZZBS	Other Balance Sheet	Liability
2376E0	CL+P 1.55% PCRb1996 SerADue5-2031-I	ZZZZBS	Other Balance Sheet	Liability
237726	Accrued Interest - 4.50% Due 2019	ZZZZBS	Other Balance Sheet	Liability
237825	4.875% Debent ACCD Interest	ZZZZBS	Other Balance Sheet	Liability
237860	CL+P 86 Fixed % Sb PC Notes	ZZZZBS	Other Balance Sheet	Liability
2378L0	CL+P 88 Fixed % PC Notes Due 2018	ZZZZBS	Other Balance Sheet	Liability

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237900	ACCD Int Customer Deposits	ZZZZBS	Other Balance Sheet	Liability
237921	4.875% 2014 Debent ACCD Interest	ZZZZBS	Other Balance Sheet	Liability
237970	Accrued Interest Other - Rev Fees	ZZZZBS	Other Balance Sheet	Liability
237990	Interest Payable	ZZZZBS	Other Balance Sheet	Liability
237A10	WMECO 5.10% 2010 SerE Due03-2020-I	ZZZZBS	Other Balance Sheet	Liability
237BE0	Accrued Interest 2017 NSTAR Electric	ZZZZBS	Other Balance Sheet	Liability
237BH0	Accrued Interest 2017 Series N YG	ZZZZBS	Other Balance Sheet	Liability
237CA0	CL+P 4.375% PCRB2011SerADue9-2028-I	ZZZZBS	Other Balance Sheet	Liability
237CD0	ACCD Int 04 \$280M Ser A+B Bnds	ZZZZBS	Other Balance Sheet	Liability
237CP0	CL+P 2005 \$200M Bond-Interest	ZZZZBS	Other Balance Sheet	Liability
237CR0	CL+P 1.25% PCRB2011SerBDue09-2028-I	ZZZZBS	Other Balance Sheet	Liability
237CT0	CL+P 6.35% 2006 SerA Due06-2036-I	ZZZZBS	Other Balance Sheet	Liability
237CV0	PSNH 4.5% 2009 SerP Due12-2019-I	ZZZZBS	Other Balance Sheet	Liability
237EE0	NUP 1.45% SerE2013SrNte Due5-2018-I	ZZZZBS	Other Balance Sheet	Liability
237FF0	NUP 2.8% SerF 2013SrNte Due5-2023-I	ZZZZBS	Other Balance Sheet	Liability
237KD0	Accrued Interest EP 2017 Debt Series K	ZZZZBS	Other Balance Sheet	Liability
237LD0	Accrued Interest 2017 EP Series L	ZZZZBS	Other Balance Sheet	Liability
237MR0	WMECO 3.88% 2013 SerG Due11-2023-I	ZZZZBS	Other Balance Sheet	Liability
237MS0	Accrued Interest 2015 WMECO	ZZZZBS	Other Balance Sheet	Liability
237MX0	Accrued Interest WMECO 2016 Debt	ZZZZBS	Other Balance Sheet	Liability
237N20	ACCD Int 02 7.25% 10-Yr \$263M Note	ZZZZBS	Other Balance Sheet	Liability
237NF0	PSNH 6.00% 2008 SerO Due05-2018-I	ZZZZBS	Other Balance Sheet	Liability
237NQ0	2008 NU Bond Accrued Interest 5.65%	ZZZZBS	Other Balance Sheet	Liability
237NR0	PSNH 3.2% 2011 SerR Due09-2021-I	ZZZZBS	Other Balance Sheet	Liability
237NS0	PSNH 4.05% 2011 SerQ Due06-2021-I	ZZZZBS	Other Balance Sheet	Liability
237NT0	2015 NG Exp Bond Accr Int	ZZZZBS	Other Balance Sheet	Liability
237NV0	2015 NE Exp Bond Accr Int	ZZZZBS	Other Balance Sheet	Liability
237NW0	Accrued Interest NE 2016 Debt	ZZZZBS	Other Balance Sheet	Liability
237P30	ACCD Int 04 5.25% 10-Yr \$50M Ser L	ZZZZBS	Other Balance Sheet	Liability
237P40	PSNH 5.60% 2005 SerM Due10-2035-I	ZZZZBS	Other Balance Sheet	Liability
237P60	PSNH 92 Tax-Ex Ser D-6% Fixed-2021	ZZZZBS	Other Balance Sheet	Liability
237PH0	PSNH 93 Tax-Ex Ser E-6% Fixed-2021	ZZZZBS	Other Balance Sheet	Liability
237PM0	2012 Parent Exp Bond Accr Int	ZZZZBS	Other Balance Sheet	Liability
237QA0	PSNH 2001 AuctSerAPCRB Due05-2021-I	ZZZZBS	Other Balance Sheet	Liability
237QB0	PSNH 4.75% PCRB2001SerBDue05-2021-I	ZZZZBS	Other Balance Sheet	Liability
237QC0	ACCD Int 01 Polutn Cntrl Bnds C	ZZZZBS	Other Balance Sheet	Liability
237RR0	ACC Int Rate Reduction Bonds	ZZZZBS	Other Balance Sheet	Liability
237SF0	PSNH 3.5% 2013 SerS Due11-2023-I	ZZZZBS	Other Balance Sheet	Liability
237TA0	CL+P 2.50% 2013 SerA Due11-2023-I	ZZZZBS	Other Balance Sheet	Liability
237TB0	CL+P Issued\$250M SerADue4-15-2044-I	ZZZZBS	Other Balance Sheet	Liability
237TC0	CL+P \$300M SerA Due06-2045-I	ZZZZBS	Other Balance Sheet	Liability
237TD0	Accrued Interest CLP 2017 Series A	ZZZZBS	Other Balance Sheet	Liability
237TF0	NUP 3.15% SerH 2015SrNteDue1-2025-I	ZZZZBS	Other Balance Sheet	Liability
237TG0	NUP 1.6% SerG 2015SrNte Due1-2018-I	ZZZZBS	Other Balance Sheet	Liability
237TH0	Accrued Int EP 2016 Debt Ser J	ZZZZBS	Other Balance Sheet	Liability
237TI0	Accrued Int EP 2016 Debt Ser I	ZZZZBS	Other Balance Sheet	Liability
237TX0	Interest payable tax deficit	ZZZZBS	Other Balance Sheet	Liability
237TY0	YG 4.82% 2014\$100MSerL Due01-2044-I	ZZZZBS	Other Balance Sheet	Liability
237TZ0	2015 YG Exp Bond Accr Int	ZZZZBS	Other Balance Sheet	Liability
237WA0	WMECO3.5% SrNte2011 SerFDue9-2021-I	ZZZZBS	Other Balance Sheet	Liability
237WB0	WMECO 6.7% 2007 SerD Due08-2037-I	ZZZZBS	Other Balance Sheet	Liability
237WC0	ACCD Int 05 \$50M 5.24% Ser C 10Yr	ZZZZBS	Other Balance Sheet	Liability
237WF0	WMECO5.9% SrNte2004 SerBDue9-2034-I	ZZZZBS	Other Balance Sheet	Liability
237WM0	ACCD Int 03 5% 10-Yr \$55M Sr Nte	ZZZZBS	Other Balance Sheet	Liability
237Y20	YG 5.26% 2004 SerH Due11-2019-I	ZZZZBS	Other Balance Sheet	Liability
237YG0	ACCD Int 04 4.8% 10-Yr \$75M Ser G	ZZZZBS	Other Balance Sheet	Liability
237YN0	YG 5.35% 2005 SerI Due07-2035-I	ZZZZBS	Other Balance Sheet	Liability
237YQ0	YG 6.9% 2008 SerJ Due10-2018-I	ZZZZBS	Other Balance Sheet	Liability
237YS0	YG 2010 SerK Due04-2020-I	ZZZZBS	Other Balance Sheet	Liability
238010	Common	ZZZZBS	Other Balance Sheet	Liability
238020	4.25% Pfd Stock Dividends Payable	ZZZZBS	Other Balance Sheet	Liability
238030	4.78% Pfd Stock Dividends Payable	ZZZZBS	Other Balance Sheet	Liability

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Account	FERC Description	Level	Description	FERC Hierarchy
238110	CL+P-Preferred \$2.00 Series	ZZZZBS	Other Balance Sheet	Liability
238120	CL+P-Preferred \$1.90 Series	ZZZZBS	Other Balance Sheet	Liability
238130	CL+P-Preferred \$2.20 Series	ZZZZBS	Other Balance Sheet	Liability
238140	CL+P-Preferred \$2.04 Series	ZZZZBS	Other Balance Sheet	Liability
238150	CL+P-Preferred \$2.06 Series E	ZZZZBS	Other Balance Sheet	Liability
238160	CL+P-Preferred \$2.09 Series F	ZZZZBS	Other Balance Sheet	Liability
238170	CL+P-Preferred \$3.24 Series G	ZZZZBS	Other Balance Sheet	Liability
238400	CL+P -Preferred 3.90% 1949 Series	ZZZZBS	Other Balance Sheet	Liability
238410	CL+P -Preferred 4.50% 1956 Series	ZZZZBS	Other Balance Sheet	Liability
238420	CL+P -Preferred 4.96% 1958 Series	ZZZZBS	Other Balance Sheet	Liability
238430	CL+P -Preferred 4.50% 1963 Series	ZZZZBS	Other Balance Sheet	Liability
238440	CL+P -Preferred 5.28% 1967 Series	ZZZZBS	Other Balance Sheet	Liability
238450	CL+P -Preferred 6.56% 1968 Series	ZZZZBS	Other Balance Sheet	Liability
238970	Dividends Payable ESOP	ZZZZBS	Other Balance Sheet	Liability
241010	FICA Withheld	ZZZZBS	Other Balance Sheet	Liability
241020	Federal Income Tax Withheld	ZZZZBS	Other Balance Sheet	Liability
241030	Sales Tax Payable CT	ZZZZBS	Other Balance Sheet	Liability
241040	Connecticut Use Tax Declared	ZZZZBS	Other Balance Sheet	Liability
241050	Massachusetts Income Tax-Emp	ZZZZBS	Other Balance Sheet	Liability
241060	Massachusetts Sales Tax	ZZZZBS	Other Balance Sheet	Liability
241070	Massachusetts Use Tax Declared	ZZZZBS	Other Balance Sheet	Liability
241080	Medicare Tax Withheld	ZZZZBS	Other Balance Sheet	Liability
241100	Connecticut Income Tax-Employees	ZZZZBS	Other Balance Sheet	Liability
241110	Maine Income Tax-Employees	ZZZZBS	Other Balance Sheet	Liability
241111	Mass Sales Tax - Electric Sales	ZZZZBS	Other Balance Sheet	Liability
241120	Mass Sales Tax - Non-Electric Sales	ZZZZBS	Other Balance Sheet	Liability
241180	Sales Tax - Recov	ZZZZBS	Other Balance Sheet	Liability
241190	Mass Sales Tax Pay Dir	ZZZZBS	Other Balance Sheet	Liability
241210	Mass Sales Tax Col Pay	ZZZZBS	Other Balance Sheet	Liability
241230	Michigan Income Tax - Employees	ZZZZBS	Other Balance Sheet	Liability
241990	Tax Collections Payable- Other	ZZZZBS	Other Balance Sheet	Liability
241DC0	Washington DC Withholding	ZZZZBS	Other Balance Sheet	Liability
241ME0	Sales Tax Payable Maine	ZZZZBS	Other Balance Sheet	Liability
241ML0	Maryland Income Tax-Employees	ZZZZBS	Other Balance Sheet	Liability
241MU0	Use Tax	ZZZZBS	Other Balance Sheet	Liability
241NA0	PSNH Consumption Tax-State of NH	ZZZZBS	Other Balance Sheet	Liability
241NP0	New York Use Tax	ZZZZBS	Other Balance Sheet	Liability
241NW0	New York Income Tax	ZZZZBS	Other Balance Sheet	Liability
241NY0	New York Sales Tax	ZZZZBS	Other Balance Sheet	Liability
241UV0	Vermont Use Tax	ZZZZBS	Other Balance Sheet	Liability
242001	Change in Control Payments - NU Acquisition	ZZZZBS	Other Balance Sheet	Liability
242011	Deferred Revenue-HEEC	ZZZZBS	Other Balance Sheet	Liability
242015	Amr Cfi Deferral	ZZZZBS	Other Balance Sheet	Liability
242018	Escrow Liability	ZZZZBS	Other Balance Sheet	Liability
242020	Accrued Audit Expense	ZZZZBS	Other Balance Sheet	Liability
242030	Salary Wages and Expense Payable	ZZZZBS	Other Balance Sheet	Liability
242035	NCC Holding Account	ZZZZBS	Other Balance Sheet	Liability
242036	NCC Transfer Payments	ZZZZBS	Other Balance Sheet	Liability
242040	Accrued Payroll	ZZZZBS	Other Balance Sheet	Liability
242050	Weekly Payroll Control	ZZZZBS	Other Balance Sheet	Liability
242060	Misc Curr Liab RRB ST Int Reserve	ZZZZBS	Other Balance Sheet	Liability
242070	401K Loan Repayment	ZZZZBS	Other Balance Sheet	Liability
242090	Non Exempt Pay Accrue Gen Accting	ZZZZBS	Other Balance Sheet	Liability
242100	Accrue Total Incentive Awards	ZZZZBS	Other Balance Sheet	Liability
242110	Accrued Lease Payments NUCLARK	ZZZZBS	Other Balance Sheet	Liability
242120	Direct Deposit	ZZZZBS	Other Balance Sheet	Liability
242150	Retiree Mgt Med Veba Pyble	ZZZZBS	Other Balance Sheet	Liability
242151	Retiree Union Med Veba Pyble	ZZZZBS	Other Balance Sheet	Liability
242170	Home Auto Insurance Premiums	ZZZZBS	Other Balance Sheet	Liability
242180	Employee Deductions Hyatt Legal	ZZZZBS	Other Balance Sheet	Liability
242195	Recovery of UG Costs - Norfolk	ZZZZBS	Other Balance Sheet	Liability
2421A0	Amts Payable To ESCOs For NU Bill S	ZZZZBS	Other Balance Sheet	Liability

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Account	FERC Description	Level	Description	FERC Hierarchy
2421B0	Deferred Compensation	ZZZZBS	Other Balance Sheet	Liability
2421C0	Stock Purchase Plan	ZZZZBS	Other Balance Sheet	Liability
2421G0	Cur Liab CT Green Com Clean Energy	ZZZZBS	Other Balance Sheet	Liability
2421H0	Cur Liab CT Green Strlng Clean Engy	ZZZZBS	Other Balance Sheet	Liability
2421J0	Cur Liab CT Green 3 Degrees	ZZZZBS	Other Balance Sheet	Liability
242205	Amortization of UG Costs - Norfolk	ZZZZBS	Other Balance Sheet	Liability
242207	Recovery of UG Costs- Canton	ZZZZBS	Other Balance Sheet	Liability
242209	Amortization of UG Costs - Canton	ZZZZBS	Other Balance Sheet	Liability
242210	Current Liability Workforce Reduction	ZZZZBS	Other Balance Sheet	Liability
242250	Plant Acct Self-Self Voluntary Term	ZZZZBS	Other Balance Sheet	Liability
242290	401K Plan Match	ZZZZBS	Other Balance Sheet	Liability
242291	Current Liab Select Energy Wrkforce	ZZZZBS	Other Balance Sheet	Liability
242300	Litigation Reserve	ZZZZBS	Other Balance Sheet	Liability
242307	Current Portion Nea Liability	ZZZZBS	Other Balance Sheet	Liability
242310	Emp P R Deducts-Political Act Com	ZZZZBS	Other Balance Sheet	Liability
242311	Non-Qualified Pension Liability -Current	ZZZZBS	Other Balance Sheet	Liability
242312	EE Rebates Held	ZZZZBS	Other Balance Sheet	Liability
242320	Emp P R Deduct Attach Wages Fixed	ZZZZBS	Other Balance Sheet	Liability
242330	Emp P R Ded Attach Wages Fed Stat	ZZZZBS	Other Balance Sheet	Liability
242340	Emp P R Ded Insurance Personal	ZZZZBS	Other Balance Sheet	Liability
242350	Emp P R Deduction Credit Unions	ZZZZBS	Other Balance Sheet	Liability
242351	Customer Accounts Receivable NSTAR	ZZZZBS	Other Balance Sheet	Liability
242360	Emp P R Ded Union Dues Fixed Plrc	ZZZZBS	Other Balance Sheet	Liability
242361	General Liab Self-Insurance Reserve	ZZZZBS	Other Balance Sheet	Liability
242370	Emp P R Deduction Club Dues	ZZZZBS	Other Balance Sheet	Liability
242375	Accrued RECs in Inventory	ZZZZBS	Other Balance Sheet	Liability
242380	Emp P R Ded Char Contributions	ZZZZBS	Other Balance Sheet	Liability
242381	Sales Tax Reserve	ZZZZBS	Other Balance Sheet	Liability
2423A0	US Savings Bond-NBT	ZZZZBS	Other Balance Sheet	Liability
2423N0	Non-SERP Current Liability	ZZZZBS	Other Balance Sheet	Liability
2423S0	FASB 158 SERP Current Liab-Credit	ZZZZBS	Other Balance Sheet	Liability
242410	Emp P R Ded Misc Deductions	ZZZZBS	Other Balance Sheet	Liability
242420	Accrued Postemployment Benefits - WC LTD	ZZZZBS	Other Balance Sheet	Liability
242434	Envir Costs Re Facility Closures ST	ZZZZBS	Other Balance Sheet	Liability
242440	Suppl Retir + Savings Prgrm	ZZZZBS	Other Balance Sheet	Liability
242450	Emp P R Ded Health Care Rbsm	ZZZZBS	Other Balance Sheet	Liability
242460	Emp P R Dep Day Care Rbsm	ZZZZBS	Other Balance Sheet	Liability
242470	Emp P R Dep Day Care Rbsm-1992	ZZZZBS	Other Balance Sheet	Liability
242480	Dependent Life Deductions	ZZZZBS	Other Balance Sheet	Liability
242490	Supplemental Life Deductions	ZZZZBS	Other Balance Sheet	Liability
242500	HHPP-ASPH Sale Escrow	ZZZZBS	Other Balance Sheet	Liability
242510	Accrued Severance Early Retirement	ZZZZBS	Other Balance Sheet	Liability
242520	Accrued Life Insurance Premiums	ZZZZBS	Other Balance Sheet	Liability
242530	Accrued Vacation Pay	ZZZZBS	Other Balance Sheet	Liability
242540	Auto Self-Insurance Reserve	ZZZZBS	Other Balance Sheet	Liability
242570	FERC Assessment	ZZZZBS	Other Balance Sheet	Liability
242580	Accrued FERC Hydro License Fees	ZZZZBS	Other Balance Sheet	Liability
242610	Int Payable Tax Defic	ZZZZBS	Other Balance Sheet	Liability
242620	Reserv Outstanding Unclaimed C	ZZZZBS	Other Balance Sheet	Liability
242635	Deferred Pole Attach Revenue	ZZZZBS	Other Balance Sheet	Liability
242636	Deferred Wireless Revenue	ZZZZBS	Other Balance Sheet	Liability
242641	Pipeline Refund - Cust	ZZZZBS	Other Balance Sheet	Liability
242775	Pay + Save Holding Residential	ZZZZBS	Other Balance Sheet	Liability
242785	Pay + Save Holding CI	ZZZZBS	Other Balance Sheet	Liability
242790	EE Utility Holding	ZZZZBS	Other Balance Sheet	Liability
242791	EE Cust Fin Holding	ZZZZBS	Other Balance Sheet	Liability
242930	Deferred DSM Revenue	ZZZZBS	Other Balance Sheet	Liability
242931	Deferred CLC-EE Plan	ZZZZBS	Other Balance Sheet	Liability
242960	Unearned Revenue	ZZZZBS	Other Balance Sheet	Liability
242961	Unbilled Account	ZZZZBS	Other Balance Sheet	Liability
242970	Employer 401K match	ZZZZBS	Other Balance Sheet	Liability
242975	Over Earnings Refund	ZZZZBS	Other Balance Sheet	Liability

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Account	FERC Description	Level	Description	FERC Hierarchy
242980	Accrued Executive Incentive Comp	ZZZZBS	Other Balance Sheet	Liability
242990	Misc Current + Accrued Liabilities-Other	ZZZZBS	Other Balance Sheet	Liability
242AV0	Employee Incentive Accrual Even Yrs	ZZZZBS	Other Balance Sheet	Liability
242AX0	Employee Incentive Accrual Odd Yrs	ZZZZBS	Other Balance Sheet	Liability
242B00	EE Health Dep Care Rbsm-2010	ZZZZBS	Other Balance Sheet	Liability
242B10	EE Health Dep Care Rbsm - 2011	ZZZZBS	Other Balance Sheet	Liability
242BM0	ST Liab Burns + McDonnell Incentive Liability	ZZZZBS	Other Balance Sheet	Liability
242BNO	St Liab Burns + McDonnell Notational Liab	ZZZZBS	Other Balance Sheet	Liability
242C1X	Deferred Contract Oblig - CY	ZZZZBS	Other Balance Sheet	Liability
242CA0	Deferred Rental Income-Sundry Sys	ZZZZBS	Other Balance Sheet	Liability
242CO0	Misc Curr Liab Cash Collater	ZZZZBS	Other Balance Sheet	Liability
242D10	Amts Paid-Cust in Lieu of Serving	ZZZZBS	Other Balance Sheet	Liability
242DP0	DPUC Assessment Fees	ZZZZBS	Other Balance Sheet	Liability
242DR0	PSNH ISO-NE Demand Respond	ZZZZBS	Other Balance Sheet	Liability
242E10	ST EIP - Odd Yrs	ZZZZBS	Other Balance Sheet	Liability
242E20	ST EIP - Even Yrs	ZZZZBS	Other Balance Sheet	Liability
242E30	LT EIP in ST Odd Years	ZZZZBS	Other Balance Sheet	Liability
242E40	LT EIP in ST Even Years	ZZZZBS	Other Balance Sheet	Liability
242EN0	Short Term Environmental Liability	ZZZZBS	Other Balance Sheet	Liability
242FB0	RESIDENTIAL BOILER FURNACE LOAN PAY	ZZZZBS	Other Balance Sheet	Liability
242FE0	ACC Fees + Expenses Rate Red Bonds	ZZZZBS	Other Balance Sheet	Liability
242GA0	Geographic Inc Acruar \$2000 Annual	ZZZZBS	Other Balance Sheet	Liability
242GC0	Geographic Inc Acruar \$12000 Xfer	ZZZZBS	Other Balance Sheet	Liability
242GN0	ST Burns + McDonnell Notational Liability	ZZZZBS	Other Balance Sheet	Liability
242GR0	PSNH Renew Def Ener Ser Green Rate	ZZZZBS	Other Balance Sheet	Liability
242GS0	ST Burns + McDonnell Incentive Liability	ZZZZBS	Other Balance Sheet	Liability
242INO	ST Liab Burns + McDonnell Notational Liability	ZZZZBS	Other Balance Sheet	Liability
242IRO	ST Burns + McDonnell Incentive Liability - IRP	ZZZZBS	Other Balance Sheet	Liability
242LRO	Credits ISO Ne Load Response	ZZZZBS	Other Balance Sheet	Liability
242P90	Accrued C+LM Expenses	ZZZZBS	Other Balance Sheet	Liability
242R60	Collect Above Req Payment Elim Acct	ZZZZBS	Other Balance Sheet	Liability
242R6X	Collect Above Req Payment Elim Acct ICP	ZZZZBS	Other Balance Sheet	Liability
242R70	Collect Above Req Payment Non-Elim	ZZZZBS	Other Balance Sheet	Liability
242RC0	Renewable Portfolio Standards	ZZZZBS	Other Balance Sheet	Liability
242RE0	C+LM Residential Loan Payable	ZZZZBS	Other Balance Sheet	Liability
242RG0	Regional Greenhouse Gas Emis Reduct	ZZZZBS	Other Balance Sheet	Liability
242RNO	Renewable Liability	ZZZZBS	Other Balance Sheet	Liability
242RS0	Misc Curr Liab Rrb State of CT 04	ZZZZBS	Other Balance Sheet	Liability
242RT0	Short-Term Retention Cash Liability	ZZZZBS	Other Balance Sheet	Liability
242SD0	Security Deposit - Real Estate	ZZZZBS	Other Balance Sheet	Liability
242SE0	Res Smart-E Loan Payable	ZZZZBS	Other Balance Sheet	Liability
242ST0	YG Advantage Protection Serv Plan	ZZZZBS	Other Balance Sheet	Liability
242TT0	Storm Related Veg Mgt	ZZZZBS	Other Balance Sheet	Liability
242VB0	Vacation Buyinprogram	ZZZZBS	Other Balance Sheet	Liability
242Y2X	Current Deferred Contract Oblig-YAEC	ZZZZBS	Other Balance Sheet	Liability
242YA0	Non-Customer Related Deposits	ZZZZBS	Other Balance Sheet	Liability
243100	Obligations Under Capital Leases - Current	ZZZZBS	Other Balance Sheet	Liability
244LT0	LT Derivative Liabilities	ZZZZBS	Other Balance Sheet	Liability
244ST0	ST Derivative Liabilities	ZZZZBS	Other Balance Sheet	Liability
252010	Cust Adv For Constr	ZZZZBS	Other Balance Sheet	Liability
252020	Cust Adv For Constr-Non Refund	ZZZZBS	Other Balance Sheet	Liability
252040	Interconnect Construct Security Dep	ZZZZBS	Other Balance Sheet	Liability
252050	Sithe Mystic	ZZZZBS	Other Balance Sheet	Liability
252110	Anp Bellingham	ZZZZBS	Other Balance Sheet	Liability
252200	Refundable CIAC Adder	ZZZZBS	Other Balance Sheet	Liability
252300	Pinehill Customer Advance for Construction	ZZZZBS	Other Balance Sheet	Liability
252400	Construction Escrow Liability	ZZZZBS	Other Balance Sheet	Liability
252500	Distr Gen Advance Cust Pmts	ZZZZBS	Other Balance Sheet	Liability
253000	Other Deferred Credits	ZZZZBS	Other Balance Sheet	Liability
253010	Escheatable Monies	ZZZZBS	Other Balance Sheet	Liability
253021	Inventory Replacement Costs Liability	ZZZZBS	Other Balance Sheet	Liability
253030	Sale of Property Clearing	ZZZZBS	Other Balance Sheet	Liability

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Account	FERC Description	Level	Description	FERC Hierarchy
253035	Sale of Leased Appliance Business	ZZZZBS	Other Balance Sheet	Liability
253080	Deferred Revenue	ZZZZBS	Other Balance Sheet	Liability
253090	Deferred Contract Oblig - MY	ZZZZBS	Other Balance Sheet	Liability
253100	Disputed Property Taxes - Withheld	ZZZZBS	Other Balance Sheet	Liability
253101	Property Taxes Under Appeal	ZZZZBS	Other Balance Sheet	Liability
253120	Deferred Directors fees -NU	ZZZZBS	Other Balance Sheet	Liability
253121	Warranty Work - Schneider Electric Breakers	ZZZZBS	Other Balance Sheet	Liability
253122	Town of Belmont - System Impact Study	ZZZZBS	Other Balance Sheet	Liability
253123	Open Cape Project Contributions	ZZZZBS	Other Balance Sheet	Liability
253124	MATEP Distribution Study Agreement	ZZZZBS	Other Balance Sheet	Liability
253130	Deferred Trustee stock obligation	ZZZZBS	Other Balance Sheet	Liability
253150	Deferred Revenue EE	ZZZZBS	Other Balance Sheet	Liability
2531B0	Trans Svc Deposit Algonquin Windsor Locks	ZZZZBS	Other Balance Sheet	Liability
2531E0	Trans Serv Tariff Deposit-Altresco	ZZZZBS	Other Balance Sheet	Liability
2531F0	Suncook Energy Trans Tariff No 1 Dep	ZZZZBS	Other Balance Sheet	Liability
2531G0	Bio Energy Corp Tariff 2	ZZZZBS	Other Balance Sheet	Liability
2531J0	Trans Serv Deposit USGen NE	ZZZZBS	Other Balance Sheet	Liability
2531M0	Holyoke Gas + Electric Tariff No 1	ZZZZBS	Other Balance Sheet	Liability
2531Q0	Transmission Service Deposit CMEEC	ZZZZBS	Other Balance Sheet	Liability
253210	PSNH Tax Lease	ZZZZBS	Other Balance Sheet	Liability
253300	Nonqualified pension liability NSTAR	ZZZZBS	Other Balance Sheet	Liability
253307	NEA Buyout Liability	ZZZZBS	Other Balance Sheet	Liability
253310	Residential Gas Central Heat Plan	ZZZZBS	Other Balance Sheet	Liability
253335	Hazardous Waste Reserves	ZZZZBS	Other Balance Sheet	Liability
253340	Suncook Energy Tariff No 1	ZZZZBS	Other Balance Sheet	Liability
253355	SFAS 133 Liability	ZZZZBS	Other Balance Sheet	Liability
253356	SFAS 133 Regulatory Liability	ZZZZBS	Other Balance Sheet	Liability
253357	SFAS 133 Liability - Current	ZZZZBS	Other Balance Sheet	Liability
253358	SFAS 133 Regulatory Liability - Current	ZZZZBS	Other Balance Sheet	Liability
253450	FIN 45 Ameresco Sales LT	ZZZZBS	Other Balance Sheet	Liability
253480	Miscellaneous Deferred Credits FIN 48	ZZZZBS	Other Balance Sheet	Liability
2534N0	CIAC Tax Liab-Non-Cash-Contrib	ZZZZBS	Other Balance Sheet	Liability
2534T0	CIAC Gross Up Taxes Refundable	ZZZZBS	Other Balance Sheet	Liability
2534W0	CIAC Gross Up Tax Non-Refund	ZZZZBS	Other Balance Sheet	Liability
2534X0	Cogen Intcon Gross Up Tax	ZZZZBS	Other Balance Sheet	Liability
2534Y0	Cogen Interconnect Tax Gross Upcltd	ZZZZBS	Other Balance Sheet	Liability
25351X	Other Deferred Oblig Funding Rabbi Trust	ZZZZBS	Other Balance Sheet	Liability
253540	Securitiz True Up - BEC Funding II	ZZZZBS	Other Balance Sheet	Liability
253550	Securitiz True Up - CEC Funding	ZZZZBS	Other Balance Sheet	Liability
253560	FAS 109 Goodwill ADIT - Federal	ZZZZBS	Other Balance Sheet	Liability
253570	FAS 109 Goodwill ADIT - MA	ZZZZBS	Other Balance Sheet	Liability
253620	Employee Deferred Compensation	ZZZZBS	Other Balance Sheet	Liability
253630	Deferred Directors Fees	ZZZZBS	Other Balance Sheet	Liability
253640	Employee Deferred Stock Obligation	ZZZZBS	Other Balance Sheet	Liability
253641	Trustee Deferred Stock Obligation	ZZZZBS	Other Balance Sheet	Liability
253651	Overcollat - BEC Funding II	ZZZZBS	Other Balance Sheet	Liability
253652	Overcollat - CEC Funding	ZZZZBS	Other Balance Sheet	Liability
253700	Advice of Credit Items	ZZZZBS	Other Balance Sheet	Liability
253780	Deferred Revenue Fiber Optic Cable	ZZZZBS	Other Balance Sheet	Liability
253830	Deferred Credit Carrying Chrg	ZZZZBS	Other Balance Sheet	Liability
2538B0	CMEEC WLFDF MBC Rev Credit	ZZZZBS	Other Balance Sheet	Liability
253900	Accrued Executive Incentive Comp Lt	ZZZZBS	Other Balance Sheet	Liability
253950	Other - Exclusive of Sundry Billing	ZZZZBS	Other Balance Sheet	Liability
253970	Deferred Compensation-Trustees	ZZZZBS	Other Balance Sheet	Liability
253AN0	Burns + McDonnell Notational Liab W	ZZZZBS	Other Balance Sheet	Liability
253AW0	Burns + McDonnell Incentive Liab W	ZZZZBS	Other Balance Sheet	Liability
253C1X	Deferred Contract Oblig - CY ICP	ZZZZBS	Other Balance Sheet	Liability
253DC0	Deferred Comp-Exec	ZZZZBS	Other Balance Sheet	Liability
253E10	LT EIP - Odd Yrs	ZZZZBS	Other Balance Sheet	Liability
253E20	LT EIP - Even Yrs	ZZZZBS	Other Balance Sheet	Liability
253E30	Phantom Shares	ZZZZBS	Other Balance Sheet	Liability
253E40	10-12 Perf Cash Incentive Plan	ZZZZBS	Other Balance Sheet	Liability

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253ENO	Environmental Self-Insurance Fund	ZZZZBS	Other Balance Sheet	Liability
253FS0	FAS 106-Unfunded Liab Curtailment	ZZZZBS	Other Balance Sheet	Liability
253GNO	Burns + McDonnell Notational Liab	ZZZZBS	Other Balance Sheet	Liability
253GSO	Burns + McDonnellincentiveliab	ZZZZBS	Other Balance Sheet	Liability
253INO	Burns + McDonnell Notational Liab C	ZZZZBS	Other Balance Sheet	Liability
253IRO	Burns + McDonnell Incentive Liab C	ZZZZBS	Other Balance Sheet	Liability
253ISO	Othr Defd Interconnectn Sec Dep	ZZZZBS	Other Balance Sheet	Liability
253ME0	Deferred Gain - CL+P Easement	ZZZZBS	Other Balance Sheet	Liability
253MGR	Deferred Merger Costs	ZZZZBS	Other Balance Sheet	Liability
253MM0	Burns + McDonnell Incentive Liab	ZZZZBS	Other Balance Sheet	Liability
253MNO	Burns+McDonnell Notational Liab	ZZZZBS	Other Balance Sheet	Liability
253NIO	NU Fxd Bnd-Chge in Fair Value	ZZZZBS	Other Balance Sheet	Liability
253P10	Othr Defd Neighbor Helping Neighbor	ZZZZBS	Other Balance Sheet	Liability
253P60	NH Pension Liability	ZZZZBS	Other Balance Sheet	Liability
253PY0	Stock Option Tax Withholding Amount	ZZZZBS	Other Balance Sheet	Liability
253RC0	Rehabilitation Tax Credit	ZZZZBS	Other Balance Sheet	Liability
253RNO	Renewable Port Std LT Obligation	ZZZZBS	Other Balance Sheet	Liability
253RTO	Othr Defd LT Retention Cash Liab	ZZZZBS	Other Balance Sheet	Liability
253RTU	SaaS RTU Payments- Long Term	ZZZZBS	Other Balance Sheet	Liability
253ST0	Stock Option Exercise Amount	ZZZZBS	Other Balance Sheet	Liability
253TD0	Various Transmission Deposits	ZZZZBS	Other Balance Sheet	Liability
253TR0	Deferred Tariff 9 Revenue	ZZZZBS	Other Balance Sheet	Liability
253UI0	To Book Quarterly Deposits From UI	ZZZZBS	Other Balance Sheet	Liability
253UN0	Bod Def Fees-Stock Units	ZZZZBS	Other Balance Sheet	Liability
253WL0	Pymt Recd From JDS-Windsor Bldg	ZZZZBS	Other Balance Sheet	Liability
253Y2X	Deferred Contract Oblig-YAEC ICP	ZZZZBS	Other Balance Sheet	Liability
253YA0	Long Term Non Customer Deposit	ZZZZBS	Other Balance Sheet	Liability
254001	Reg Liability - Fair Value Adj - NU Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Liability
254002	Deferred DSM Revenue- Reg Liability	ZZZZBS	Other Balance Sheet	Liability
254020	FASB 109 Regulatory Liability - BECO	ZZZZBS	Other Balance Sheet	Liability
254021	FASB 109 Regulatory Liability - Commonwealth	ZZZZBS	Other Balance Sheet	Liability
254022	FASB 109 Reg Liability - Cambridge Elec	ZZZZBS	Other Balance Sheet	Liability
254030	Other Regulatory Liabilities - 254030	ZZZZBS	Other Balance Sheet	Liability
254050	Storm Contingency Fund	ZZZZBS	Other Balance Sheet	Liability
254090	AFUDC on Transmision 50%	ZZZZBS	Other Balance Sheet	Liability
254150	Fair Value Adj - Acquisition of NSTAR Reg Liab	ZZZZBS	Other Balance Sheet	Liability
254170	Reg Liab-R E Gains After 7 1 98	ZZZZBS	Other Balance Sheet	Liability
254200	NOX Credit Sales Post C Date	ZZZZBS	Other Balance Sheet	Liability
254355	Derivative Regulatory Liability	ZZZZBS	Other Balance Sheet	Liability
254356	Derivative Below Mkt Cost - Reg Liab - Current	ZZZZBS	Other Balance Sheet	Liability
2543J0	Other Eg Liab FAS158 - SERP	ZZZZBS	Other Balance Sheet	Liability
2543K0	Other Reg Liability FAS158- OPEB	ZZZZBS	Other Balance Sheet	Liability
2543Z0	Othe Reg Liab-Non-SERP Cumultv Adj	ZZZZBS	Other Balance Sheet	Liability
254540	C+LM Deferral of Over Recoveries	ZZZZBS	Other Balance Sheet	Liability
2545Y0	Spent Fuel Trust DOE Diff Credit	ZZZZBS	Other Balance Sheet	Liability
254900	Reg Liab NU Merger Pension	ZZZZBS	Other Balance Sheet	Liability
254980	Regulatory Liability - CY -YA	ZZZZBS	Other Balance Sheet	Liability
254990	Misc Reg Liability	ZZZZBS	Other Balance Sheet	Liability
254A10	Intra Co Deferral Amounts	ZZZZBS	Other Balance Sheet	Liability
254AC0	Allconnect Commissions Deferral	ZZZZBS	Other Balance Sheet	Liability
254AE0	Fair Value AES Thames IPP Contract	ZZZZBS	Other Balance Sheet	Liability
254BC0	System Benefit Charge Deferral	ZZZZBS	Other Balance Sheet	Liability
254BP0	Reg Liability- Boiler+ Furnace Replace Pgm	ZZZZBS	Other Balance Sheet	Liability
254CA0	Competitive Transition Charge Def	ZZZZBS	Other Balance Sheet	Liability
254CB0	Reg Liability GSC FMCC Deferral	ZZZZBS	Other Balance Sheet	Liability
254CT0	Reserve CL+P Overearnings Dkt00-12	ZZZZBS	Other Balance Sheet	Liability
254CW0	AFUDC Regulatory Liability Sch 21NU	ZZZZBS	Other Balance Sheet	Liability
254DC0	Reg Liability Revenue Decoupling	ZZZZBS	Other Balance Sheet	Liability
254DK0	FASB 109 Regulatory Liability	ZZZZBS	Other Balance Sheet	Liability
254E10	Inter Co Deferral Amounts	ZZZZBS	Other Balance Sheet	Liability
254EH0	Reg Liability Fv Derivative Cont	ZZZZBS	Other Balance Sheet	Liability
254EN0	Regulatory Liability - Enron	ZZZZBS	Other Balance Sheet	Liability

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254ERO	PSNH Electric Assist Prog Reserve	ZZZZBS	Other Balance Sheet	Liability
254ETO	PSNH Statewide Electric Assist Prog	ZZZZBS	Other Balance Sheet	Liability
254FSO	Amort FAS 106-WMECO	ZZZZBS	Other Balance Sheet	Liability
254FTO	Ftr Fair Market Value	ZZZZBS	Other Balance Sheet	Liability
254GEO	Reg Liability - Yg System Expansion	ZZZZBS	Other Balance Sheet	Liability
254GRO	PSNH Rnew Def Ener Ser Green Rate	ZZZZBS	Other Balance Sheet	Liability
254GSG	Firm Gas Costs Pr Yr Overcoll - SEC Grouping	ZZZZBS	Other Balance Sheet	Liability
254GTO	Seasonal Gas Costs - Over Collection	ZZZZBS	Other Balance Sheet	Liability
254HCO	Protective Hardship Credit - RAAC	ZZZZBS	Other Balance Sheet	Liability
254ILO	ILEP Margin Sharing	ZZZZBS	Other Balance Sheet	Liability
254LBR	Deferred Lost Base Revenues Reg Liab	ZZZZBS	Other Balance Sheet	Liability
254LCO	Long Term Renewable Contract	ZZZZBS	Other Balance Sheet	Liability
254LDO	Load Data + Load Data Analysis	ZZZZBS	Other Balance Sheet	Liability
254LGO	LNG Tracking For True-Up of Plant	ZZZZBS	Other Balance Sheet	Liability
254NEO	Neil Distribution - CL+P	ZZZZBS	Other Balance Sheet	Liability
254NFO	Reg Liability - Yg Non Firm Margin	ZZZZBS	Other Balance Sheet	Liability
254NF1	Reg Liability - NFM Large Proj	ZZZZBS	Other Balance Sheet	Liability
254NF2	Reg Liability - Small Large Proj	ZZZZBS	Other Balance Sheet	Liability
254NW0	NWPP Deferral	ZZZZBS	Other Balance Sheet	Liability
254P20	SCRC Regulatory Obligation-Seabrook	ZZZZBS	Other Balance Sheet	Liability
254P30	PSNH ES Deferral	ZZZZBS	Other Balance Sheet	Liability
254P90	PSNH Accrued C+LM Expenses	ZZZZBS	Other Balance Sheet	Liability
254PA0	Firm Gas Costs Overcollection	ZZZZBS	Other Balance Sheet	Liability
254PG0	Deferred PGA Unbilled	ZZZZBS	Other Balance Sheet	Liability
254PJ0	Reserve for C+LM Projects	ZZZZBS	Other Balance Sheet	Liability
254PP0	Reg Liability Pens Pbop Trcker Mech	ZZZZBS	Other Balance Sheet	Liability
254PS0	Reg Liability Propane Prcds Pr Prge	ZZZZBS	Other Balance Sheet	Liability
254RA0	Reserve For Transmission Refunds	ZZZZBS	Other Balance Sheet	Liability
254RDO	TC Rate CAP Deferral	ZZZZBS	Other Balance Sheet	Liability
254RE0	PSNH Environmental Reg Obligation	ZZZZBS	Other Balance Sheet	Liability
254RGO	RGGI Regulatory Liability Deferral	ZZZZBS	Other Balance Sheet	Liability
254RP0	Reg Liab - Deferred REP	ZZZZBS	Other Balance Sheet	Liability
254SBO	Gain on Sale Bethel Land YG	ZZZZBS	Other Balance Sheet	Liability
254SLO	Basic Service Cost Adj True Up	ZZZZBS	Other Balance Sheet	Liability
254SO0	Solar Program Cost Adj	ZZZZBS	Other Balance Sheet	Liability
254ST0	Reg Liability Storm Reserve	ZZZZBS	Other Balance Sheet	Liability
254TC0	TCam Deferral	ZZZZBS	Other Balance Sheet	Liability
254TRO	NU Tariff No 10 - Transmission Deferral	ZZZZBS	Other Balance Sheet	Liability
254TX1	Contra Deferred RTD	ZZZZBS	Other Balance Sheet	Liability
254TX2	Contra Deferred AC 282	ZZZZBS	Other Balance Sheet	Liability
254UC0	Reg Liability Uncol T-Up Basic Srvc	ZZZZBS	Other Balance Sheet	Liability
254UL0	Miscellaneous Credits	ZZZZBS	Other Balance Sheet	Liability
254WA0	Intra Co Deferral Amounts Trans	ZZZZBS	Other Balance Sheet	Liability
254WE0	Inter Co Deferral Amounts Trans	ZZZZBS	Other Balance Sheet	Liability
254YCO	Reg Liab YGS Conservation Adj Mech	ZZZZBS	Other Balance Sheet	Liability
255000	Accum Deferred Investment Tax	ZZZZBS	Other Balance Sheet	Liability
281000	Acc DIT Liab - Accel Amort Prop	ZZZZBS	Other Balance Sheet	Liability
282000	ADIT - Fed - Liberalized Prop	ZZZZBS	Other Balance Sheet	Liability
282020	ADIT - MA - Liberalized Prop	ZZZZBS	Other Balance Sheet	Liability
2821X0	ACC DIT - Interco Elim	ZZZZBS	Other Balance Sheet	Liability
2821XX	Acc Dit Interco Elim - ICP	ZZZZBS	Other Balance Sheet	Liability
282DK0	Accum Def Inc Tx Prop FASB 109	ZZZZBS	Other Balance Sheet	Liability
282LGX	ADIT - Interco Land Gain - Elim	ZZZZBS	Other Balance Sheet	Liability
282SE0	State Adit Ld Excl From Rb	ZZZZBS	Other Balance Sheet	Liability
282X0X	Federal LD ADIT for Eliminations	ZZZZBS	Other Balance Sheet	Liability
282XE0	Federal Adit Ld Excl From Rb	ZZZZBS	Other Balance Sheet	Liability
283010	Federal Adit Non Prop	ZZZZBS	Other Balance Sheet	Liability
283020	Mass Adit Non Property	ZZZZBS	Other Balance Sheet	Liability
283024	ADIT - Mass - NU Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Liability
283025	ADIT - Federal - NU Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Liability
283030	FASB109 Accum Def Income Tax	ZZZZBS	Other Balance Sheet	Liability
283070	FASB109 Accum DIT	ZZZZBS	Other Balance Sheet	Liability

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283090	FASB109 Mass Accum Def Income Tax	ZZZZBS	Other Balance Sheet	Liability
283100	Federal ADIT - Non prop	ZZZZBS	Other Balance Sheet	Liability
283110	MA ADIT - Non prop	ZZZZBS	Other Balance Sheet	Liability
283120	MA ADIT - Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Liability
283130	Federal ADIT - Acquisition of NSTAR	ZZZZBS	Other Balance Sheet	Liability
283210	Fed Adit - BEC II Transition	ZZZZBS	Other Balance Sheet	Liability
283220	State Adit - BEC II Transition	ZZZZBS	Other Balance Sheet	Liability
283230	Fed Adit - CEC Funding Transition	ZZZZBS	Other Balance Sheet	Liability
283240	State Adit - CEC Funding Transition	ZZZZBS	Other Balance Sheet	Liability
283400	FAS 109 Goodwill Adit Federal	ZZZZBS	Other Balance Sheet	Liability
283420	FAS 109 Goodwill Adit Mass	ZZZZBS	Other Balance Sheet	Liability
283990	ACC Def Inc Tx Other-Misc	ZZZZBS	Other Balance Sheet	Liability
2839C0	X-Fer Curr Adit Liab	ZZZZBS	Other Balance Sheet	Liability
2839L0	ACC DIT Liab - Current Portion	ZZZZBS	Other Balance Sheet	Liability
283CP0	Deferred Taxes - Comprehensive Inco	ZZZZBS	Other Balance Sheet	Liability
283DG0	Tax Gross-Up on SFAS 109 Reg Assets	ZZZZBS	Other Balance Sheet	Liability
283DK0	Accum Def Inc Tx Othr FASB 109	ZZZZBS	Other Balance Sheet	Liability
283SE0	State Adit Liabilities Excl from Rb	ZZZZBS	Other Balance Sheet	Liability
283VA0	Deferred Tax Valuation	ZZZZBS	Other Balance Sheet	Liability
283X00	Fed LT Adit Liabilities For Elims	ZZZZBS	Other Balance Sheet	Liability
283X0X	Federal LT Adit Liabilities for Elims - ICP	ZZZZBS	Other Balance Sheet	Liability
283XE0	Fed Adit Liabilities Excl From Rb	ZZZZBS	Other Balance Sheet	Liability
283XL0	Fed Curr Adit Liabilities From Elims	ZZZZBS	Other Balance Sheet	Liability
403000	Depreciation Expense	ZZZZOS	Other Income Statement	Expense
40301X	Depreciation Expense ICP	ZZZZOS	Other Income Statement	Expense
40302X	Cap Rent Depreciation Expense ICP	ZZZZOS	Other Income Statement	Expense
403100	NUSCO Depreciation-Transfer Credit	ZZZZOM	Operation and Maintenance	Expense
4031R0	ARO Depreciation Expense	ZZZZOS	Other Income Statement	Expense
403200	Depreciation Expense- NUSCO	ZZZZOM	Operation and Maintenance	Expense
403400	Depreciation Expense- Data	ZZZZOM	Operation and Maintenance	Expense
403500	Depreciation Expense- Telephone	ZZZZOM	Operation and Maintenance	Expense
403600	Depreciation Expense-MDM	ZZZZOM	Operation and Maintenance	Expense
403700	Depreciation Expense - Capital Leases	ZZZZOS	Other Income Statement	Expense
404000	Amort of Limited-Term Elec Plant	ZZZZOS	Other Income Statement	Expense
404100	Amort of Limited-Term Elec Plant Software	ZZZZOS	Other Income Statement	Expense
405000	Amortization of Other Electric Plant	ZZZZOS	Other Income Statement	Expense
406000	Amortization - Electric Plant Acquisition Adjustments	ZZZZOS	Other Income Statement	Expense
406100	Amortization-Other	ZZZZOS	Other Income Statement	Expense
407000	Amort of Prop Loss Unrecov Plnt + Reg Study	ZZZZOS	Other Income Statement	Expense
407001	Amort of Prop Loss Unrecov Plnt + Reg Study - NU Acquisition	ZZZZOS	Other Income Statement	Expense
407002	Amort of Prop Loss Unrecov Plnt + Reg Study - Asbestos	ZZZZOS	Other Income Statement	Expense
407010	Chapter 121 Taxes	ZZZZOS	Other Income Statement	Expense
407020	Amort of Prop Loss BEC CEC	ZZZZOS	Other Income Statement	Expense
407030	Disallowed AFUDC Depr	ZZZZOS	Other Income Statement	Expense
407040	AFUDC Transmission Reg Debit	ZZZZOS	Other Income Statement	Expense
407050	AFUDC Transmission Reg Credit	ZZZZOS	Other Income Statement	Expense
407200	Amort of Prop Loss Unrecov Plnt + Reg Study MP1	ZZZZOS	Other Income Statement	Expense
407300	Regulatory Debits	ZZZZOS	Other Income Statement	Expense
407301	Regulatory Debits-Other	ZZZZOS	Other Income Statement	Expense
407302	Regulatory Debits- Environment Deferral	ZZZZOS	Other Income Statement	Expense
407303	Regulatory Debits- ARC Flash Amortization	ZZZZOS	Other Income Statement	Expense
407304	Regulatory Debits- CSI Project	ZZZZOS	Other Income Statement	Expense
407305	Regulatory Debits- Amort AB	ZZZZOS	Other Income Statement	Expense
407306	Regulatory Debits- Recovr F109	ZZZZOS	Other Income Statement	Expense
407307	Regulatory Debits- Late Charges	ZZZZOS	Other Income Statement	Expense
407308	Regulatory Debits-Settlement	ZZZZOS	Other Income Statement	Expense
407309	Regulatory Debits- Amort Prop Loss	ZZZZOS	Other Income Statement	Expense
407310	Regulatory Debits- RN Conserv	ZZZZOS	Other Income Statement	Expense
407315	Regulatory Debits- Def Exp Radio System	ZZZZOS	Other Income Statement	Expense
407320	Regulatory Debits - Reg Assets Securitized	ZZZZOS	Other Income Statement	Expense
407321	Regulatory Debits- CIAC Gross up	ZZZZOS	Other Income Statement	Expense
407325	Regulatory Debits - Reg Assets Unsecuritized	ZZZZOS	Other Income Statement	Expense

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407330	Regulatory Debits-CIAC Gross up non refundable	ZZZZOS	Other Income Statement	Expense
407340	Regulatory Debits 5COM	ZZZZOS	Other Income Statement	Expense
407350	Amortization Rehabilitation Tax Credit	ZZZZOS	Other Income Statement	Expense
407360	Regulatory Debits- CAP Deferral	ZZZZOS	Other Income Statement	Expense
407370	Regulatory Debits- FAS 109	ZZZZOS	Other Income Statement	Expense
407375	Regulatory Debits- AFUDC	ZZZZOS	Other Income Statement	Expense
407380	Regulatory Debits-CLM	ZZZZOS	Other Income Statement	Expense
407384	Regulatory Debit- System Resiliency	ZZZZOS	Other Income Statement	Expense
407385	Regulatory Debit- Medicare Subsidy	ZZZZOS	Other Income Statement	Expense
407390	Regulatory Debits-Non tax Gross up	ZZZZOS	Other Income Statement	Expense
407395	Goodwill Amort - NStar	ZZZZOS	Other Income Statement	Expense
4073F0	Amort Nonbypass Fmcc Def	ZZZZOS	Other Income Statement	Expense
407400	Regulatory Credits	ZZZZOS	Other Income Statement	Expense
407410	Regulatory Credits 50% AFUDC Credit Sch 21	ZZZZOS	Other Income Statement	Expense
407420	Regulatory Credits - Rev Decoupling	ZZZZOS	Other Income Statement	Expense
407500	Regulatory Debits- Reg asset	ZZZZOS	Other Income Statement	Expense
407520	Reg Credits- Rev Decoupling Gas	ZZZZOS	Other Income Statement	Expense
407600	Regulatory Debits- Kensington power plant	ZZZZOS	Other Income Statement	Expense
407AR0	Amortization PSNH Generation ARO	ZZZZOS	Other Income Statement	Expense
407DF0	Low Income Discount Deferral	ZZZZOS	Other Income Statement	Expense
408001	CT Unemployment Tax Exp	ZZZZOS	Other Income Statement	Expense
408010	Federal Unemployment Tax	ZZZZOS	Other Income Statement	Expense
408011	MA Unemployment Tax	ZZZZOS	Other Income Statement	Expense
40801X	Payroll Taxes ICP	ZZZZOM	Operation and Maintenance	Expense
408020	FICA Tax	ZZZZOS	Other Income Statement	Expense
408050	Medicare Tax	ZZZZOS	Other Income Statement	Expense
408100	Taxes Other Than Income Tax Util Op Inc	ZZZZOS	Other Income Statement	Expense
408101	Taxes Other Than Income Tax Util Op Inc - BOS	ZZZZOS	Other Income Statement	Expense
408110	Local Property Tax Expense	ZZZZOS	Other Income Statement	Expense
408120	Genl Svc Co OH Taxes N	ZZZZOM	Operation and Maintenance	Expense
408130	Taxes Other Than Income Tax Util Op Inc- Fed Excise	ZZZZOS	Other Income Statement	Expense
408140	Taxes Other Than Income Tax Util Op Inc- Fed Highway	ZZZZOS	Other Income Statement	Expense
408150	Genl Svc Co OH Taxes	ZZZZOS	Other Income Statement	Expense
408180	MA Health Tax	ZZZZOS	Other Income Statement	Expense
4081H0	NH Unemployment Tax	ZZZZOS	Other Income Statement	Expense
408200	Taxes Other Than Inc Tax Oth Inc and Ded	ZZZZOS	Other Income Statement	Expense
408201	Nonutility Property Taxes	ZZZZOS	Other Income Statement	Expense
408210	Taxes Other Than Inc Tax Oth Inc and Ded- GET	ZZZZOS	Other Income Statement	Expense
408220	Payroll Taxes Transferred-Credit	ZZZZOS	Other Income Statement	Expense
408300	Taxes Other Than Inc Tax Util Op Inc-Mass MFG Excise	ZZZZOS	Other Income Statement	Expense
408360	DC Unemployment Tax	ZZZZOS	Other Income Statement	Expense
408370	FL Unemployment Tax	ZZZZOS	Other Income Statement	Expense
408400	Taxes Other Than Income Tax Util Op Inc - NHBET	ZZZZOS	Other Income Statement	Expense
408450	Conn Corp Bus - Capital Base Tax	ZZZZOS	Other Income Statement	Expense
408500	Taxes Other Than Income Tax Util Op Inc- NH Cons	ZZZZOS	Other Income Statement	Expense
408510	Taxes Other Than Income Tax Util Op Inc- NH Ins Prem	ZZZZOS	Other Income Statement	Expense
408600	Taxes Other Than Income Tax Util Op Inc- CT Ins Pre	ZZZZOS	Other Income Statement	Expense
408610	Taxes Other Than Income Tax Util Op Inc- CT Motor Vehicle	ZZZZOS	Other Income Statement	Expense
408620	Taxes Other Than Income Tax Util Op Inc- GET	ZZZZOS	Other Income Statement	Expense
408630	Taxes Other Than Income Tax Util Op Inc-Other	ZZZZOS	Other Income Statement	Expense
408700	Taxes Other Than Income Tax Util Op Inc- MA 1M	ZZZZOS	Other Income Statement	Expense
408800	Taxes Other Than Income Tax Util Op Inc- Misc	ZZZZOS	Other Income Statement	Expense
408MIO	Other Taxes Unemployment MI	ZZZZOS	Other Income Statement	Expense
408NY0	NY Unemployment Tax	ZZZZOS	Other Income Statement	Expense
409100	Federal Income Taxes + Util Operating Income	ZZZZOS	Other Income Statement	Expense
409105	CR - Federal Income Taxes Util Operating Income	ZZZZOS	Other Income Statement	Expense
409120	Federal Income Tax Expense FIN 48	ZZZZOS	Other Income Statement	Expense
409125	Federal Income Taxes Util OP Income-NAESCO	ZZZZOS	Other Income Statement	Expense
409130	Income Taxes Util Operating Income-NUSCO Perm	ZZZZOS	Other Income Statement	Expense
409150	Income Taxes Util Operating Income NH	ZZZZOS	Other Income Statement	Expense
409200	Federal Inc Taxes - Other Inc and Deductions	ZZZZOS	Other Income Statement	Expense
409210	NY State-Gen Business Franchise Tax	ZZZZOS	Other Income Statement	Expense

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
409223	Conn Corp Bus-Inc Portion-Other Income and Ded	ZZZZOS	Other Income Statement	Expense
409225	NH Business Profits Tax-NAESCO	ZZZZOS	Other Income Statement	Expense
409227	Mass Pub Svc-Franchise -Other Income and Ded	ZZZZOS	Other Income Statement	Expense
409228	Mass Dom Bus Mfg Excise- Other Inc and Ded	ZZZZOS	Other Income Statement	Expense
409300	Income Taxes Util Operating Income- Conn Corp Bus	ZZZZOS	Other Income Statement	Expense
409350	NHBPT - Other Inc and Ded	ZZZZOS	Other Income Statement	Expense
409400	Income Taxes Util Operating Income-Other States	ZZZZOS	Other Income Statement	Expense
409500	Income Taxes Util Operating Income-Maine	ZZZZOS	Other Income Statement	Expense
409600	Income Taxes Util Operating Income-Vermont	ZZZZOS	Other Income Statement	Expense
409700	Income Taxes Util Operating Income-Mass Pub Svc	ZZZZOS	Other Income Statement	Expense
409705	CR - Income Taxes Util Op Inc-Mass Pub Svc -Franchise	ZZZZOS	Other Income Statement	Expense
409800	Income Taxes Util Op Inc-Mass Com Bus-Excise	ZZZZOS	Other Income Statement	Expense
409805	CR - Income Taxes Util Op Inc-Mass Com Bus-Excise	ZZZZOS	Other Income Statement	Expense
409900	Income Taxes Util Operating Income-State FIN 48	ZZZZOS	Other Income Statement	Expense
409PMX	NUSCO Perm Inc Tax Expense ICP	ZZZZOS	Other Income Statement	Expense
409X10	Op Cur Federal Income Tax - Elim	ZZZZOS	Other Income Statement	Expense
409X20	N Op Federal Cur Income Tax - Elim	ZZZZOS	Other Income Statement	Expense
410100	Prov for Fed Deferred Inc Tax + Util Op Inc	ZZZZOS	Other Income Statement	Expense
410102	CR - Prov for Fed Deferred Inc Tax Util Op Inc	ZZZZOS	Other Income Statement	Expense
410111	Prov for MA Deferred Inc Tax + Util Op Inc	ZZZZOS	Other Income Statement	Expense
410112	Provision for Deferred Inc Tax Util Op In- CT Corp	ZZZZOS	Other Income Statement	Expense
410113	Provision for Deferred Inc Tax Util Op Inc-NH	ZZZZOS	Other Income Statement	Expense
410114	Provision for Deferred Inc Tax Util Op Inc-Other state	ZZZZOS	Other Income Statement	Expense
410115	CR - Prov for MA Deferred Inc Tax Util Op Inc	ZZZZOS	Other Income Statement	Expense
410125	Prov for Fed Def Inc Tax Util Op Inc-NAESCO	ZZZZOS	Other Income Statement	Expense
410130	Deferred Fed Inc Tax Util Op Inc-FIN 48	ZZZZOS	Other Income Statement	Expense
410140	Deferred Fed Inc Tax Util Op Inc - Interco	ZZZZOS	Other Income Statement	Expense
410150	Provision for Deferred Inc Tax Util Op Inc- FIN 48 state	ZZZZOS	Other Income Statement	Expense
410160	Prov Def State Inc Tax - Util Op Inc - Interco	ZZZZOS	Other Income Statement	Expense
410200	Deferred Federal Inc Tax - Other Inc + Ded	ZZZZOS	Other Income Statement	Expense
410210	Prov Deferred Inc Tax - Other Inc +Ded - MA	ZZZZOS	Other Income Statement	Expense
410220	Prov Deferred Inc Tax - Other Inc +Ded - CT	ZZZZOS	Other Income Statement	Expense
410230	Prov Deferred Inc Tax - Other Inc + Ded - NH	ZZZZOS	Other Income Statement	Expense
410X10	Provision for Deferred Inc Tax Util Op Inc Elim	ZZZZOS	Other Income Statement	Expense
410X1X	Prov For Deferred Inc Tax- Util Op Inc Elim - ICP	ZZZZOS	Other Income Statement	Expense
410X20	Provision for Deferred Inc Tax Util Op Inc Non Op Elim	ZZZZOS	Other Income Statement	Expense
411000	ARO Accretion Expense	ZZZZOS	Other Income Statement	Expense
411100	Prov for Deferred FED Inc Tax Cr - Non Op- Elim	ZZZZOS	Other Income Statement	Expense
411110	Provision for Deferred Inc Tax Credit NUSCO	ZZZZOS	Other Income Statement	Expense
411112	Prov Def Federal Inc Tax -Cr-Other	ZZZZOS	Other Income Statement	Expense
411113	Provision for Deferred Inc Tax Credit- MA	ZZZZOS	Other Income Statement	Expense
411114	Prov Def Inc Tax-State-Cr-Lib Dep	ZZZZOS	Other Income Statement	Expense
411115	Provision for Deferred Inc Tax Credit- CT Corp	ZZZZOS	Other Income Statement	Expense
411117	Provision for Deferred Inc Tax Credit- NH	ZZZZOS	Other Income Statement	Expense
411118	Provision for Deferred Inc Tax Credit- Other State	ZZZZOS	Other Income Statement	Expense
411120	Deferred Fed Inc Tax Cr -FIN 48	ZZZZOS	Other Income Statement	Expense
411130	Provision for Deferred Inc Tax Credit state FIN 48	ZZZZOS	Other Income Statement	Expense
411140	Prov for Def FED Inc Tax Util Op Inc - Cr-Elim	ZZZZOS	Other Income Statement	Expense
41114X	Provision For Deferred Inc Tax Credit Elim - ICP	ZZZZOS	Other Income Statement	Expense
411200	Prov Def Inc Tax Oth Inc+Ded-Fed	ZZZZOS	Other Income Statement	Expense
411210	Prov Def Inc Tax Oth Inc+Ded- MA	ZZZZOS	Other Income Statement	Expense
411220	Prov Def Inc Tax Oth Inc+Ded- CT Corp	ZZZZOS	Other Income Statement	Expense
411230	Prov Def Inc Tax Oth Inc+Ded- NH Bus	ZZZZOS	Other Income Statement	Expense
411400	Invest Tax Cr Adjmt-Util Oper Inc	ZZZZOS	Other Income Statement	Expense
411500	Invest Tax Credit Adj Non Utility Oper	ZZZZOS	Other Income Statement	Expense
411600	Gains From Disp of Utility Plant	ZZZZOM	Operation and Maintenance	Revenue
411700	Losses From Disp of Utility Plant	ZZZZOM	Operation and Maintenance	Expense
413300	Depreciation-Plant Leased To Other	ZZZZOS	Other Income Statement	Expense
414000	Impairments - Long Lived Assets	ZZZZOS	Other Income Statement	Expense
415000	Rev - Merchandising Jobbing and Contracting	ZZZZOS	Other Income Statement	Revenue
415100	Late Payment Charges	ZZZZOS	Other Income Statement	Revenue
417000	Rev - Nonutil Operations	ZZZZOS	Other Income Statement	Revenue

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Account	FERC Description	Level	Description	FERC Hierarchy
417001	Rev - Nonutility Operations Wireless Communications	ZZZZOS	Other Income Statement	Revenue
41701X	Rev - Nonutil Operations ICP	ZZZZOS	Other Income Statement	Revenue
417030	Federal Projects- EE- Revenue	ZZZZOS	Other Income Statement	Revenue
417100	Exp - Nonutility Operations	ZZZZOS	Other Income Statement	Expense
417110	Nonutility Operations Expense	ZZZZOM	Operation and Maintenance	Expense
417111	Nonutility Oper Exp - Non Oper Prop	ZZZZOM	Operation and Maintenance	Expense
417120	Non Utility Operating Depreciation	ZZZZOS	Other Income Statement	Expense
417130	Federal Projects- EE-Expense	ZZZZEE	Energy Efficiency	Expense
418000	Non Oper Rental Inc Revenues	ZZZZOS	Other Income Statement	Revenue
418010	Amort Rent Inc SCom Barter Trans Cb	ZZZZOM	Operation and Maintenance	Revenue
41801X	Equity in Earnings ICP	ZZZZOS	Other Income Statement	Revenue
418020	Equity in Earnings-ICP Adjustment	ZZZZOS	Other Income Statement	Revenue
418050	Non Oper Rental Inc Revenues- Depreciation	ZZZZOS	Other Income Statement	Revenue
41809X	Intercompany Non Utility Rent	ZZZZOS	Other Income Statement	Revenue
418140	Earnings in New England Hydro-Transmission	ZZZZOS	Other Income Statement	Revenue
418CC0	Operating Compnay Earnings in CY	ZZZZOS	Other Income Statement	Revenue
418CY0	Equity In Earnings-CT Yankee	ZZZZOS	Other Income Statement	Revenue
418CZ0	Contra 418CC0 For NU Equity in Earnings - CY	ZZZZOS	Other Income Statement	Revenue
418MY0	Equity in Earnings - Maine Yankee	ZZZZOS	Other Income Statement	Revenue
418NX0	Equity in Earnings- NSTAR Min Int	ZZZZOS	Other Income Statement	Revenue
418YA0	Equity in Earnings - Yank Atomic Disabled	ZZZZOS	Other Income Statement	Revenue
418YY0	Operating Company Earnings in YA	ZZZZOS	Other Income Statement	Revenue
418YZ0	Contra 418YY0 For NU Equity in Earnings - YA	ZZZZOS	Other Income Statement	Revenue
419000	Interest + Dividend Income	ZZZZOS	Other Income Statement	Revenue
41901X	Interest + Dividend Income ICP	ZZZZOS	Other Income Statement	Revenue
419040	Int - Taxable - Other	ZZZZOS	Other Income Statement	Revenue
419100	Allow for Other Funds Used During Constr - Equity	ZZZZOS	Other Income Statement	Revenue
419200	Interest Income Intercompany	ZZZZOS	Other Income Statement	Revenue
41922X	Interest Income Intercompany ICP	ZZZZOS	Other Income Statement	Revenue
41923X	Interest Income Intercompany Other ICP	ZZZZOS	Other Income Statement	Revenue
41934X	Dividend Income Intercompany ICP	ZZZZOS	Other Income Statement	Revenue
41945X	Interest + Dividend Income RABBI trust ICP	ZZZZOS	Other Income Statement	Revenue
419500	Other Interest Income	ZZZZOS	Other Income Statement	Revenue
419600	Transition Property Accretion Income	ZZZZOS	Other Income Statement	Revenue
419T6X	Intracompany Int Income Trans Tariff ICP	ZZZZOS	Other Income Statement	Revenue
421000	Miscellaneous Nonoperating Income	ZZZZOS	Other Income Statement	Revenue
421001	DSM Incentive Revenue	ZZZZOS	Other Income Statement	Revenue
42101X	Gain on Disposal of Property- Elim	ZZZZOS	Other Income Statement	Revenue
42111R	Miscellaneous Nonoperating Income-RABBI Trust	ZZZZOS	Other Income Statement	Revenue
421120	Int Inc-Prior SNFDC Net	ZZZZOS	Other Income Statement	Revenue
421124	Income - Investments Equity Method	ZZZZOS	Other Income Statement	Revenue
421130	Miscellaneous Nonoperating Income NSTAR	ZZZZOS	Other Income Statement	Revenue
42113X	Misc Nonoperating Income - ICP	ZZZZOS	Other Income Statement	Revenue
421140	Gain on Disposition of Property	ZZZZOM	Operation and Maintenance	Revenue
421150	Loss on Disposition of Property	ZZZZOM	Operation and Maintenance	Revenue
421200	Miscellaneous Nonoperating Income- CLM	ZZZZOS	Other Income Statement	Revenue
421250	C+LM Incentives	ZZZZOS	Other Income Statement	Revenue
421300	Miscellaneous Nonoperating Income- Other	ZZZZOS	Other Income Statement	Revenue
42131X	Miscellaneous Nonoperating Income ICP	ZZZZOS	Other Income Statement	Revenue
42132X	Misc Nonoperating Income ICP	ZZZZOS	Other Income Statement	Revenue
421600	Misc Nonoperating Income	ZZZZOM	Operation and Maintenance	Revenue
421610	Rec Revenue - NWPP Shareholders	ZZZZOS	Other Income Statement	Revenue
42161X	Miscellaneous Nonoperating Income- Other ICP	ZZZZOS	Other Income Statement	Revenue
421620	Incentive Income	ZZZZOS	Other Income Statement	Revenue
42164X	Miscellaneous Nonoperating Income- Amort ICP	ZZZZOM	Operation and Maintenance	Expense
42175X	Equity in Earnings - Sub- Mode 1 ICP	ZZZZOS	Other Income Statement	Revenue
421DC0	Def Comp MTM	ZZZZOS	Other Income Statement	Revenue
421TX0	Gain On Purchased Tax Credits	ZZZZOS	Other Income Statement	Expense
423000	Cash Contributions-Unrestricted	ZZZZOS	Other Income Statement	Revenue
423001	In-Kind Contributions-Unrestricted	ZZZZOM	Operation and Maintenance	Revenue
423002	Net Realized Capital Gains Losses	ZZZZOS	Other Income Statement	Revenue
423003	Net Unrealized Capital Gains Loss	ZZZZOM	Operation and Maintenance	Revenue

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Account	FERC Description	Level	Description	FERC Hierarchy
424100	In-Kind Expenses Donations	ZZZZOS	Other Income Statement	Expense
424110	In-Kind Services Donations	ZZZZOM	Operation and Maintenance	Expense
424200	HHS Donations	ZZZZOS	Other Income Statement	Expense
424300	Scholarships Donations	ZZZZOM	Operation and Maintenance	Expense
424400	Civic + Community Donations	ZZZZOM	Operation and Maintenance	Expense
424600	Educational Matching Donations	ZZZZOM	Operation and Maintenance	Expense
424610	Corporate Matching Donations	ZZZZOM	Operation and Maintenance	Expense
424700	Corporate Grants	ZZZZOS	Other Income Statement	Expense
425000	Miscellaneous Amortization	ZZZZOM	Operation and Maintenance	Expense
426100	Corporate Donations	ZZZZOM	Operation and Maintenance	Expense
4261T0	Donation Offset For Tax Credits	ZZZZOS	Other Income Statement	Expense
426200	Life Insurance	ZZZZOS	Other Income Statement	Revenue
426300	Penalties Expense	ZZZZOM	Operation and Maintenance	Expense
426400	Expend for Civic + Political Activities	ZZZZOM	Operation and Maintenance	Expense
426401	Expend for Civic + Pol Act Lob Fed	ZZZZOM	Operation and Maintenance	Expense
426402	Expend for Civic + Pol Act PAC	ZZZZOM	Operation and Maintenance	Expense
426500	Other Deductions	ZZZZOM	Operation and Maintenance	Expense
42651X	Other Deductions ICP	ZZZZOS	Other Income Statement	Expense
426540	Other Deductions- Public Education	ZZZZOS	Other Income Statement	Expense
426550	Other Deductions- Sys Comm	ZZZZOM	Operation and Maintenance	Expense
426NF0	Corporate Donations- In Kind Admin	ZZZZOS	Other Income Statement	Expense
427000	Interest on Long - Term Debt	ZZZZOS	Other Income Statement	Expense
42701X	Interest on Long - Term Debt ICP	ZZZZOS	Other Income Statement	Expense
427200	Interest on Long - Term Debt- Other	ZZZZOS	Other Income Statement	Expense
428000	Amort of Debt Disc and Exp	ZZZZOS	Other Income Statement	Expense
428100	Amort of Loss on Reacquired Debt	ZZZZOS	Other Income Statement	Expense
428200	RRB Interest NSTAR	ZZZZOS	Other Income Statement	Expense
428400	Amort of Debt Disc and Exp- NU Acquisition	ZZZZOS	Other Income Statement	Expense
429000	Premium On Debt Amortization - Credit	ZZZZOS	Other Income Statement	Expense
429100	Amort of Premium on Debt - Credit	ZZZZOS	Other Income Statement	Expense
430000	Interest on Debt To Assoc Co	ZZZZOS	Other Income Statement	Expense
43001X	Interest on Debt To Assoc Co ICP	ZZZZOS	Other Income Statement	Expense
430T2X	Interest on Debt Trans Tariff Intracompany ICP	ZZZZOS	Other Income Statement	Expense
431000	Other Interest Exp	ZZZZOS	Other Income Statement	Expense
431100	Interest on Short Term Loans	ZZZZOS	Other Income Statement	Expense
431110	Interest - Commitment Fees	ZZZZOS	Other Income Statement	Expense
43111X	Interest on Short Term Loans ICP	ZZZZOS	Other Income Statement	Expense
431120	Interest - Commitment Fees REV12	ZZZZOS	Other Income Statement	Expense
431200	Other Interest Exp- Cust Sec Dep	ZZZZOS	Other Income Statement	Expense
431201	Bad Debt Adder Interest	ZZZZOM	Operation and Maintenance	Expense
431210	Other Interest Exp- Cust Sec Dep INSTL	ZZZZOS	Other Income Statement	Expense
431300	Other Interest Exp FIN48	ZZZZOS	Other Income Statement	Expense
431301	DSM Deferral Interest	ZZZZEE	Energy Efficiency	Expense
431400	Other Interest Exp- Other	ZZZZOS	Other Income Statement	Expense
43142X	Other Interest Exp- Other ICP	ZZZZOS	Other Income Statement	Expense
431450	Interest Expense- Capital Leases	ZZZZOS	Other Income Statement	Expense
431500	Return on Def Transmission Costs	ZZZZFP	Fuel and Purchased Power	Expense
431600	Other Interest Exp- Net Metering Deferral	ZZZZFP	Fuel and Purchased Power	Expense
43193X	Other Interest Exp Intercompany ICP	ZZZZOS	Other Income Statement	Expense
432000	Allow Brwd Funds Used During Cons - Debt	ZZZZOS	Other Income Statement	Expense
433000	Balance Transferred From Income	ZZZZBS	Other Balance Sheet	Liability
433020	Balance Transferred from Income Adjustment	ZZZZBS	Other Balance Sheet	Liability
4331C0	Minority Interest from 433C10 - CY	ZZZZBS	Other Balance Sheet	Liability
4331Y0	Minority Interest from 433Y10 - YA	ZZZZBS	Other Balance Sheet	Liability
433C10	Minority Interest to 4331C0 - CY	ZZZZBS	Other Balance Sheet	Liability
433NX0	Bal Trans From Income- Min Int	ZZZZBS	Other Balance Sheet	Liability
433Y10	Minority Interest to 4331Y0 - YA	ZZZZBS	Other Balance Sheet	Liability
437010	CL+P-\$1.90 Series-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437015	4.25% Preferred Stock Dividends	ZZZZBS	Other Balance Sheet	Liability
437020	4.78% Preferred Stock Dividends	ZZZZBS	Other Balance Sheet	Liability
437025	CL+P-\$2.00 Series-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437030	CL+P-\$2.04 Series-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability

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Account	FERC Description	Level	Description	FERC Hierarchy
437040	CL+P-\$2.20 Series-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437050	CL+P-\$2.06 Series E-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437060	CL+P-\$2.09 Series F-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437070	CL+P-\$3.24 Series G-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437410	CL+P-3.90% Ser-1949-Div DCI Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437420	CL+P-4.50% Series 1956-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437430	CL+P-4.50% Series 1963-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437440	CL+P-4.96% Series 1958-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437450	CL+P-5.28% Series 1967-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
437460	CL+P-6.56% Series 1968-Div Decl Pfd Stk	ZZZZBS	Other Balance Sheet	Liability
438000	Dividends Declared-Common Stock	ZZZZBS	Other Balance Sheet	Liability
438010	Unallocated Dividend Adj - ESOP	ZZZZBS	Other Balance Sheet	Liability
438030	Dividends Declared-Rest Stock Unit	ZZZZBS	Other Balance Sheet	Liability
439110	RE Adj Pref Stock Expense Amort	ZZZZBS	Other Balance Sheet	Liability
440000	Residential Sales	ZZZZOS	Other Income Statement	Revenue
440100	Deferred RAAC Revenue	ZZZZOS	Other Income Statement	Revenue
440200	Deferred PAM Elect	ZZZZOM	Operation and Maintenance	Revenue
442010	Commercial Sales	ZZZZOS	Other Income Statement	Revenue
442011	Commercial Sales-Intercompany	ZZZZOS	Other Income Statement	Revenue
44201X	Commercial Sales-Intercompany ICP	ZZZZOS	Other Income Statement	Revenue
442020	Industrial Sales	ZZZZOS	Other Income Statement	Revenue
44202X	DG CLP Revenue	ZZZZOS	Other Income Statement	Revenue
442030	Deferred Commerical RAAC Revenue	ZZZZOS	Other Income Statement	Revenue
442059	Deferred industrial RAAC Revenue	ZZZZOS	Other Income Statement	Revenue
444000	Public Street + Highway Lighting	ZZZZOS	Other Income Statement	Revenue
444010	Deferred Public Street + Highway Lighting	ZZZZOS	Other Income Statement	Revenue
446000	Sales To Railroads + Railways	ZZZZOS	Other Income Statement	Revenue
447000	Sales For Resale- Energy	ZZZZOS	Other Income Statement	Revenue
447100	Sales For Resale Intercompany	ZZZZOS	Other Income Statement	Revenue
447110	Sales For Resale Energy ISO-NE	ZZZZOS	Other Income Statement	Revenue
44711X	Sales For Resale Intercompany ICP	ZZZZOS	Other Income Statement	Revenue
447120	Sales For Resale Misc - ISO NE	ZZZZOS	Other Income Statement	Revenue
447200	Capacity Sales For Resale-Intercompany	ZZZZOS	Other Income Statement	Revenue
447210	Sales For Resale - Capacity ISO NE	ZZZZOS	Other Income Statement	Revenue
44722X	Capacity Sales For Resale-Intercompany ICP	ZZZZOS	Other Income Statement	Revenue
447300	Sales For Resale - Requirement Service	ZZZZOS	Other Income Statement	Revenue
447400	Sales For Resale- Other	ZZZZOS	Other Income Statement	Revenue
447500	Sales For Resale- Capacity	ZZZZOS	Other Income Statement	Revenue
449100	Provision For Rate Refunds	ZZZZOS	Other Income Statement	Revenue
449A2X	Provision For Rate Refunds-Intracompany ICP	ZZZZOS	Other Income Statement	Revenue
449E1X	Provision For Rate Refunds-Inter Co ICP	ZZZZOS	Other Income Statement	Revenue
450000	Late Payment Charges - Electric	ZZZZOS	Other Income Statement	Revenue
451000	Miscellaneous Service Revenue	ZZZZOS	Other Income Statement	Revenue
451001	Miscellaneous Service Revenue-Other	ZZZZOS	Other Income Statement	Revenue
451002	Meter Restoration Fee	ZZZZOS	Other Income Statement	Revenue
451003	Pole Restoration Fee	ZZZZOS	Other Income Statement	Revenue
451004	Manhole Restoration Fee	ZZZZOS	Other Income Statement	Revenue
451005	Warrant Fee	ZZZZOS	Other Income Statement	Revenue
45101X	Miscellaneous Service Revenue ICP	ZZZZOS	Other Income Statement	Revenue
451030	Temporary Construction Revenue	ZZZZOS	Other Income Statement	Revenue
451100	CY YA Variance for 555	ZZZZOS	Other Income Statement	Revenue
451200	Abatement Fee	ZZZZOS	Other Income Statement	Revenue
454000	Rent from Electric Property	ZZZZOS	Other Income Statement	Revenue
454001	Rent from Electric Property Other	ZZZZOS	Other Income Statement	Revenue
45401X	Rent from Electric Property-Intercompany ICP	ZZZZOS	Other Income Statement	Revenue
45402X	Rent from Electric Property- Other Intercompany ICP	ZZZZOS	Other Income Statement	Revenue
454100	Rent from Transmission Property	ZZZZOS	Other Income Statement	Revenue
454200	Rent from ElectProp +RE+pole attach	ZZZZOS	Other Income Statement	Revenue
454201	Rent from Electric Property Other PTF	ZZZZOS	Other Income Statement	Revenue
454210	Rent from Electric Property NON PTF	ZZZZOS	Other Income Statement	Revenue
456000	Other Electric Revenues	ZZZZOS	Other Income Statement	Revenue
45601X	Electric Rec Revenues ICP	ZZZZOS	Other Income Statement	Revenue

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Account	FERC Description	Level	Description	FERC Hierarchy
456020	Electric Rec Revenues	ZZZZOS	Other Income Statement	Revenue
45602X	IC Electric Rec Revenues ICP	ZZZZOS	Other Income Statement	Revenue
456030	IC Electric Rec Revenues	ZZZZOS	Other Income Statement	Revenue
456100	Rev Transmission of Elec of Others	ZZZZOS	Other Income Statement	Revenue
45610X	Gas Transmission Rev - ICP	ZZZZOS	Other Income Statement	Revenue
456110	Rev Transmission of Elec of Others Intercompany	ZZZZOS	Other Income Statement	Revenue
45611X	Rev Transmission of Elec of Others- Sch 21 Intracompany ICP	ZZZZOS	Other Income Statement	Revenue
456120	Rev Transmission of Elec of Others- Black Start	ZZZZOS	Other Income Statement	Revenue
45612X	Hydro Quebec phase 2 support 2014 ICP	ZZZZOS	Other Income Statement	Revenue
456130	Rev Trans of Elec of Others - OATT Sch 2 Rev	ZZZZOS	Other Income Statement	Revenue
45613X	Rev Transmission of Elec of Others- RNS ICP	ZZZZOS	Other Income Statement	Revenue
456140	Rev Transmission of Elec of Others- TOUT	ZZZZOS	Other Income Statement	Revenue
45614X	Rev Trans of Elec of Others- S+D for RNS ICP	ZZZZOS	Other Income Statement	Revenue
456150	Rev Transmission of Elec of Others- RNS	ZZZZOS	Other Income Statement	Revenue
45616X	Rev Transmission of Elec of Others- Sch 21 Intercompany ICP	ZZZZOS	Other Income Statement	Revenue
456170	Rev Transmission of Elec of Others- S+D for TOUT	ZZZZOS	Other Income Statement	Revenue
45617X	Intercompany Sch-21 Revs Other ICP	ZZZZOS	Other Income Statement	Revenue
456180	Rev Transmission of Elec of Others- S+D for RNS	ZZZZOS	Other Income Statement	Revenue
45618X	Rev Trans of Elec of Others- S+D for Sch 21 Intraco ICP	ZZZZOS	Other Income Statement	Revenue
456190	Rev Transmission of Elec of Others- S+D for Sch 21	ZZZZOS	Other Income Statement	Revenue
45619X	Rev Trans of Elec of Others- S+D for Sch 21 Interco ICP	ZZZZOS	Other Income Statement	Revenue
456210	NSTAR RNS Revenue	ZZZZFP	Fuel and Purchased Power	Revenue
456300	Misc Elec Revenue	ZZZZOS	Other Income Statement	Revenue
45635X	Misc Elec Revenue ICP	ZZZZOS	Other Income Statement	Revenue
456400	Assoc Co - Revenue	ZZZZOS	Other Income Statement	Revenue
456420	Amortization	ZZZZOS	Other Income Statement	Revenue
456500	Other Engineering	ZZZZFP	Fuel and Purchased Power	Revenue
456990	Other Electric Revenues - Other	ZZZZOS	Other Income Statement	Revenue
456RAX	NUSCO Rate of Return - Revenue ICP	ZZZZOS	Other Income Statement	Revenue
45701X	Services Rendered to Assoc Co ICP	ZZZZOS	Other Income Statement	Revenue
457030	Services Rendered To Com Gas	ZZZZOS	Other Income Statement	Revenue
457050	Services Rendered To HEEC	ZZZZOS	Other Income Statement	Revenue
457060	RRR	ZZZZOS	Other Income Statement	Revenue
457090	Services Rendered To NSTAR Holding Co	ZZZZOS	Other Income Statement	Revenue
457110	Services Rendered To Hopkinton LNG	ZZZZOS	Other Income Statement	Revenue
457350	NUSCO Intercompany Revenue	ZZZZOS	Other Income Statement	Revenue
457400	Services Rendered To NSTAR Electric	ZZZZOS	Other Income Statement	Revenue
480000	Residential Sales Gas	ZZZZOS	Other Income Statement	Revenue
481000	Commercial Gas Sales-Intercompany	ZZZZOS	Other Income Statement	Revenue
481010	Commercial Sales Gas	ZZZZOS	Other Income Statement	Revenue
481011	Commercial Revenues Cash Out	ZZZZOS	Other Income Statement	Revenue
481020	Industrial Sales Gas	ZZZZOS	Other Income Statement	Revenue
481030	Industrial Sales Gas- Reduced GET	ZZZZOS	Other Income Statement	Revenue
481040	Industrial Sales Gas - Spec Contracts- Reduced GET	ZZZZOS	Other Income Statement	Revenue
481C2X	Commercial Non-Firm Sales ICP	ZZZZOS	Other Income Statement	Revenue
481C1X	Commercial Intercompany Sales ICP	ZZZZOS	Other Income Statement	Revenue
481CN0	Commercial Non-Firm Sales	ZZZZOS	Other Income Statement	Revenue
481GN0	Industrial Non-Firm Sales- Reduced GET	ZZZZOS	Other Income Statement	Revenue
481IN0	Industrial Non-Firm Sales	ZZZZOS	Other Income Statement	Revenue
481RGO	Retail Revenue Gas	ZZZZOS	Other Income Statement	Revenue
482000	Municipal Revenue	ZZZZOS	Other Income Statement	Revenue
483000	Sales for Resale Gas	ZZZZOS	Other Income Statement	Revenue
48300X	Sales for Resale Gas - ICP	ZZZZOS	Other Income Statement	Revenue
483370	CGAC - Retainage on OSS + Cap Rev	ZZZZOS	Other Income Statement	Revenue
483950	Nonfirm 3rd Party Supplier Service	ZZZZOS	Other Income Statement	Revenue
483NG0	Wholesale Gas for Resale	ZZZZOS	Other Income Statement	Revenue
485000	Intracompany Transfers	ZZZZOS	Other Income Statement	Revenue
485310	Deferred LDAC Revenue	ZZZZOS	Other Income Statement	Revenue
485320	Deferred Residential RAAC Revenue	ZZZZOS	Other Income Statement	Revenue
485330	Deferred Comm Municipal RAAC Rev	ZZZZOS	Other Income Statement	Revenue
485340	Deferred Industrial RAAC Rev	ZZZZOS	Other Income Statement	Revenue
485350	Deferred PAM Gas Revenue	ZZZZOM	Operation and Maintenance	Revenue

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
485360	Deferred CLM Revenue	ZZZZEE	Energy Efficiency	Revenue
485370	Deferred CGAC Revenue	ZZZZFP	Fuel and Purchased Power	Revenue
485380	Deferred GSEP Revenue	ZZZZOS	Other Income Statement	Revenue
487000	Late Payment Charges - Gas	ZZZZOS	Other Income Statement	Revenue
487100	Other Late Payment Charges	ZZZZOS	Other Income Statement	Revenue
487200	Misc Other Revenue Late Payment Charges	ZZZZOS	Other Income Statement	Revenue
488000	Miscellaneous Service Revenue Gas	ZZZZOS	Other Income Statement	Revenue
488100	Miscellaneous Dist Service Revenue Gas	ZZZZOM	Operation and Maintenance	Revenue
488200	Rev Assoc Co-NSTAR Gas	ZZZZOS	Other Income Statement	Revenue
48820X	Rev Assoc Co - ICP	ZZZZOS	Other Income Statement	Revenue
489300	Residential Firm Transportation	ZZZZOS	Other Income Statement	Revenue
489400	Marketer Storage Service	ZZZZOS	Other Income Statement	Revenue
489500	Commercial Firm Transportation	ZZZZOS	Other Income Statement	Revenue
489600	Commercial Non-Firm Transportation	ZZZZOS	Other Income Statement	Revenue
489620	Commercial Interruptible Transportation	ZZZZOS	Other Income Statement	Revenue
489700	Industrial Firm Transportation	ZZZZOS	Other Income Statement	Revenue
489710	Industrial Firm Reduced GET Transportation	ZZZZOS	Other Income Statement	Revenue
489720	Industrial Interruptible	ZZZZOS	Other Income Statement	Revenue
489800	Industrial Non-Firm Transportation	ZZZZOS	Other Income Statement	Revenue
489810	Industrial Reduced GET Non Firm Transportation	ZZZZOS	Other Income Statement	Revenue
489900	Rev from Transportation of Gas of Others	ZZZZOS	Other Income Statement	Revenue
489C1X	Commercial Intercompany FT Gas ICP	ZZZZOS	Other Income Statement	Revenue
493000	Rent from Gas Property	ZZZZOS	Other Income Statement	Revenue
493010	Rent from Gas Property Intercompany	ZZZZOS	Other Income Statement	Revenue
49301X	Rent from Gas Property ICP	ZZZZOS	Other Income Statement	Revenue
495000	Other Gas revenue	ZZZZOS	Other Income Statement	Revenue
495100	Fannie Mae Revenue	ZZZZOS	Other Income Statement	Revenue
495200	Other Gas revenue Intercompany	ZZZZOS	Other Income Statement	Revenue
49520X	Other Gas Revenue - ICP	ZZZZOS	Other Income Statement	Revenue
495210	Other Gas Revenue Unbilled ECS	ZZZZOS	Other Income Statement	Revenue
495300	Deferred AFP Revenue	ZZZZOS	Other Income Statement	Revenue
496100	Provision for Rate Refunds- Gas	ZZZZOS	Other Income Statement	Revenue
500000	Operation Supervision + Eng - Steam	ZZZZOM	Operation and Maintenance	Expense
501000	Fuel Costs- Steam Oil	ZZZZFP	Fuel and Purchased Power	Expense
501100	Fuel Costs-Steam Plant	ZZZZFP	Fuel and Purchased Power	Expense
501120	Fuel Costs- Steam Other	ZZZZFP	Fuel and Purchased Power	Expense
501130	Fuel Cost - Steam Additives	ZZZZFP	Fuel and Purchased Power	Expense
501140	Fuel Cost - Steam Residuals	ZZZZFP	Fuel and Purchased Power	Expense
501150	Fuel Expense- Wood Residuals	ZZZZFP	Fuel and Purchased Power	Expense
501190	Fuel Cost - Sludge	ZZZZFP	Fuel and Purchased Power	Expense
502000	Steam Expenses	ZZZZOM	Operation and Maintenance	Expense
505000	Electric Expenses - Steam	ZZZZOM	Operation and Maintenance	Expense
506000	Misc Steam Power Exp-Other	ZZZZOM	Operation and Maintenance	Expense
507000	Rent Exp Steam Pwr	ZZZZOM	Operation and Maintenance	Expense
509000	Emission Allowances	ZZZZFP	Fuel and Purchased Power	Expense
510000	Maint Supervision + Eng Steam	ZZZZOM	Operation and Maintenance	Expense
511000	Maintenance of Structures Steam	ZZZZOM	Operation and Maintenance	Expense
512000	Maintenance of Boiler Plant Steam	ZZZZOM	Operation and Maintenance	Expense
513000	Maint of Electric Plant Steam	ZZZZOM	Operation and Maintenance	Expense
514000	Maint of Misc Steam Plant	ZZZZOM	Operation and Maintenance	Expense
517000	Operation Super + Eng - Electric	ZZZZOM	Operation and Maintenance	Expense
518000	Amort Prior SNFDC	ZZZZFP	Fuel and Purchased Power	Expense
518001	Nuclear Fuel Expense	ZZZZFP	Fuel and Purchased Power	Expense
535000	Operation Supv and Engineering	ZZZZOM	Operation and Maintenance	Expense
536000	Water For Power-Other	ZZZZOM	Operation and Maintenance	Expense
537000	Hydraulic Expenses-Other	ZZZZOM	Operation and Maintenance	Expense
538000	Electric Expense	ZZZZOM	Operation and Maintenance	Expense
539000	Misc Hydro Rent Exp	ZZZZOM	Operation and Maintenance	Expense
540000	Rents To Associated Companies	ZZZZOM	Operation and Maintenance	Expense
541000	Maint Supervision + Eng Hydro	ZZZZOM	Operation and Maintenance	Expense
542000	Maint of Structures-Hydro	ZZZZOM	Operation and Maintenance	Expense
543000	Maint of Reservoir Dams + Wtrway	ZZZZOM	Operation and Maintenance	Expense

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
544000	Maint of Elect Plant Hydro	ZZZZOM	Operation and Maintenance	Expense
545000	Maint of Misc Hydro Plant-Other	ZZZZOM	Operation and Maintenance	Expense
546000	Operation Supv + Engineering	ZZZZOM	Operation and Maintenance	Expense
547000	Fuel Costs -Other	ZZZZFP	Fuel and Purchased Power	Expense
547100	Fuel Costs -Alongside	ZZZZFP	Fuel and Purchased Power	Expense
547200	Fuel Costs -Sludge Expense N	ZZZZFP	Fuel and Purchased Power	Expense
548000	Generation Expenses	ZZZZOM	Operation and Maintenance	Expense
549000	Misc Other Expense-Other	ZZZZOM	Operation and Maintenance	Expense
551000	Maintenance Supv + Engineering Other	ZZZZOM	Operation and Maintenance	Expense
552000	Maintenance of Structures Pwr Gen Other	ZZZZOM	Operation and Maintenance	Expense
553000	Maint of Gen+Elec Equip Other	ZZZZOM	Operation and Maintenance	Expense
554000	Maint of Misc Pwr Generation Other	ZZZZOM	Operation and Maintenance	Expense
555000	Purchased Power Energy	ZZZZFP	Fuel and Purchased Power	Expense
555001	Purchased Power Energy- Deferred Fuel	ZZZZFP	Fuel and Purchased Power	Expense
555002	Purchased Power Energy-Demand Ratchet Offset Rebates	ZZZZFP	Fuel and Purchased Power	Expense
55501X	Purchased Power Energy ICP	ZZZZFP	Fuel and Purchased Power	Expense
555110	CY Atomic Power Co-Purch Power	ZZZZFP	Fuel and Purchased Power	Expense
555120	Purchased Power - VT Yankee Nuclear Power Corp 06	ZZZZFP	Fuel and Purchased Power	Expense
55512X	Purchased Power Intercompany ICP	ZZZZFP	Fuel and Purchased Power	Expense
555130	Purchased Power - ME Yankee Atomic Power	ZZZZFP	Fuel and Purchased Power	Expense
555200	Purchased Power - Unreg	ZZZZFP	Fuel and Purchased Power	Expense
555300	Purchased Power - CY YA MY	ZZZZOM	Operation and Maintenance	Expense
555310	Purchased Power - CY	ZZZZFP	Fuel and Purchased Power	Expense
555320	Purchased Power - YA	ZZZZFP	Fuel and Purchased Power	Expense
555330	Purchased Power - MY	ZZZZFP	Fuel and Purchased Power	Expense
55533X	Purchased Power - CY ICP	ZZZZFP	Fuel and Purchased Power	Expense
55534X	Purchased Power - YA ICP	ZZZZFP	Fuel and Purchased Power	Expense
555350	Misc Purchase Power ISO-NE	ZZZZFP	Fuel and Purchased Power	Expense
55535X	Purchase Capacity-NH Yankee-Seabrook ICP	ZZZZFP	Fuel and Purchased Power	Expense
555360	Purchased Power - VT Yankee Nuclear Power Corp 36	ZZZZFP	Fuel and Purchased Power	Expense
555400	Purchased Power Capacity	ZZZZFP	Fuel and Purchased Power	Expense
555410	Purchased Power Capacity ISO NE	ZZZZFP	Fuel and Purchased Power	Expense
555420	Capacity Contracts For Difference	ZZZZFP	Fuel and Purchased Power	Expense
555430	Energy-REC- Special Contracts	ZZZZFP	Fuel and Purchased Power	Expense
555440	Capacity- Special Contracts	ZZZZFP	Fuel and Purchased Power	Expense
555500	Sales-Hub S T Purch Energy	ZZZZFP	Fuel and Purchased Power	Expense
555555	Purchased Power Energy- Standard Service	ZZZZFP	Fuel and Purchased Power	Expense
555600	Purchases of Energy ISO-NE	ZZZZOS	Other Income Statement	Expense
555700	Deferred Transmission Revenue	ZZZZFP	Fuel and Purchased Power	Expense
555800	Deferred Transition Rev	ZZZZOS	Other Income Statement	Expense
55586X	NU Renewable Energy Certificate ICP	ZZZZFP	Fuel and Purchased Power	Expense
555900	NEA Energy	ZZZZOS	Other Income Statement	Expense
556000	System Control and Load Dispatching	ZZZZOM	Operation and Maintenance	Expense
557000	Other Power Expenses- Buyout	ZZZZFP	Fuel and Purchased Power	Expense
55701X	CT Yankee - Decomm - Cambridge Elec ICP	ZZZZFP	Fuel and Purchased Power	Expense
55702X	MA Yankee - Decomm - BECO ICP	ZZZZFP	Fuel and Purchased Power	Expense
55703X	MA Yankee - Decomm - Commonwealth ICP	ZZZZFP	Fuel and Purchased Power	Expense
55704X	MA Yankee - Decomm - Cambridge Elec ICP	ZZZZFP	Fuel and Purchased Power	Expense
55705X	CT Yankee - Decomm - BECO ICP	ZZZZFP	Fuel and Purchased Power	Expense
557064	Maine Yankee - Decomm	ZZZZFP	Fuel and Purchased Power	Expense
557100	Other Power Expenses - NEPOOL Other	ZZZZFP	Fuel and Purchased Power	Expense
557110	Other Power Expenses - NEPOOL	ZZZZOM	Operation and Maintenance	Expense
557200	Renewables Expense	ZZZZEE	Energy Efficiency	Expense
560000	Transmission Operation Super + Eng	ZZZZOM	Operation and Maintenance	Expense
560002	Transm Oper Super + Eng- Snow Rem	ZZZZOM	Operation and Maintenance	Expense
560003	Transm Oper Sup + Eng- Oper Prop	ZZZZOM	Operation and Maintenance	Expense
560004	Transm Oper Super + Eng- App Dev	ZZZZOM	Operation and Maintenance	Expense
560005	Transm Oper Super + Eng- Appl Supp	ZZZZOM	Operation and Maintenance	Expense
560006	Transm Oper Super + Eng- DB Admin	ZZZZOM	Operation and Maintenance	Expense
560007	Transm Oper Super + Eng- Infrac	ZZZZOM	Operation and Maintenance	Expense
560008	Tran Opr Sup+Eng PC Serv Help Desk	ZZZZOM	Operation and Maintenance	Expense
560009	Transm Oper Sup+Eng- Trans Veh Util	ZZZZOM	Operation and Maintenance	Expense

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Account	FERC Description	Level	Description	FERC Hierarchy
560090	Total Reward-Incentive 560	ZZZZOM	Operation and Maintenance	Expense
560110	General Super and Admin	ZZZZOM	Operation and Maintenance	Expense
560112	Absence Time 560	ZZZZOM	Operation and Maintenance	Expense
560113	Disability 560	ZZZZOM	Operation and Maintenance	Expense
560570	Reallocation offset 560	ZZZZOM	Operation and Maintenance	Expense
561000	Load Dispatching	ZZZZOM	Operation and Maintenance	Expense
561100	Load Dispatch - Reliability	ZZZZOM	Operation and Maintenance	Expense
561200	Load Dispatch Monitor + Oper	ZZZZOM	Operation and Maintenance	Expense
561201	Load Dispatch Mon + Oper - Janitor	ZZZZOM	Operation and Maintenance	Expense
561202	Load Dispatch Mon+Oper - Main Bldg	ZZZZOM	Operation and Maintenance	Expense
56121X	Load Dispatch Monitor + Oper ICP	ZZZZOM	Operation and Maintenance	Expense
561300	Load Dispatch Trans Service +Schedule	ZZZZOM	Operation and Maintenance	Expense
561330	Load dispatch - transmission svc + sched	ZZZZOM	Operation and Maintenance	Expense
561400	Scheduling + System Control+Dispatch	ZZZZFP	Fuel and Purchased Power	Expense
561480	Load Dispatching - Scheduling + System Control + Dispatch	ZZZZOM	Operation and Maintenance	Expense
561500	Reliability Plan+Standards	ZZZZOM	Operation and Maintenance	Expense
561550	ISO Schedule 5	ZZZZFP	Fuel and Purchased Power	Expense
561600	Transmission Service Studies	ZZZZOM	Operation and Maintenance	Expense
561700	Generation Interconnection Studies	ZZZZOM	Operation and Maintenance	Expense
561800	Reliability + Planning + Standards Devel Services	ZZZZFP	Fuel and Purchased Power	Expense
562000	Transmission Station Expense	ZZZZOM	Operation and Maintenance	Expense
562010	Tra Sta Xfmr Op	ZZZZOM	Operation and Maintenance	Expense
562020	Tra Sta Buses + SW Gear Op	ZZZZOM	Operation and Maintenance	Expense
562030	Tra Sta Relay Op	ZZZZOM	Operation and Maintenance	Expense
562040	Tra Sta Breaker Op	ZZZZOM	Operation and Maintenance	Expense
562050	Tra Sta Misc Equip Op	ZZZZOM	Operation and Maintenance	Expense
562080	Tra Sta Op of Batteries	ZZZZOM	Operation and Maintenance	Expense
562090	Tra Sta Housekeeping	ZZZZOM	Operation and Maintenance	Expense
562240	Tra Sta Inspect	ZZZZOM	Operation and Maintenance	Expense
562250	Tra Sta Xfmr Power Factor Test	ZZZZOM	Operation and Maintenance	Expense
562260	Tra Sta Load Readings	ZZZZOM	Operation and Maintenance	Expense
562280	Tra Sta Care and Support	ZZZZOM	Operation and Maintenance	Expense
562290	Trans - Inspect Towers + Poles	ZZZZOM	Operation and Maintenance	Expense
562295	Trans Station Switching	ZZZZOM	Operation and Maintenance	Expense
562300	Trans - SS Alarm Investigate	ZZZZOM	Operation and Maintenance	Expense
562310	Trans Sta NPCC Relay + Trip testing	ZZZZOM	Operation and Maintenance	Expense
562320	Trans Sta Non-NPCC Relay+Trip Test	ZZZZOM	Operation and Maintenance	Expense
562330	Trans Sta Test Doble timer sweep	ZZZZOM	Operation and Maintenance	Expense
562340	Trans Sta Checks	ZZZZOM	Operation and Maintenance	Expense
562570	Reallocation offset 562	ZZZZOM	Operation and Maintenance	Expense
563000	Overhead Line Exp	ZZZZOM	Operation and Maintenance	Expense
563100	Overhead line customer support	ZZZZOM	Operation and Maintenance	Expense
563400	OH Lines Inspection and Patrols	ZZZZOM	Operation and Maintenance	Expense
564000	Underground Line Exp	ZZZZOM	Operation and Maintenance	Expense
564200	Trans - UG Vault Inspect and Clean	ZZZZOM	Operation and Maintenance	Expense
564400	UG Tra Line Fault Location	ZZZZOM	Operation and Maintenance	Expense
564570	Reallocation offset 564	ZZZZOM	Operation and Maintenance	Expense
565000	Transmission of Electricity by Others	ZZZZFP	Fuel and Purchased Power	Expense
565100	Transmission Other	ZZZZOM	Operation and Maintenance	Expense
56511X	Transmission of Electricity of Others- WMECO Local Facilities ICP	ZZZZFP	Fuel and Purchased Power	Expense
565200	Transmission of Electricity by Others Black Start ISO NE	ZZZZFP	Fuel and Purchased Power	Expense
565210	Transmission of Electricity by Others Trans Rev Load Resp	ZZZZFP	Fuel and Purchased Power	Expense
565220	Transmission of Electricity by Others NOATT Sched 2	ZZZZFP	Fuel and Purchased Power	Expense
56522X	Transmission of Electricity by Others - RNS ICP	ZZZZFP	Fuel and Purchased Power	Expense
565230	Transmission of Electricity by Others RMR	ZZZZFP	Fuel and Purchased Power	Expense
56523X	Trans of Elect by Others - S+D for RNS ICP	ZZZZFP	Fuel and Purchased Power	Expense
565240	Transmission of Electricity by Others - RNS	ZZZZFP	Fuel and Purchased Power	Expense
565250	Transmission of Electricity by Others Alloc Seg RNS	ZZZZFP	Fuel and Purchased Power	Expense
565260	Transmission of Electricity by Others - S+D for RNS	ZZZZFP	Fuel and Purchased Power	Expense
565300	Transmission of Electricity by Others Central Maine	ZZZZFP	Fuel and Purchased Power	Expense
565400	Transmission of Electricity by Others Deferred Retail Trans	ZZZZFP	Fuel and Purchased Power	Expense

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Account	FERC Description	Level	Description	FERC Hierarchy
565410	Intercompany LNS Expense	ZZZZFP	Fuel and Purchased Power	Expense
56541X	Intercompany LNS Expense ICP	ZZZZFP	Fuel and Purchased Power	Expense
565500	Transmission of Electricity by Others - NEP	ZZZZFP	Fuel and Purchased Power	Expense
565510	Transmission of Electricity by Others Phase 2 AC	ZZZZFP	Fuel and Purchased Power	Expense
565520	Transmission of Electricity by Others Phase 2 DC	ZZZZFP	Fuel and Purchased Power	Expense
565530	Transmission of Electricity by Others - GMP	ZZZZFP	Fuel and Purchased Power	Expense
565550	Transmission of Electricity by Others Vermont Electric Company	ZZZZFP	Fuel and Purchased Power	Expense
565560	Transmission of Electricity by Others Misc	ZZZZFP	Fuel and Purchased Power	Expense
565580	Transmission of Electricity by Others NE Electric	ZZZZFP	Fuel and Purchased Power	Expense
565590	Transmission of Electricity by Others Vermont Electric Transmission Co	ZZZZFP	Fuel and Purchased Power	Expense
565591	RNS Transmission Payment	ZZZZFP	Fuel and Purchased Power	Expense
565600	Transmission of Electricity by Others- Congestion	ZZZZFP	Fuel and Purchased Power	Expense
565A4X	Intracompany Retail Deferral ICP	ZZZZFP	Fuel and Purchased Power	Expense
565ECX	Intercompany Retail Deferral ICP	ZZZZFP	Fuel and Purchased Power	Expense
565L10	Intracompany T9 Exp From CL+P	ZZZZFP	Fuel and Purchased Power	Expense
565L1X	Intracompany T9 Exp From CL+P ICP	ZZZZFP	Fuel and Purchased Power	Expense
565L5X	Trans of Elect by Others - Sch 21 for CL+P Intraco ICP	ZZZZFP	Fuel and Purchased Power	Expense
565L6X	Transmission of Electricity by Others - Sch.21 for PSNH Intracompany ICP	ZZZZFP	Fuel and Purchased Power	Expense
565L7X	Transmission of Electricity by Others - Sch.21 for WMECO Intracompany ICP	ZZZZFP	Fuel and Purchased Power	Expense
565N8X	Trans of Elect by Others - Sch 21 for CL+P Interco ICP	ZZZZFP	Fuel and Purchased Power	Expense
565N9X	Transmission of Electricity by Others - Sch.21 for PSNH Intercompany ICP	ZZZZFP	Fuel and Purchased Power	Expense
565NAX	Transmission of Electricity by Others - Sch.21 for WMECO Intercompany ICP	ZZZZFP	Fuel and Purchased Power	Expense
565NRX	Sch 21 NSTAR Elec	ZZZZFP	Fuel and Purchased Power	Expense
565NSX	Intercompany PH 2 Fac Support ICP	ZZZZFP	Fuel and Purchased Power	Expense
566000	Misc Transmission Expense	ZZZZOM	Operation and Maintenance	Expense
566001	Misc Transm Exp - Applic Supp	ZZZZOM	Operation and Maintenance	Expense
566002	Misc Transmission Expense - Infrast	ZZZZOM	Operation and Maintenance	Expense
566003	Misc Transmission Exp - Storage IT	ZZZZOM	Operation and Maintenance	Expense
566004	Misc Transm Exp - Network Service	ZZZZOM	Operation and Maintenance	Expense
566020	Computer Maintenance Contracts	ZZZZOM	Operation and Maintenance	Expense
566100	Misc Transmission Expense-Other	ZZZZOM	Operation and Maintenance	Expense
566570	Reallocation offset 566	ZZZZOM	Operation and Maintenance	Expense
567000	Transmission Rents	ZZZZFP	Fuel and Purchased Power	Expense
567100	Transmission Rents 345 KV Facilities	ZZZZFP	Fuel and Purchased Power	Expense
567200	Transmission Rents - Transmission System Ops	ZZZZFP	Fuel and Purchased Power	Expense
567300	Transmission Rents - Substation	ZZZZFP	Fuel and Purchased Power	Expense
568000	Trans Maint Sup + Eng	ZZZZOM	Operation and Maintenance	Expense
568001	Trans Maint Sup+Eng-Trans Veh Util	ZZZZOM	Operation and Maintenance	Expense
568570	Reallocation offset 568	ZZZZOM	Operation and Maintenance	Expense
569000	Trans Maintenance of Structures	ZZZZOM	Operation and Maintenance	Expense
569010	Trans Maint of Structures -Maint IT	ZZZZOM	Operation and Maintenance	Expense
569100	Trans Maintenance Computer Hardware	ZZZZOM	Operation and Maintenance	Expense
569200	Trans Maintenance Computer Software	ZZZZOM	Operation and Maintenance	Expense
569300	Trans Maint Communication Equipment	ZZZZOM	Operation and Maintenance	Expense
570000	Trans Maintenance of Station Equipment	ZZZZOM	Operation and Maintenance	Expense
570010	Tra Sta Xfmr Corrective Maint	ZZZZOM	Operation and Maintenance	Expense
570020	Tra Sta Bus SW Gear CM	ZZZZOM	Operation and Maintenance	Expense
570030	Tra Sta Relays CM	ZZZZOM	Operation and Maintenance	Expense
570040	Tra Sta Breakers CM	ZZZZOM	Operation and Maintenance	Expense
570050	Tra Sta Misc Elect Equip Maint	ZZZZOM	Operation and Maintenance	Expense
570070	Tra Sta Oil Test PM	ZZZZOM	Operation and Maintenance	Expense
570080	Tra Sta Battery Maint	ZZZZOM	Operation and Maintenance	Expense
570090	Tra Sta Maint - Other equip	ZZZZOM	Operation and Maintenance	Expense
570100	Tra Sta Equipment Preventative Maint	ZZZZOM	Operation and Maintenance	Expense
570110	Tra Sta Gas Breaker Major Maint	ZZZZOM	Operation and Maintenance	Expense
570115	Trans Sta SCADA RTU Repair	ZZZZOM	Operation and Maintenance	Expense
570120	Trans Sta SCADA DNP Alarm Group	ZZZZOM	Operation and Maintenance	Expense

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Account	FERC Description	Level	Description	FERC Hierarchy
570125	Trans Sta SCADA	ZZZZOM	Operation and Maintenance	Expense
570150	Tra Sta Environmental LTBI	ZZZZOM	Operation and Maintenance	Expense
570240	Tra Sta Environmental	ZZZZOM	Operation and Maintenance	Expense
571000	Trans Maint of Overhead Lines	ZZZZOM	Operation and Maintenance	Expense
571310	OH Tra Lines Maint Towers + Fixtures	ZZZZOM	Operation and Maintenance	Expense
571320	OH Tra Lines Maint Poles + Fixtures	ZZZZOM	Operation and Maintenance	Expense
571330	Maint of OH Conductors and Devices	ZZZZOM	Operation and Maintenance	Expense
571350	Maint of OH Rights of Way Clearing	ZZZZOM	Operation and Maintenance	Expense
572000	Transmission Maint of Underground Lines	ZZZZOM	Operation and Maintenance	Expense
572240	UG Tra Lines Environmental	ZZZZOM	Operation and Maintenance	Expense
572310	UG Tra Lines Conduit Maint	ZZZZOM	Operation and Maintenance	Expense
572320	UG Tra Lines Maint of Cable + Devices	ZZZZOM	Operation and Maintenance	Expense
573000	Transmission Maint Misc Plant Other	ZZZZOM	Operation and Maintenance	Expense
575700	Trans Market Facilitation Monitoring + Compliance	ZZZZFP	Fuel and Purchased Power	Expense
575710	Trans Market Facilitation Monitoring + Compliance ISO Sch 3	ZZZZFP	Fuel and Purchased Power	Expense
580000	Distrib Ops Supervision and Eng	ZZZZOM	Operation and Maintenance	Expense
580002	Distrib Ops Sup + Eng - Oper Prop	ZZZZOM	Operation and Maintenance	Expense
580090	Total Reward-Incentive 580	ZZZZOM	Operation and Maintenance	Expense
580110	Adm and Eng Labor	ZZZZOM	Operation and Maintenance	Expense
580111	Non-Productive Time	ZZZZOM	Operation and Maintenance	Expense
580112	Absence Time 580	ZZZZOM	Operation and Maintenance	Expense
580570	Reallocation offset 580	ZZZZOM	Operation and Maintenance	Expense
581000	Distrib Ops Load Dispatching	ZZZZOM	Operation and Maintenance	Expense
581110	Dispatch Supervision and Admin	ZZZZOM	Operation and Maintenance	Expense
581112	Absence Time 581	ZZZZOM	Operation and Maintenance	Expense
581430	Dist Load Dispatch Communication	ZZZZOM	Operation and Maintenance	Expense
581440	Distribution and System Dispatch	ZZZZOM	Operation and Maintenance	Expense
581460	Reporting Service Dispatch	ZZZZOM	Operation and Maintenance	Expense
581570	Reallocation offset 581	ZZZZOM	Operation and Maintenance	Expense
582000	Distrib Ops Station Exp	ZZZZOM	Operation and Maintenance	Expense
582010	Dist Sta Xfmr Op PM	ZZZZOM	Operation and Maintenance	Expense
582020	Dist Sta Buses + SW Gear Op	ZZZZOM	Operation and Maintenance	Expense
582030	Dist Sta Relay Op	ZZZZOM	Operation and Maintenance	Expense
582050	Dist Sta Misc Elect Equip	ZZZZOM	Operation and Maintenance	Expense
582060	Dist Sta Network Vault Inspect	ZZZZOM	Operation and Maintenance	Expense
582080	Dist Sta Op of Batteries	ZZZZOM	Operation and Maintenance	Expense
582090	Dist Sta Housekeeping	ZZZZOM	Operation and Maintenance	Expense
582240	Dist Sta Inspect	ZZZZOM	Operation and Maintenance	Expense
582250	Dist Sta Trouble Response	ZZZZOM	Operation and Maintenance	Expense
582260	Dist Sta Spot Load Fan Survey	ZZZZOM	Operation and Maintenance	Expense
582270	Dist Sta Customer Standby	ZZZZOM	Operation and Maintenance	Expense
582280	Dist Sta Care and Support	ZZZZOM	Operation and Maintenance	Expense
582290	Dist Sta Lamp Replacement	ZZZZOM	Operation and Maintenance	Expense
582570	Reallocation offset 582	ZZZZOM	Operation and Maintenance	Expense
583000	Distrib Ops Overhead Lines	ZZZZOM	Operation and Maintenance	Expense
583001	Distrib Ops OH Lines - Oper Prop	ZZZZOM	Operation and Maintenance	Expense
583010	OH T S Fault Locating	ZZZZOM	Operation and Maintenance	Expense
583020	Dist Sta RADSEC Repair	ZZZZOM	Operation and Maintenance	Expense
583050	OH preventive maint inspections	ZZZZOM	Operation and Maintenance	Expense
583060	Inspection - Dist Poles	ZZZZOM	Operation and Maintenance	Expense
583070	Dist line patrols	ZZZZOM	Operation and Maintenance	Expense
583100	OH Line Xfmr Rem instl	ZZZZOM	Operation and Maintenance	Expense
583260	Disconnect Recon OH	ZZZZOM	Operation and Maintenance	Expense
583270	Rubber Up Overhead Wires	ZZZZOM	Operation and Maintenance	Expense
583275	Small Tools - Overhead	ZZZZOM	Operation and Maintenance	Expense
583280	CFI credits -OH line xfmr	ZZZZOM	Operation and Maintenance	Expense
583570	Reallocation offset 583	ZZZZOM	Operation and Maintenance	Expense
584000	Distrib Ops Underground Lines	ZZZZOM	Operation and Maintenance	Expense
584001	Distrib Ops UG Lines - Oper Prop	ZZZZOM	Operation and Maintenance	Expense
584010	UG Conduit Inspection	ZZZZOM	Operation and Maintenance	Expense
584020	UG T S fault isolation locating	ZZZZOM	Operation and Maintenance	Expense
584030	Tunnel Inspections	ZZZZOM	Operation and Maintenance	Expense

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Account	FERC Description	Level	Description	FERC Hierarchy
584050	RDA PM Vault Mat Inspection	ZZZZOM	Operation and Maintenance	Expense
584060	UG Oil Switch	ZZZZOM	Operation and Maintenance	Expense
584080	UG Xfmr Rem Instl	ZZZZOM	Operation and Maintenance	Expense
584090	Underground Line Patrols	ZZZZOM	Operation and Maintenance	Expense
584200	Dig Safe Markouts	ZZZZOM	Operation and Maintenance	Expense
584260	Disconnect Recon UG	ZZZZOM	Operation and Maintenance	Expense
584275	Small Tools - Underground	ZZZZOM	Operation and Maintenance	Expense
584280	CFI credits -UG line xfmr	ZZZZOM	Operation and Maintenance	Expense
584570	Reallocation offset 584	ZZZZOM	Operation and Maintenance	Expense
585000	Distrib Ops SL and Signal Exp	ZZZZOM	Operation and Maintenance	Expense
585010	Street Lighting Operations	ZZZZOM	Operation and Maintenance	Expense
585570	Reallocation offset 585	ZZZZOM	Operation and Maintenance	Expense
586000	Distrib Ops Meter Exp	ZZZZOM	Operation and Maintenance	Expense
586002	Distrib Ops Meter Exp - Turn On Off	ZZZZOM	Operation and Maintenance	Expense
586003	Distrib Ops Meter Exp - Meter Read	ZZZZOM	Operation and Maintenance	Expense
586050	Meter Access + Parts	ZZZZOM	Operation and Maintenance	Expense
586100	Meter Access Parts	ZZZZOM	Operation and Maintenance	Expense
586110	General Supervision and Admin	ZZZZOM	Operation and Maintenance	Expense
586111	Gen Sup + Admin - Meter Read	ZZZZOM	Operation and Maintenance	Expense
586112	Absence Time 586	ZZZZOM	Operation and Maintenance	Expense
586113	Disability 586	ZZZZOM	Operation and Maintenance	Expense
586131	Telephone Costs 586	ZZZZOM	Operation and Maintenance	Expense
586132	Fleet costs 586	ZZZZOM	Operation and Maintenance	Expense
586133	PC hardware	ZZZZOM	Operation and Maintenance	Expense
586136	Meter Blanket	ZZZZOM	Operation and Maintenance	Expense
586137	Office Supplies	ZZZZOM	Operation and Maintenance	Expense
586138	Meals 586	ZZZZOM	Operation and Maintenance	Expense
586139	Mileage 586	ZZZZOM	Operation and Maintenance	Expense
586140	Labor 586	ZZZZOM	Operation and Maintenance	Expense
586150	Union Mgmt Meetings 586	ZZZZOM	Operation and Maintenance	Expense
586152	Safety 586	ZZZZOM	Operation and Maintenance	Expense
586160	Contractor + temp help	ZZZZOM	Operation and Maintenance	Expense
586200	Dist Meters CFI Credit	ZZZZOM	Operation and Maintenance	Expense
586570	Reallocation offset 586	ZZZZOM	Operation and Maintenance	Expense
587000	Distrib Ops Customer Installation	ZZZZOM	Operation and Maintenance	Expense
587001	Distrib Ops Cust Instal Turn On Off	ZZZZOM	Operation and Maintenance	Expense
587010	Service Call + Investigation	ZZZZOM	Operation and Maintenance	Expense
587570	Reallocation offset 587	ZZZZOM	Operation and Maintenance	Expense
588000	Distrib Ops Misc Exp	ZZZZOM	Operation and Maintenance	Expense
588001	Distrib Ops Misc Exp - Heating Oil	ZZZZOM	Operation and Maintenance	Expense
588002	Distrib Ops Misc Exp - Snow Removal	ZZZZOM	Operation and Maintenance	Expense
588003	Dist Ops Misc Exp - Refuse Rem Rcy	ZZZZOM	Operation and Maintenance	Expense
588004	Distrib Ops Misc Exp - Security	ZZZZOM	Operation and Maintenance	Expense
588005	Distrib Ops Misc Exp - Training Oth	ZZZZOM	Operation and Maintenance	Expense
588006	Dist Ops Misc Exp - Spec Storm Chrg	ZZZZOM	Operation and Maintenance	Expense
588007	Distr Ops Misc Exp - Maintain Bldg	ZZZZOM	Operation and Maintenance	Expense
588008	Distrib Ops Misc Exp - Grnds Maint	ZZZZOM	Operation and Maintenance	Expense
588009	Distrib Ops Misc Exp - Appl Dev	ZZZZOM	Operation and Maintenance	Expense
588010	Distrib Ops Misc Exp - Appl Supp	ZZZZOM	Operation and Maintenance	Expense
588011	Distrib Ops Misc Exp - DB Admin	ZZZZOM	Operation and Maintenance	Expense
588012	Distrib Ops Misc Exp - Infrastruct	ZZZZOM	Operation and Maintenance	Expense
588013	Distr Op Misc Exp-PC Serv Help Desk	ZZZZOM	Operation and Maintenance	Expense
588014	Distrib Ops Misc Exp - Security IT	ZZZZOM	Operation and Maintenance	Expense
588015	Dist Ops Misc Exp HVAC	ZZZZOM	Operation and Maintenance	Expense
588016	Dist Ops Misc Exp Janitorial	ZZZZOM	Operation and Maintenance	Expense
588017	Distrib Ops Misc Exp- Electricity	ZZZZOM	Operation and Maintenance	Expense
588018	Distrib Ops Misc Exp- Nat Gas Usage	ZZZZOM	Operation and Maintenance	Expense
588019	Distrib Ops Misc Exp- Water + Sewar	ZZZZOM	Operation and Maintenance	Expense
588045	DTE Misc Overheads	ZZZZOM	Operation and Maintenance	Expense
588100	Distrib Sys Ops	ZZZZOM	Operation and Maintenance	Expense
588110	Misc Distribution Labor	ZZZZOM	Operation and Maintenance	Expense
588111	Inclment Weather	ZZZZOM	Operation and Maintenance	Expense

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Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
588112	Absence Time 588	ZZZZOM	Operation and Maintenance	Expense
588113	Disability 588	ZZZZOM	Operation and Maintenance	Expense
588114	Restricted Duty	ZZZZOM	Operation and Maintenance	Expense
588115	Union Mgt Meetings 588	ZZZZOM	Operation and Maintenance	Expense
588131	Telephone Costs 588	ZZZZOM	Operation and Maintenance	Expense
588132	Fleet Costs 588	ZZZZOM	Operation and Maintenance	Expense
588133	Desktop PC Hardware	ZZZZOM	Operation and Maintenance	Expense
588134	Postage	ZZZZOM	Operation and Maintenance	Expense
588135	Desktop PC Software	ZZZZOM	Operation and Maintenance	Expense
588136	Travel	ZZZZOM	Operation and Maintenance	Expense
588137	Supplies	ZZZZOM	Operation and Maintenance	Expense
588138	Meals 588	ZZZZOM	Operation and Maintenance	Expense
588139	Mileage 588	ZZZZOM	Operation and Maintenance	Expense
588150	Union + MGT Meetings 588	ZZZZOM	Operation and Maintenance	Expense
588152	Safety 588	ZZZZOM	Operation and Maintenance	Expense
588154	Training + Development	ZZZZOM	Operation and Maintenance	Expense
588190	Miscellaneous	ZZZZOM	Operation and Maintenance	Expense
588250	Tools Operation	ZZZZOM	Operation and Maintenance	Expense
588260	Generator rentals	ZZZZOM	Operation and Maintenance	Expense
588360	Scrap Recovery	ZZZZOM	Operation and Maintenance	Expense
588490	Operations inventory holding	ZZZZOM	Operation and Maintenance	Expense
588560	RCN Overheads	ZZZZOM	Operation and Maintenance	Expense
588570	Reallocation offset 588	ZZZZOM	Operation and Maintenance	Expense
588640	Rights and Permits	ZZZZOM	Operation and Maintenance	Expense
588740	External Rev Generating Svcs	ZZZZOM	Operation and Maintenance	Expense
588780	Lobby Stock	ZZZZOM	Operation and Maintenance	Expense
588910	Training - DPU Program	ZZZZOM	Operation and Maintenance	Expense
589000	Distrib Ops Rents	ZZZZOM	Operation and Maintenance	Expense
589001	Distrib Ops Rents - Serv Cent Rent	ZZZZOM	Operation and Maintenance	Expense
589002	Distrib Ops Rents - Oper Prop Mgmt	ZZZZOM	Operation and Maintenance	Expense
589003	Distrib Ops Rents - Operating Prop	ZZZZOM	Operation and Maintenance	Expense
589004	Dist Rents Somerville	ZZZZOM	Operation and Maintenance	Expense
589100	Rents Distribution Other	ZZZZOM	Operation and Maintenance	Expense
589101	Rents Distr Other - Oper Prop	ZZZZOM	Operation and Maintenance	Expense
590000	Distrib Maint Sup+Eng	ZZZZOM	Operation and Maintenance	Expense
590570	Reallocation offset 590	ZZZZOM	Operation and Maintenance	Expense
591000	Distrib Maint of Structures	ZZZZOM	Operation and Maintenance	Expense
591060	Dist Sta Misc Structure Repairs	ZZZZOM	Operation and Maintenance	Expense
591100	Dist Sta Misc Non-Elect Equip Repair	ZZZZOM	Operation and Maintenance	Expense
592000	Distrib Maint of Station Equipment	ZZZZOM	Operation and Maintenance	Expense
592010	Dist Sta Xfmr Corrective Main	ZZZZOM	Operation and Maintenance	Expense
592020	Dist Sta Bus + SW Gear CM	ZZZZOM	Operation and Maintenance	Expense
592030	Dist Sta Misc PM	ZZZZOM	Operation and Maintenance	Expense
592040	SDist Sta Breaker CM	ZZZZOM	Operation and Maintenance	Expense
592050	Dist Sta Maint Misc Equip	ZZZZOM	Operation and Maintenance	Expense
592060	Dist Sta Network Protector Maint	ZZZZOM	Operation and Maintenance	Expense
592070	Dist Sta Oil Test PM	ZZZZOM	Operation and Maintenance	Expense
592080	Dist Sta Battery Maint	ZZZZOM	Operation and Maintenance	Expense
592090	Dist Sta Cap Bank Maint	ZZZZOM	Operation and Maintenance	Expense
592100	Dist Sta Painting	ZZZZOM	Operation and Maintenance	Expense
592110	Dist Sta Relay Maint	ZZZZOM	Operation and Maintenance	Expense
592120	Dist Sta ACB Maint	ZZZZOM	Operation and Maintenance	Expense
592130	Dist Sta Recloser Maint	ZZZZOM	Operation and Maintenance	Expense
592140	Dist Sta LTC Maint	ZZZZOM	Operation and Maintenance	Expense
592150	Dist Sta Alarms Maint	ZZZZOM	Operation and Maintenance	Expense
592160	Dist Stat SCADA Maint	ZZZZOM	Operation and Maintenance	Expense
592240	Dist Sta Environmental	ZZZZOM	Operation and Maintenance	Expense
593000	Distrib Main of Overhead Lines	ZZZZOM	Operation and Maintenance	Expense
593005	Dist Main OH Lines -Trans Veh Util	ZZZZOM	Operation and Maintenance	Expense
593010	Poles and Fixtures	ZZZZOM	Operation and Maintenance	Expense
593020	OH Constr Transfer	ZZZZOM	Operation and Maintenance	Expense
593040	OH corrective maint repair	ZZZZOM	Operation and Maintenance	Expense

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Account	FERC Description	Level	Description	FERC Hierarchy
593050	OH Sec Service Maintenance Repair	ZZZZOM	Operation and Maintenance	Expense
593070	OH programmed tree trimming	ZZZZOM	Operation and Maintenance	Expense
593080	OH non-programmed tree trimming	ZZZZOM	Operation and Maintenance	Expense
593090	Dist OCB Maint	ZZZZOM	Operation and Maintenance	Expense
593095	Dist Reclosers Maint	ZZZZOM	Operation and Maintenance	Expense
593100	Tree Trimming Vegetation Control	ZZZZOM	Operation and Maintenance	Expense
593120	Tree Trimming - Other	ZZZZOM	Operation and Maintenance	Expense
593140	Area Storm Restoration	ZZZZOM	Operation and Maintenance	Expense
593150	OH Environmental Clean-up	ZZZZOM	Operation and Maintenance	Expense
594000	Distrib Main of Underground Lines	ZZZZOM	Operation and Maintenance	Expense
594010	UG Conduit Maint	ZZZZOM	Operation and Maintenance	Expense
594020	Manhole Regulating	ZZZZOM	Operation and Maintenance	Expense
594030	UG corrective+emergent maint	ZZZZOM	Operation and Maintenance	Expense
594040	UG Asbestos Removal	ZZZZOM	Operation and Maintenance	Expense
594050	Dist Net Prot Maint	ZZZZOM	Operation and Maintenance	Expense
594100	SFM Repair	ZZZZOM	Operation and Maintenance	Expense
594240	UG Environmental	ZZZZOM	Operation and Maintenance	Expense
594260	Maintenance of Manholes	ZZZZOM	Operation and Maintenance	Expense
595000	Distrib Maint of Line Transformers	ZZZZOM	Operation and Maintenance	Expense
595010	Dist OH Capacitor Bank Maint	ZZZZOM	Operation and Maintenance	Expense
596000	Maint of Street Lighting and Signal Sys	ZZZZOM	Operation and Maintenance	Expense
596050	Str Ltg Psts and Lum	ZZZZOM	Operation and Maintenance	Expense
597000	Distrib Maint of Meters	ZZZZOM	Operation and Maintenance	Expense
597001	Distrib Maint of Meter -Turn On Off	ZZZZOM	Operation and Maintenance	Expense
597002	Distrib Maint of Meters -Meter Read	ZZZZOM	Operation and Maintenance	Expense
598000	Distrib Maint of Misc Distrib Plant	ZZZZOM	Operation and Maintenance	Expense
598250	Tools Maintenance	ZZZZOM	Operation and Maintenance	Expense
598720	HVAC	ZZZZOM	Operation and Maintenance	Expense
598730	Office Buildings Maint	ZZZZOM	Operation and Maintenance	Expense
598731	Off Buildings Maint - Maintain Bldg	ZZZZOM	Operation and Maintenance	Expense
598770	Storm fund costs credits	ZZZZOM	Operation and Maintenance	Expense
710000	Operation Supervision + Eng - Gas Production	ZZZZOM	Operation and Maintenance	Expense
728000	Liquefied Petroleum Gas Expense	ZZZZFP	Fuel and Purchased Power	Expense
735000	Misc Prod Exp Liquefied Petro	ZZZZOM	Operation and Maintenance	Expense
741000	Maintenance of Structures and Improv - Gas Production	ZZZZOM	Operation and Maintenance	Expense
742000	Maintenance of Production Equipment - Gas	ZZZZOM	Operation and Maintenance	Expense
804000	Natural Gas City Gate Purchases-Off System Sales	ZZZZFP	Fuel and Purchased Power	Expense
804100	Purchases From Other Sources	ZZZZFP	Fuel and Purchased Power	Expense
804130	Off system Sales Margin	ZZZZFP	Fuel and Purchased Power	Expense
804612	Variable Supply Gas Costs Imbalance	ZZZZFP	Fuel and Purchased Power	Expense
804613	Fixed Supply Gas Cost	ZZZZFP	Fuel and Purchased Power	Expense
804614	Variable Supply Gas Cost- Comm	ZZZZFP	Fuel and Purchased Power	Expense
804615	Fixed Storage Gas Costs	ZZZZFP	Fuel and Purchased Power	Expense
804616	Variable Storage Gas Cost- Storage	ZZZZFP	Fuel and Purchased Power	Expense
804617	Fixed Transportation Gas Cost	ZZZZFP	Fuel and Purchased Power	Expense
804618	Variable Transportation Gas Cost	ZZZZFP	Fuel and Purchased Power	Expense
804620	Gas Hedging Settlement Cost	ZZZZFP	Fuel and Purchased Power	Expense
804629	Purchased Gas Interruption	ZZZZFP	Fuel and Purchased Power	Expense
804636	Transfer to Storage-Liquifaction	ZZZZFP	Fuel and Purchased Power	Expense
804637	Transfer to Storage Injections	ZZZZFP	Fuel and Purchased Power	Expense
804700	Nat Gas City Gate Purchases	ZZZZFP	Fuel and Purchased Power	Expense
804900	Nat Gas City Gate Purchases- Amort of Def Fuel	ZZZZFP	Fuel and Purchased Power	Expense
807000	Purchased Gas Expenses	ZZZZOM	Operation and Maintenance	Expense
808100	Gas Withdrawn from Storage-Debit	ZZZZFP	Fuel and Purchased Power	Expense
80810X	Gas Assoc Co - ICP	ZZZZFP	Fuel and Purchased Power	Expense
80811X	Gas Assoc Co- ICP Non Allowed	ZZZZFP	Fuel and Purchased Power	Expense
808623	LNG Boiler Fuel	ZZZZFP	Fuel and Purchased Power	Expense
808624	LNG Vaporized	ZZZZFP	Fuel and Purchased Power	Expense
809100	Withdrawals Liquefied Natural Gas -Debit	ZZZZFP	Fuel and Purchased Power	Expense
813000	Other Gas Supply Expenses	ZZZZFP	Fuel and Purchased Power	Expense
814000	Operation Super + Eng - Gas UG Storage	ZZZZOS	Other Income Statement	Expense
815000	Maps and Records - Gas	ZZZZEE	Energy Efficiency	Expense

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Account	FERC Description	Level	Description	FERC Hierarchy
840000	Other Storage Operation Sprvsn + Eng - Gas	ZZZZOM	Operation and Maintenance	Expense
841000	Other Storage Operation Labor and Exp - Gas	ZZZZOM	Operation and Maintenance	Expense
843200	Other Maint Exp Structures and Improv - Gas	ZZZZOM	Operation and Maintenance	Expense
843300	Other Maint Exp Gas Holders - Gas	ZZZZOM	Operation and Maintenance	Expense
843400	Other Maint Exp Purif Equip - Gas	ZZZZOM	Operation and Maintenance	Expense
843500	Other Maint Exp - Liquefaction Equip - Gas	ZZZZOM	Operation and Maintenance	Expense
843600	Other Maint Exp - Vaporizing Equip - Gas	ZZZZOM	Operation and Maintenance	Expense
843700	Other Maint Exp - Compressor Equip - Gas	ZZZZOM	Operation and Maintenance	Expense
843800	Other Maint Exp - Measure and Reg Equip - Gas	ZZZZOM	Operation and Maintenance	Expense
843900	Other Maint Exp - Other Equip - Gas	ZZZZOM	Operation and Maintenance	Expense
844200	LNG Processing Terminal Labor and Exp	ZZZZOM	Operation and Maintenance	Expense
845400	LNG Equipment Repairs	ZZZZOM	Operation and Maintenance	Expense
845500	Reallocation Offset	ZZZZOM	Operation and Maintenance	Expense
850000	Operation Supervision + Eng - Gas Transmission	ZZZZOM	Operation and Maintenance	Expense
850001	Engineer Planning + Design NS	ZZZZOM	Operation and Maintenance	Expense
850002	Mapping NS	ZZZZOM	Operation and Maintenance	Expense
850003	Dispatch - Crew NS	ZZZZOM	Operation and Maintenance	Expense
851000	System Control and Load Dispatching - Gas	ZZZZOM	Operation and Maintenance	Expense
857000	Measuring and Regulating Station Exp - Gas	ZZZZOM	Operation and Maintenance	Expense
870000	Distribution Operation Supervision + Eng - Gas	ZZZZOM	Operation and Maintenance	Expense
870001	Engineer Planning + Design	ZZZZOM	Operation and Maintenance	Expense
870002	Mapping	ZZZZOM	Operation and Maintenance	Expense
870003	Dispatch - Crew	ZZZZOM	Operation and Maintenance	Expense
871000	Distribution Load Dispatching - Gas	ZZZZOM	Operation and Maintenance	Expense
874000	Distribution Mains and Services Exp - Gas	ZZZZOM	Operation and Maintenance	Expense
874002	Inspect - Other	ZZZZOM	Operation and Maintenance	Expense
874003	Corrosion - Surveys Inspections	ZZZZOM	Operation and Maintenance	Expense
874004	Inspect - Critical Valve	ZZZZOM	Operation and Maintenance	Expense
874005	Inspect - Valve Box	ZZZZOM	Operation and Maintenance	Expense
874006	Leak Survey - Driving	ZZZZOM	Operation and Maintenance	Expense
874007	Leak Survey - Walking	ZZZZOM	Operation and Maintenance	Expense
874008	Leak survey - Bus District Mobile	ZZZZOM	Operation and Maintenance	Expense
874009	Leak survey - BusDistrict Walking	ZZZZOM	Operation and Maintenance	Expense
874010	Leak survey - Winter	ZZZZOM	Operation and Maintenance	Expense
874011	Leak survey - Other	ZZZZOM	Operation and Maintenance	Expense
874012	Digsafe Markouts	ZZZZOM	Operation and Maintenance	Expense
874200	Electricity - Corrosion	ZZZZOM	Operation and Maintenance	Expense
875000	Distrib Measuring + Reg Station Exp-Gen - Gas	ZZZZOM	Operation and Maintenance	Expense
875001	Snow Removal - Reg station	ZZZZOM	Operation and Maintenance	Expense
875010	Inspect - Regulator stations	ZZZZOM	Operation and Maintenance	Expense
877000	Distrib Measuring + Reg Sta Exp-CG Ck Sta - Gas	ZZZZOM	Operation and Maintenance	Expense
877001	Inspect - Gate Take Stations	ZZZZOM	Operation and Maintenance	Expense
878000	Distrib Meter + House Regulator Expenses - Gas	ZZZZOM	Operation and Maintenance	Expense
878001	Meter Shop - Testing	ZZZZOM	Operation and Maintenance	Expense
878002	Install + Remove Meters	ZZZZOM	Operation and Maintenance	Expense
878003	Meter and ERT Sets	ZZZZOM	Operation and Maintenance	Expense
878004	Periodic Meter Exchanges Test	ZZZZOM	Operation and Maintenance	Expense
878005	Meter CFI credit	ZZZZOM	Operation and Maintenance	Expense
879000	Distrib Customer Installation Exp - Gas	ZZZZOM	Operation and Maintenance	Expense
879001	Service Calls - Billable ser work	ZZZZOM	Operation and Maintenance	Expense
879002	Service Calls - Ser Contract work	ZZZZOM	Operation and Maintenance	Expense
879003	Gas Odors response	ZZZZOM	Operation and Maintenance	Expense
879004	Service call - other	ZZZZOM	Operation and Maintenance	Expense
880000	Distrib Other Exp - Gas	ZZZZOM	Operation and Maintenance	Expense
880001	Distrib Other Exp - Gas - Snow Rem	ZZZZOM	Operation and Maintenance	Expense
880002	Distr Other Exp - Gas - Water + Sew	ZZZZOM	Operation and Maintenance	Expense
880003	Dist Other Exp - Gas - Janitorial	ZZZZOM	Operation and Maintenance	Expense
880004	Distrib Other Exp - Gas-Grnds Maint	ZZZZOM	Operation and Maintenance	Expense
880005	Dist Other Exp Gas - Ref Rem-Recyl	ZZZZOM	Operation and Maintenance	Expense
880006	Dist Other Exp Gas- Electricity	ZZZZOM	Operation and Maintenance	Expense
880007	Dist Other Exp Gas- Maintain Bldg	ZZZZOM	Operation and Maintenance	Expense
880008	Dist Other Exp Gas- Nat Gas Usage	ZZZZOM	Operation and Maintenance	Expense

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Account	FERC Description	Level	Description	FERC Hierarchy
880009	Dist Other Exp Gas- Security	ZZZZOM	Operation and Maintenance	Expense
880010	Inclément Weather 880	ZZZZOM	Operation and Maintenance	Expense
880020	Drafting - Mapping	ZZZZOM	Operation and Maintenance	Expense
880570	Reallocation offset 880	ZZZZOM	Operation and Maintenance	Expense
880800	Police Details- Undistributed	ZZZZOM	Operation and Maintenance	Expense
880900	Misc Distribution Expenses- MDEC Excluded	ZZZZOM	Operation and Maintenance	Expense
880970	Environmental	ZZZZOM	Operation and Maintenance	Expense
881000	Distrib Rents - Gas	ZZZZOM	Operation and Maintenance	Expense
881001	Distrib Rents - Gas Hyde Park	ZZZZOM	Operation and Maintenance	Expense
881002	Distrib Rents - Operating Property	ZZZZOM	Operation and Maintenance	Expense
881003	Dist Rents Hyde Park Gas	ZZZZOM	Operation and Maintenance	Expense
88111X	Rents Intercompany-ICP	ZZZZOM	Operation and Maintenance	Expense
881400	Distrib Rents - Gas Intercompany	ZZZZOM	Operation and Maintenance	Expense
885000	Maint and Supervision Engineering - Gas	ZZZZOM	Operation and Maintenance	Expense
886000	Maintenance of Structures and Improv - Gas Distribution	ZZZZOM	Operation and Maintenance	Expense
887000	Maintenance of Mains - Gas	ZZZZOM	Operation and Maintenance	Expense
887001	Paving - Main	ZZZZOM	Operation and Maintenance	Expense
887002	Leak repair mains	ZZZZOM	Operation and Maintenance	Expense
887003	Maintain - Critical Valve	ZZZZOM	Operation and Maintenance	Expense
887005	Repair - Cast Iron Bell Joints	ZZZZOM	Operation and Maintenance	Expense
887006	Corrosion - Repairs Maint- Mains	ZZZZOM	Operation and Maintenance	Expense
887007	Maintain GateValve Box - Mains	ZZZZOM	Operation and Maintenance	Expense
887010	Leak repair- Cast Iron Main	ZZZZOM	Operation and Maintenance	Expense
887011	Leak repair- Bare Steel Main	ZZZZOM	Operation and Maintenance	Expense
887012	Leak repair- Unprotected Steel Main	ZZZZOM	Operation and Maintenance	Expense
887013	Leak repair- Plastic Main	ZZZZOM	Operation and Maintenance	Expense
888000	Maintenance of Compressor Station Equip - Gas	ZZZZOM	Operation and Maintenance	Expense
889000	Maint of Meas + Res Sta Equip-Gen - Gas	ZZZZOM	Operation and Maintenance	Expense
889001	Maint- Instrum + telemetering equip	ZZZZOM	Operation and Maintenance	Expense
889002	Maintain - Regulator stations	ZZZZOM	Operation and Maintenance	Expense
890000	Maint of Meas + Res Sta Equip-Ind - Gas	ZZZZOM	Operation and Maintenance	Expense
891000	Maint Meas + Reg Sta Equip Cg Ck St	ZZZZOM	Operation and Maintenance	Expense
891001	Testing - Calibration	ZZZZOM	Operation and Maintenance	Expense
891002	Maintain - Gate Take stations	ZZZZOM	Operation and Maintenance	Expense
892000	Maintenance of Services	ZZZZOM	Operation and Maintenance	Expense
892001	ATM CFI	ZZZZOM	Operation and Maintenance	Expense
892002	Paving - Service	ZZZZOM	Operation and Maintenance	Expense
892003	Leak repair services	ZZZZOM	Operation and Maintenance	Expense
892004	Maintain - ATM Corrosion	ZZZZOM	Operation and Maintenance	Expense
892005	Maintain - Service and Inlet piping	ZZZZOM	Operation and Maintenance	Expense
892006	Maintain - Ser Relocation Tie-Ins	ZZZZOM	Operation and Maintenance	Expense
892007	Corrosion Maint - Services	ZZZZOM	Operation and Maintenance	Expense
892008	Maintain - GateValve Box SV	ZZZZOM	Operation and Maintenance	Expense
892010	Leak repair- Cast Iron Services	ZZZZOM	Operation and Maintenance	Expense
892011	Leak repair- Bare Steel Services	ZZZZOM	Operation and Maintenance	Expense
892012	Leak repair- Unprotected Steel Services	ZZZZOM	Operation and Maintenance	Expense
892013	Leak repair- Plastic Services	ZZZZOM	Operation and Maintenance	Expense
892014	Leak repair- Copper	ZZZZOM	Operation and Maintenance	Expense
893000	Maintenance of Meters and House Reg - Gas	ZZZZOM	Operation and Maintenance	Expense
894000	Maintenance of Other Equip - Gas	ZZZZOM	Operation and Maintenance	Expense
894001	Maint of Other Equip - Gas - HVAC	ZZZZOM	Operation and Maintenance	Expense
894002	Maint Other Equip - Gas-Maint Bldg	ZZZZOM	Operation and Maintenance	Expense
901000	Customer Accounts Supervision	ZZZZOM	Operation and Maintenance	Expense
902000	Customer Accounts Meter Reading	ZZZZOM	Operation and Maintenance	Expense
902002	Cust Acct Meter Reading -Meter Read	ZZZZOM	Operation and Maintenance	Expense
902003	Cust Accts Meter Reading -Rev Assur	ZZZZOM	Operation and Maintenance	Expense
903000	Customer Accounts Records + Collection Exp	ZZZZOM	Operation and Maintenance	Expense
903002	Cust Acct Rec + Coll Exp- Billing	ZZZZOM	Operation and Maintenance	Expense
903003	Cust AR + Coll- Cust Care - Support	ZZZZOM	Operation and Maintenance	Expense
903004	Cust Accts Rec+Coll Exp Turn On Off	ZZZZOM	Operation and Maintenance	Expense
903005	Cust Acct Rec+Coll Exp Cr + Collec	ZZZZOM	Operation and Maintenance	Expense
903006	Cust Acct Rec+Coll Exp- Bill Other	ZZZZOM	Operation and Maintenance	Expense

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Account	FERC Description	Level	Description	FERC Hierarchy
903007	Cust Acct Rec + Coll Exp-Field Coll	ZZZZOM	Operation and Maintenance	Expense
903008	Cust Accts Rec+Coll Exp-Meter Read	ZZZZOM	Operation and Maintenance	Expense
903009	Cus Acct Rec+Coll Exp-Bill Csh Proc	ZZZZOM	Operation and Maintenance	Expense
903010	Cust Accts Rec + Coll Exp- Appl Dev	ZZZZOM	Operation and Maintenance	Expense
903011	Cust Accts Rec + Coll Exp-Appl Supp	ZZZZOM	Operation and Maintenance	Expense
903012	Cust Accts Rec + Collec-DB Admin	ZZZZOM	Operation and Maintenance	Expense
903013	Custr Accts Rec + Collec- Infrac	ZZZZOM	Operation and Maintenance	Expense
903014	Cust Acts Rec+Coll PC Ser Help Desk	ZZZZOM	Operation and Maintenance	Expense
904000	Uncollectible Accounts	ZZZZOM	Operation and Maintenance	Expense
904100	Writeoff-Hardship Protctn Cost New	ZZZZOS	Other Income Statement	Expense
905000	Misc Customer Account Exp	ZZZZOM	Operation and Maintenance	Expense
905001	Misc Cust Acct Exp - Cust Care- Sup	ZZZZOM	Operation and Maintenance	Expense
908000	Customer Assistance Exp	ZZZZOM	Operation and Maintenance	Expense
908002	Customer Asst Exp - Comm- External	ZZZZOM	Operation and Maintenance	Expense
908003	Cust Assistance Exp - Customer	ZZZZOM	Operation and Maintenance	Expense
908004	Cust Assist Exp - Cust Care Supp	ZZZZOM	Operation and Maintenance	Expense
90800X	DG Yankee Gas Rebates	ZZZZOM	Operation and Maintenance	Expense
908100	Customer Assistance Exp - Energy Efficiency	ZZZZEE	Energy Efficiency	Expense
908200	Customer Assistance Exp - Energy Efficiency Amort	ZZZZEE	Energy Efficiency	Expense
909000	Informational and Instructional Ad Expense	ZZZZOM	Operation and Maintenance	Expense
909001	Informat + Instruct Ad Exp-Broch	ZZZZOM	Operation and Maintenance	Expense
909100	C+LM Inform + Instruct Advertise	ZZZZEE	Energy Efficiency	Expense
910000	Misc Cust Svc + Info Exp-Other	ZZZZOM	Operation and Maintenance	Expense
910001	Misc Cust Svc + Info Exp-Oth-Broch	ZZZZOM	Operation and Maintenance	Expense
911000	Sales Expense - Supervision	ZZZZOM	Operation and Maintenance	Expense
912000	Demonstrating and Selling Expenses	ZZZZOM	Operation and Maintenance	Expense
913000	Advertising Expenses	ZZZZOM	Operation and Maintenance	Expense
913001	Advertising - Conversion	ZZZZOM	Operation and Maintenance	Expense
913002	Advertising - HPPP	ZZZZOM	Operation and Maintenance	Expense
916000	Miscellaneous Sales Expenses	ZZZZOM	Operation and Maintenance	Expense
916001	Marketing	ZZZZOM	Operation and Maintenance	Expense
916090	Total Reward-Incentive 916	ZZZZOM	Operation and Maintenance	Expense
916100	Miscellaneous Sales - Energy Efficiency	ZZZZEE	Energy Efficiency	Expense
920000	Adm + Gen Salaries	ZZZZOM	Operation and Maintenance	Expense
920002	A+G Salaries - Electric Vehicles	ZZZZOM	Operation and Maintenance	Expense
920003	A+G Salaries - Snow Removal	ZZZZOM	Operation and Maintenance	Expense
920004	A+G Salaries - Mail Courier Servc	ZZZZOM	Operation and Maintenance	Expense
920005	A+G Salaries - Reprod + Print	ZZZZOM	Operation and Maintenance	Expense
920006	A+G Salaries - Records Management	ZZZZOM	Operation and Maintenance	Expense
920007	A+G Salaries - Employment	ZZZZOM	Operation and Maintenance	Expense
920008	A+G Salaries - Bankruptcy	ZZZZOM	Operation and Maintenance	Expense
920009	A+G Salaries - Corporate	ZZZZOM	Operation and Maintenance	Expense
92000X	Administrative and General Salaries ICP	ZZZZOM	Operation and Maintenance	Expense
920010	A+G Salaries - Claims + Litigation	ZZZZOM	Operation and Maintenance	Expense
920011	A+G Salaries - Finance	ZZZZOM	Operation and Maintenance	Expense
920012	A+G Salaries - Environmental	ZZZZOM	Operation and Maintenance	Expense
920013	A+G Salaries - Real Estate	ZZZZOM	Operation and Maintenance	Expense
920014	A+G Salaries - State Regulatory	ZZZZOM	Operation and Maintenance	Expense
920015	Adm + Gen Salaries - Security	ZZZZOM	Operation and Maintenance	Expense
920016	A+G Salaries - Comm- External	ZZZZOM	Operation and Maintenance	Expense
920017	A+G Salaries - Brochures	ZZZZOM	Operation and Maintenance	Expense
920018	A+G Salaries - Maintain Buildings	ZZZZOM	Operation and Maintenance	Expense
920019	A+G Salaries - Meter Reading	ZZZZOM	Operation and Maintenance	Expense
920020	A+G Salaries - Auditing	ZZZZOM	Operation and Maintenance	Expense
920021	A+G Salaries - Operating Property	ZZZZOM	Operation and Maintenance	Expense
920022	A+G Salaries - Transactional	ZZZZOM	Operation and Maintenance	Expense
920023	A+G Salaries - Application Develop	ZZZZOM	Operation and Maintenance	Expense
920024	A+G Salaries - Application Support	ZZZZOM	Operation and Maintenance	Expense
920025	A+G Salaries - Database Admin	ZZZZOM	Operation and Maintenance	Expense
920026	A+G Salaries - Infrastructure	ZZZZOM	Operation and Maintenance	Expense
920027	A+G Salaries - Record Services IT	ZZZZOM	Operation and Maintenance	Expense
920028	A+G Salaries - Email	ZZZZOM	Operation and Maintenance	Expense

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Account	FERC Description	Level	Description	FERC Hierarchy
920029	A+G Salaries - Network Services	ZZZZOM	Operation and Maintenance	Expense
920030	A+G Salaries - Storage IT	ZZZZOM	Operation and Maintenance	Expense
920031	A+G Salaries - Web Devel Serv	ZZZZOM	Operation and Maintenance	Expense
920032	A+G Salaries - Telephone + Voice	ZZZZOM	Operation and Maintenance	Expense
920033	A+G Salaries - Security IT	ZZZZOM	Operation and Maintenance	Expense
920034	A+G Salaries - PC Serv Help Desk	ZZZZOM	Operation and Maintenance	Expense
920035	A+G Salaries - Governance IT	ZZZZOM	Operation and Maintenance	Expense
920036	A+G Salaries - Comp + Benefits	ZZZZOM	Operation and Maintenance	Expense
920037	A+G Salaries - Customer Service	ZZZZOM	Operation and Maintenance	Expense
920038	A+G Salaries - Corporate Secretary	ZZZZOM	Operation and Maintenance	Expense
920039	A+G Salaries - Corp Compliance	ZZZZOM	Operation and Maintenance	Expense
920090	Total Reward-Incentive 920	ZZZZOM	Operation and Maintenance	Expense
9200GS	Genl Svc Co Clearing	ZZZZOM	Operation and Maintenance	Expense
9200NP	Adm + Gen Salaries Non Productive	ZZZZOM	Operation and Maintenance	Expense
9200PB	Payroll Benefit Clearing	ZZZZOM	Operation and Maintenance	Expense
921000	Office Supplies + Expenses	ZZZZOM	Operation and Maintenance	Expense
921001	Off Supp + Exp - Mail Courier Serv	ZZZZOM	Operation and Maintenance	Expense
921002	Off Supp + Exp -Reprod + Print	ZZZZOM	Operation and Maintenance	Expense
921003	Off Supp + Exp - Comm- External	ZZZZOM	Operation and Maintenance	Expense
921004	Office Suppl + Exp - Meter Read	ZZZZOM	Operation and Maintenance	Expense
921005	Off Supp + Exp - Security	ZZZZOM	Operation and Maintenance	Expense
921006	Off Sup +Exp - Maintain Bldg	ZZZZOM	Operation and Maintenance	Expense
921007	Off Supp + Exp - Wellness Prog	ZZZZOM	Operation and Maintenance	Expense
921008	Off Supp + Exp - Oper Prop	ZZZZOM	Operation and Maintenance	Expense
921009	Office Sup + Exp - App Develop	ZZZZOM	Operation and Maintenance	Expense
921010	Office Supp + Exp - App Supp	ZZZZOM	Operation and Maintenance	Expense
921011	Office Supp + Exp - DB Admin	ZZZZOM	Operation and Maintenance	Expense
921012	Office Supp + Exp - Infrast	ZZZZOM	Operation and Maintenance	Expense
921013	Office Supp + Exp - Main IT	ZZZZOM	Operation and Maintenance	Expense
921014	Office Supp + Exp - Printers	ZZZZOM	Operation and Maintenance	Expense
921015	Office Supp + Exp - Rec Serv IT	ZZZZOM	Operation and Maintenance	Expense
921016	Office Supp + Exp - Email	ZZZZOM	Operation and Maintenance	Expense
921017	Office Supp + Exp - Trans Veh Util	ZZZZOM	Operation and Maintenance	Expense
921018	Office Supp + Exp - Network Service	ZZZZOM	Operation and Maintenance	Expense
921019	Office Supp + Exp - Storage IT	ZZZZOM	Operation and Maintenance	Expense
92101X	Office Supplies and Expenses ICP	ZZZZOM	Operation and Maintenance	Expense
921020	Office Supp + Exp - Web Devel Serv	ZZZZOM	Operation and Maintenance	Expense
921021	Office Sup+Exp - Telephone + Voice	ZZZZOM	Operation and Maintenance	Expense
921022	Office Supp + Exp - Security IT	ZZZZOM	Operation and Maintenance	Expense
921023	Office Sup+Exp - PC Serv Help Desk	ZZZZOM	Operation and Maintenance	Expense
921024	Office Supp + Exp - Gover IT	ZZZZOM	Operation and Maintenance	Expense
921025	Other-Off Supp + Exps -Corp Secret	ZZZZOM	Operation and Maintenance	Expense
921026	Other- Off Supp + Exps- Water + Security	ZZZZOM	Operation and Maintenance	Expense
92102X	Office Supplies and Expenses Other ICP	ZZZZOM	Operation and Maintenance	Expense
921100	Mat + Supplies Restructuring	ZZZZOM	Operation and Maintenance	Expense
921990	Other-Office Supplies+Expenses	ZZZZOM	Operation and Maintenance	Expense
921991	Other-Office Supp + Exps - Electric	ZZZZOM	Operation and Maintenance	Expense
921992	Other-Off Sup + Exps -Heating Oil	ZZZZOM	Operation and Maintenance	Expense
921993	Other-Off Sup + Exps -Grnds Maint	ZZZZOM	Operation and Maintenance	Expense
921994	Other-Off Sup + Exps -Heating Steam	ZZZZOM	Operation and Maintenance	Expense
921995	Other-Office Supp + Exps - Janitor	ZZZZOM	Operation and Maintenance	Expense
921996	Other-Off Sup + Exps-Maintain Bldg	ZZZZOM	Operation and Maintenance	Expense
921997	Other-Off Supp + Exps - Nat Gas Usg	ZZZZOM	Operation and Maintenance	Expense
921998	Other-Office Supp + Exps -56P Park	ZZZZOM	Operation and Maintenance	Expense
921999	Oth-Off Supp + Exps -Refuse Rem Rcy	ZZZZOM	Operation and Maintenance	Expense
92199A	Other-Off Supp + Exps - Snow Rem	ZZZZOM	Operation and Maintenance	Expense
92199B	Oth-Off Sup + Exps - Mail Cour Serv	ZZZZOM	Operation and Maintenance	Expense
92199C	Oth-Off Supp + Exps -Reprod + Print	ZZZZOM	Operation and Maintenance	Expense
92199D	Other-Off Supp + Exps -CTIRP	ZZZZOM	Operation and Maintenance	Expense
92199E	Oth-Off Sup + Exps - Comm- External	ZZZZOM	Operation and Maintenance	Expense
92199F	Other-Office Sup + Exp - Cash Proc	ZZZZOM	Operation and Maintenance	Expense
92199G	Other-Off Supp + Exps -Auditing	ZZZZOM	Operation and Maintenance	Expense

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922000	Administrative Exp Transferred Cr	ZZZZOM	Operation and Maintenance	Expense
923000	Outside Services Employed	ZZZZOM	Operation and Maintenance	Expense
923001	Outside Serv Empl - Grnds Maint	ZZZZOM	Operation and Maintenance	Expense
923002	Outside Serv Empl - Janitorial	ZZZZOM	Operation and Maintenance	Expense
923003	Outside Serv Empl - Nat Gas Usq	ZZZZOM	Operation and Maintenance	Expense
923004	Outside Serv Empl - Refuse Rem Rcy	ZZZZOM	Operation and Maintenance	Expense
923005	Outside Serv Empl - Snow Removal	ZZZZOM	Operation and Maintenance	Expense
923006	Outside Serv Empl - Mail Cour Serv	ZZZZOM	Operation and Maintenance	Expense
923007	Outside Serv Empl - Record	ZZZZOM	Operation and Maintenance	Expense
923008	Outside Serv Empl - Reprod + Print	ZZZZOM	Operation and Maintenance	Expense
923009	Outside Serv Empl - CTIRP	ZZZZOM	Operation and Maintenance	Expense
923010	Outside Serv Empl - Intellect Prop	ZZZZOM	Operation and Maintenance	Expense
923011	Outside Serv Empl - Employment	ZZZZOM	Operation and Maintenance	Expense
923012	Outside Serv Empl - Bankruptcy	ZZZZOM	Operation and Maintenance	Expense
923013	Outside Serv Empl - Corporate	ZZZZOM	Operation and Maintenance	Expense
923014	Outside Serv Empl - Claims + Litig	ZZZZOM	Operation and Maintenance	Expense
923015	Outside Serv Empl - Finance	ZZZZOM	Operation and Maintenance	Expense
923016	Outside Serv Empl - Environmental	ZZZZOM	Operation and Maintenance	Expense
923017	Outside Serv Empl - Real Estate	ZZZZOM	Operation and Maintenance	Expense
923018	Outside Serv Empl - Telecomm	ZZZZOM	Operation and Maintenance	Expense
923019	Outside Serv Empl - State Regulat	ZZZZOM	Operation and Maintenance	Expense
92301X	Outside Services Employed ICP	ZZZZOM	Operation and Maintenance	Expense
923020	Outside Serv Empl - Fed Regulatory	ZZZZOM	Operation and Maintenance	Expense
923021	Outside Serv Empl - Comm- External	ZZZZOM	Operation and Maintenance	Expense
923022	Outside Serv Employed - Cr + Coll	ZZZZOM	Operation and Maintenance	Expense
923023	Outside Serv Employed - Cash Proc	ZZZZOM	Operation and Maintenance	Expense
923024	Outside Serv Empl - Strat Cons Supp	ZZZZOM	Operation and Maintenance	Expense
923025	Outside Serv Empl - Security	ZZZZOM	Operation and Maintenance	Expense
923026	Outside Serv Empl - Auditing	ZZZZOM	Operation and Maintenance	Expense
923027	Outside Serv Empl - Maintain Bldg	ZZZZOM	Operation and Maintenance	Expense
923028	Outside Serv Empl - Procure Purch	ZZZZOM	Operation and Maintenance	Expense
923029	Outside - Serv Empl - Phys Sec	ZZZZOM	Operation and Maintenance	Expense
92302X	NUSCO Outside Services Employed ICP	ZZZZOM	Operation and Maintenance	Expense
923030	Outside - Serv Empl - Appl Develop	ZZZZOM	Operation and Maintenance	Expense
923031	Outside - Serv Empl - Appl	ZZZZOM	Operation and Maintenance	Expense
923032	Outside - Serv Empl - DB Admin	ZZZZOM	Operation and Maintenance	Expense
923033	Outside - Serv Empl - Infrast	ZZZZOM	Operation and Maintenance	Expense
923034	Outside-Serv Empl-PC Serv Help Desk	ZZZZOM	Operation and Maintenance	Expense
923035	Outside - Serv Empl - Security IT	ZZZZOM	Operation and Maintenance	Expense
923036	Outside - Serv Empl-Web Dev Serv	ZZZZOM	Operation and Maintenance	Expense
923037	Outside - Serv Empl - Storage IT	ZZZZOM	Operation and Maintenance	Expense
923038	Outside - Serv Empl - Rec Serv IT	ZZZZOM	Operation and Maintenance	Expense
923039	Outside - Serv Empl - Network Serv	ZZZZOM	Operation and Maintenance	Expense
923040	Outside Serv Empl - Transactional	ZZZZOM	Operation and Maintenance	Expense
923041	Outside Serv Empl - Comp + Ben	ZZZZOM	Operation and Maintenance	Expense
923042	Outside Serv Empl - Customer Serv	ZZZZOM	Operation and Maintenance	Expense
923043	Outside Serv Empl - Corp Secret	ZZZZOM	Operation and Maintenance	Expense
923044	Outside Serv Empl - Corp Compl	ZZZZOM	Operation and Maintenance	Expense
923045	Outside Services Employed HVAC	ZZZZOM	Operation and Maintenance	Expense
923100	Outside Services Restructuring	ZZZZOM	Operation and Maintenance	Expense
923MC0	Merger Cost Recovery	ZZZZOM	Operation and Maintenance	Expense
924000	Property Insurance	ZZZZOM	Operation and Maintenance	Expense
925000	Injuries and Damages	ZZZZOM	Operation and Maintenance	Expense
925100	Injuries + Damages Transferred-Cr	ZZZZOM	Operation and Maintenance	Expense
925200	Injuries and Damages GSCOH	ZZZZOM	Operation and Maintenance	Expense
926000	Employee Pension and Benefits	ZZZZOM	Operation and Maintenance	Expense
926003	DPU Non-Pam benefits	ZZZZOM	Operation and Maintenance	Expense
92600X	Employee Pension and Benefits- ICP	ZZZZOM	Operation and Maintenance	Expense
92601X	Employee Pension and Benefits ICP	ZZZZOM	Operation and Maintenance	Expense
926100	Energy Efficiency GSC	ZZZZEE	Energy Efficiency	Expense
926110	Employee Pension and Benefits- Medicare Subsidy	ZZZZOM	Operation and Maintenance	Expense
926200	Genl Svc Co OH Benefits	ZZZZOM	Operation and Maintenance	Expense

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926300	GSC + Prb Expense Non ICB	ZZZZOM	Operation and Maintenance	Expense
926310	LTD 67% Buy Up Expense	ZZZZOM	Operation and Maintenance	Expense
926400	Other Emp Benefits Trf Credit	ZZZZOM	Operation and Maintenance	Expense
926500	Employee Pensions Trf Cr	ZZZZOM	Operation and Maintenance	Expense
928000	Regulatory Commission Exp	ZZZZOM	Operation and Maintenance	Expense
928001	Regulatory Comm Exp - CEAB Fees	ZZZZOM	Operation and Maintenance	Expense
928002	Regulatory Comm Exp - State Regulat	ZZZZOM	Operation and Maintenance	Expense
928003	Regulatory Comm Exp - Fed Regulat	ZZZZOM	Operation and Maintenance	Expense
928100	Amort Deferred Regulatory Proceeding Costs	ZZZZOM	Operation and Maintenance	Expense
930100	General Advertising Expense	ZZZZOM	Operation and Maintenance	Expense
930101	Gen Advertising Expense - Broch	ZZZZOM	Operation and Maintenance	Expense
930200	Misc General Exp	ZZZZOM	Operation and Maintenance	Expense
930201	Misc General Exp - Cash Processing	ZZZZOM	Operation and Maintenance	Expense
93020X	Miscellaneous General Expenses ICP	ZZZZOM	Operation and Maintenance	Expense
930210	Other Restructuring Charges	ZZZZOM	Operation and Maintenance	Expense
930220	Revolving Debt Fees	ZZZZOS	Other Income Statement	Expense
930261	A+G Billing from NUSCO	ZZZZOS	Other Income Statement	Expense
930300	Genl Svc Co OH Other Exp	ZZZZOM	Operation and Maintenance	Expense
930RAX	Nusco Rate Of Return Charge ICP	ZZZZOM	Operation and Maintenance	Expense
930TXA	Alloc NUSCO Inc Tax Billed	ZZZZOM	Operation and Maintenance	Expense
930TXR	Reverse NUSCO Inc Tax Billed	ZZZZOM	Operation and Maintenance	Expense
931000	Rents NUSCO	ZZZZOM	Operation and Maintenance	Expense
931001	Rents - Pru Rent	ZZZZOM	Operation and Maintenance	Expense
931002	Rents - Mass Ave Garage Rent	ZZZZOM	Operation and Maintenance	Expense
931003	Rents - Operating Property	ZZZZOM	Operation and Maintenance	Expense
931004	Rents - Governance IT	ZZZZOM	Operation and Maintenance	Expense
931005	Rents - Printers	ZZZZOM	Operation and Maintenance	Expense
9310GS	Intercompany Rent GSCOH offset	ZZZZOM	Operation and Maintenance	Expense
931100	Rents Intercompany	ZZZZOM	Operation and Maintenance	Expense
93111X	Rents Intercompany ICP	ZZZZOM	Operation and Maintenance	Expense
935000	Maintenance of General Plant-Other	ZZZZOM	Operation and Maintenance	Expense
935001	Maint Gen Plant-Other Maint Bldg	ZZZZOM	Operation and Maintenance	Expense
935002	Maint Gen Plant-Oth Mail Cour Serv	ZZZZOM	Operation and Maintenance	Expense
963000	Misc Clearing Account	ZZZZOM	Operation and Maintenance	Expense
99000X	Intracompany Clearing Account	ZZZZBS	Other Balance Sheet	Asset
999000	Misc Offset Account	ZZZZOS	Other Income Statement	Expense
999216	Close Income Accounts	ZZZZOS	Other Income Statement	Liability
999700	Misc. Preferred Stock Offset Reversal	ZZZZOM	Operation and Maintenance	Expense
999800	Misc. Preferred Stock Offset	ZZZZOS	Other Income Statement	Expense
102000	Elect Plt Purchased or Sold	ZZZZCR	Capital and Removal	Asset
111020	Accum Prov for Amort- Leases	ZZZZCR	Capital and Removal	Asset
114000	Utility Plt Acq Adj - Water Co	ZZZZBS	Other Balance Sheet	Asset
115000	Utility Plt Acq Amort- Water Co	ZZZZBS	Other Balance Sheet	Asset
135030	Water Health Care Costs	ZZZZBS	Other Balance Sheet	Asset
143080	AR Non-RE WRE Collected OAR- SUN	ZZZZBS	Other Balance Sheet	Asset
143GSP	Granite Shore Power Receivable	ZZZZBS	Other Balance Sheet	Asset
143HSE	Hull Street Energy Receivable	ZZZZBS	Other Balance Sheet	Asset
146WWX	Intercompany AR-From Aquarion	ZZZZBS	Other Balance Sheet	Asset
172070	ARE RE CHK Collected OAR- SUN	ZZZZBS	Other Balance Sheet	Asset
172080	ARE RE WRE Collected OAR- SUN	ZZZZBS	Other Balance Sheet	Asset
181BD0	Unamortized Issue Expense 2018 CL+P Series A	ZZZZBS	Other Balance Sheet	Asset
181EA0	Unamortized Issue Expense 2018 EP Series M	ZZZZBS	Other Balance Sheet	Asset
181H20	Debt Iss Costs- Water Co	ZZZZBS	Other Balance Sheet	Asset
182150	Vegetation Mgmt-RTW Pilot	ZZZZBS	Other Balance Sheet	Asset
182GDV	Reg Asset- Generation Divestiture	ZZZZBS	Other Balance Sheet	Asset
182H20	Approved Reg Assets - Water Co	ZZZZBS	Other Balance Sheet	Asset
182NHA	New Hampshire Assessment Deferral	ZZZZBS	Other Balance Sheet	Asset
182TXD	Def Tax Asset Due to Rate Change	ZZZZBS	Other Balance Sheet	Asset
186100	Deferred Farm Discount	ZZZZBS	Other Balance Sheet	Asset
186NHA	Def NH Assess + Consult Exp	ZZZZBS	Other Balance Sheet	Asset
204H20	Water Preferred Stock	ZZZZBS	Other Balance Sheet	Liability
211P80	18-20 Performance Shares Plan	ZZZZBS	Other Balance Sheet	Liability

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217H20	Water Treasury Stock	ZZZZBS	Other Balance Sheet	Liability
221BD0	2018 CL+P Series A	ZZZZBS	Other Balance Sheet	Liability
221H20	Water Bond Accounts	ZZZZBS	Other Balance Sheet	Liability
224EA0	2018 Eversource Senior Series M	ZZZZBS	Other Balance Sheet	Liability
224H20	Water Other Debt Accounts	ZZZZBS	Other Balance Sheet	Liability
225H20	Unamort Prem - Debt Iss Water Co	ZZZZBS	Other Balance Sheet	Liability
225T10	Unamortized Premium 2016 EP Series I	ZZZZBS	Other Balance Sheet	Liability
226BD0	Unamortized Discount 2018 CL+P Series A	ZZZZBS	Other Balance Sheet	Liability
226EA0	Unamortized Discount 2018 EP Series M	ZZZZBS	Other Balance Sheet	Liability
236EE0	Accrued EE Tax	ZZZZBS	Other Balance Sheet	Liability
237BD0	Accrued Interest 2018 CL+P Series A	ZZZZBS	Other Balance Sheet	Liability
237EA0	Accrued Interest 2018 EP Series M	ZZZZBS	Other Balance Sheet	Liability
237H20	Accrued Interest- Water Co	ZZZZBS	Other Balance Sheet	Liability
238H20	Div Declared Pref Stock- Water Co	ZZZZBS	Other Balance Sheet	Liability
242H20	Other Current Liabilities- Water Co	ZZZZBS	Other Balance Sheet	Liability
254100	Storm Fund Post 2-1-2018	ZZZZBS	Other Balance Sheet	Liability
254GDV	Reg Liab- Generation Divestiture	ZZZZBS	Other Balance Sheet	Liability
254H20	Regulatory Liab - Water Co	ZZZZBS	Other Balance Sheet	Liability
254TXA	Federal Tax Rate Chg	ZZZZBS	Other Balance Sheet	Liability
254TXD	Def Tax Due to Rate Change	ZZZZBS	Other Balance Sheet	Liability
439GAA	Retained Earnings Adjustments	ZZZZBS	Other Balance Sheet	Asset
461100	Water Residential Revenue	ZZZZOS	Other Income Statement	Revenue
461200	Water Commercial Revenue	ZZZZOS	Other Income Statement	Revenue
461300	Water Industrial Revenue	ZZZZOS	Other Income Statement	Revenue
461400	Water Public Authorities Revenue	ZZZZOS	Other Income Statement	Revenue
462100	Water Public Fire Revenue	ZZZZOS	Other Income Statement	Revenue
462200	Water Private Fire Revenue	ZZZZOS	Other Income Statement	Revenue
466000	Other Water Revenue	ZZZZOS	Other Income Statement	Revenue
485371	Cgac-retainage on OSS and Cap rev	ZZZZOS	Other Income Statement	Revenue
555618	Purchased Power ISO- NE	ZZZZOS	Other Income Statement	Expense
600000	Water O+M	ZZZZOM	Operation and Maintenance	Expense
101NSC	DBPlans NonSvc Capital + Defri	ZZZZCR	Capital and Removal	Asset
101SVC	DBPlans Service Capital	ZZZZCR	Capital and Removal	
107NSC	CWIP-DBPlans NonSvc Capital	ZZZZCR	Capital and Removal	
107SVC	CWIP-DBPlans Service Capital	ZZZZCR	Capital and Removal	
124095	Investment in Northeast Wind Energy LLC	ZZZZBS	Other Balance Sheet	
134CAP	Capital Subaccount	ZZZZBS	Other Balance Sheet	
134EXF	Excess Fund Subaccount	ZZZZBS	Other Balance Sheet	
134GEN	General Subaccount	ZZZZBS	Other Balance Sheet	
174RRB	Misc Current Assets- RRB	ZZZZBS	Other Balance Sheet	
181Y00	Unamortized Issue Exp 2018 YG FMB Series O	ZZZZBS	Other Balance Sheet	
1823ES	Electric Storage Pilot	ZZZZBS	Other Balance Sheet	
1823EV	Electric Vehicle Infrastructure	ZZZZBS	Other Balance Sheet	
1823GM	Grid Modernization Plan	ZZZZBS	Other Balance Sheet	
182CPT	Capital Tracker Deferral- A	ZZZZBS	Other Balance Sheet	
182ETT	Enhanced Tree Trim Deferral	ZZZZBS	Other Balance Sheet	
182FFF	Fee for Free Deferral	ZZZZBS	Other Balance Sheet	
182RRB	Reg Asset Prin RRB	ZZZZBS	Other Balance Sheet	
182RRT	Reg Asset NPV RRB	ZZZZBS	Other Balance Sheet	
182SO1	Solar Expansion Cost Recov Mech	ZZZZBS	Other Balance Sheet	
186EAP	EAP Deferred Costs - NUPUC Mandate	ZZZZBS	Other Balance Sheet	
186ENV	Environ Invest + Remed	ZZZZBS	Other Balance Sheet	
186R60	RRB Clearing Account	ZZZZBS	Other Balance Sheet	
221LTA	RRB Due Within a Year- Debit	ZZZZBS	Other Balance Sheet	
221RR1	LT Debt Tranch 1	ZZZZBS	Other Balance Sheet	
221RR2	LT Debt Tranch 2	ZZZZBS	Other Balance Sheet	
221RR3	LT Debt Tranch 3	ZZZZBS	Other Balance Sheet	
221STB	RRB Due Within a Year- Credit	ZZZZBS	Other Balance Sheet	
221Y00	2018 Yankee Gas FMB Series O	ZZZZBS	Other Balance Sheet	
223RRX	RRB Transitional Asset Obligation	ZZZZBS	Other Balance Sheet	
229TXD	Tax Reform Customer Refund	ZZZZBS	Other Balance Sheet	
237RRB	Accrued Interest 2018 RRB	ZZZZBS	Other Balance Sheet	

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237Y00	Accrued Interest 2018 YG FMB Series O	ZZZBBS	Other Balance Sheet	
242RRB	RRB Est Not Incurred	ZZZBBS	Other Balance Sheet	
253RRB	Payable to PSNH Ratepayers	ZZZBBS	Other Balance Sheet	
254CPT	Capital Tracker Deferral- L	ZZZBBS	Other Balance Sheet	
254TAX	Federal Tax Rate Change	ZZZBBS	Other Balance Sheet	
403NSC	DBPlans NonSvc Amortization	ZZZZOS	Other Income Statement	
403SVC	DBPlans Service Portion Depr	ZZZZOS	Other Income Statement	
40730X	Regulatory Debits Elim	ZZZZOS	Other Income Statement	
407RRB	RRB Regulatory Debits	ZZZZOS	Other Income Statement	
419RRX	Interest Inc -RRB	ZZZZOS	Other Income Statement	
42163X	Rev Assoc with Fees- RRB	ZZZZOS	Other Income Statement	
421640	Expenses Assoc w Fees	ZZZZOS	Other Income Statement	
421ATX	Regulatory Asset Amort-RRB	ZZZZOS	Other Income Statement	
421RRX	Rev + Exp Clearing Account	ZZZZOS	Other Income Statement	
421RTX	Reg Asset Amort	ZZZZOS	Other Income Statement	
42710X	RRB Interest Elim	ZZZZOS	Other Income Statement	
427RRB	RRB Interest	ZZZZOS	Other Income Statement	
489910	Marketer Capicity + Demand Sales	ZZZZOS	Other Income Statement	
926NSC	Pension + Benefits Svc Part only	ZZZZOM	Operation and Maintenance	
926SVC	DBPlans Service Cost	ZZZZOM	Operation and Maintenance	
ZZADCN	IR Total -Total Advert- Conversion	ZZZZOM	Operation and Maintenance	
ZZADDP	IR Total -Total Accumulated Depr	ZZZZCR	Capital and Removal	
ZZADEX	IR Total -Total Advertising Expen	ZZZZOM	Operation and Maintenance	
ZZADGS	IR Total -Admin and Gen Salaries	ZZZZOM	Operation and Maintenance	
ZZADHH	IR Total -Advertising - HHPP - APSP	ZZZZOM	Operation and Maintenance	
ZZAPDV	IR Total -Application Development	ZZZZOM	Operation and Maintenance	
ZZAPSP	IR Total -Application Support	ZZZZOM	Operation and Maintenance	
ZZAUDT	IR Total -Auditing	ZZZZOM	Operation and Maintenance	
ZZBANK	IR Total -Bankruptcy	ZZZZOM	Operation and Maintenance	
ZZBILL	IR Total -Billing	ZZZZOM	Operation and Maintenance	
ZZBILO	IR Total -Billing Other	ZZZZOM	Operation and Maintenance	
ZZBRMT	IR Total -Trans Stat Breaker Maint	ZZZZOM	Operation and Maintenance	
ZZBROC	IR Total -Brochures	ZZZZOM	Operation and Maintenance	
ZZCASE	IR Total -Customer Assistance Exp	ZZZZOM	Operation and Maintenance	
ZZCASH	IR Total -Cash Processing	ZZZZOM	Operation and Maintenance	
ZZCCNC	IR Total -Comp Constr Not Classif	ZZZZCR	Capital and Removal	
ZZCEAB	IR Total -CEABC	ZZZZOM	Operation and Maintenance	
ZZCGGS	IR Total -Dis Ms+RegSt Exp-CGCKSt-GS	ZZZZOM	Operation and Maintenance	
ZZCLAM	IR Total -Claims + Litigation	ZZZZOM	Operation and Maintenance	
ZZCOME	IR Total -Communication - External	ZZZZOM	Operation and Maintenance	
ZZCORP	IR Total -Corporate	ZZZZOM	Operation and Maintenance	
ZZCRCE	IR Total -Cust Records + Collec Exp	ZZZZOM	Operation and Maintenance	
ZZCRCO	IR Total -Credit + Collections	ZZZZOM	Operation and Maintenance	
ZZCSIE	IR Total -Misc Cust Serv+Inform Exp	ZZZZOM	Operation and Maintenance	
ZZCTRTP	IR Total -CT Integ Resource Plan	ZZZZOM	Operation and Maintenance	
ZZCUAC	IR Total -Customer Accounts - Admin	ZZZZOM	Operation and Maintenance	
ZZCUCA	IR Total -Customer Care	ZZZZOM	Operation and Maintenance	
ZZCUCS	IR Total -Customer Care - Support	ZZZZOM	Operation and Maintenance	
ZZCUSB	IR Total -Stations Customer Standby	ZZZZOM	Operation and Maintenance	
ZZCWIP	IR Total -Constr Work In Progr 3	ZZZZCR	Capital and Removal	
ZZDADN	IR Total -Non Productive Time	ZZZZOM	Operation and Maintenance	
ZZDATA	IR Total -Database Admin	ZZZZOM	Operation and Maintenance	
ZZDEPR	IR Total -Depreciation Expense	ZZZZOM	Operation and Maintenance	
ZZDESE	IR Total -Demonst and Sell Exp	ZZZZOM	Operation and Maintenance	
ZZDICR	IR Total -Dispatch - Crew	ZZZZOM	Operation and Maintenance	
ZZDIGS	IR Total -Locate-Dig Safe Markouts	ZZZZOM	Operation and Maintenance	
ZZDIOP	IR Total -District Operations	ZZZZOM	Operation and Maintenance	
ZZDISP	IR Total -Dispatch	ZZZZOM	Operation and Maintenance	
ZZDIST	IR Total -Distr District Oper	ZZZZOM	Operation and Maintenance	
ZZDMGS	IR Total -Dist Mains + Serv Exp-Gas	ZZZZOM	Operation and Maintenance	
ZZDOHM	IR Total -Overhead Maintenance	ZZZZOM	Operation and Maintenance	
ZZDONT	IR Total -Donations	ZZZZOM	Operation and Maintenance	

Accounting Manual

Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
ZZDOSE	IR Total -Distr Oper Sup + Eng-Gas	ZZZZOM	Operation and Maintenance	
ZZDRES	IR Total -Disconn + ReconnServ	ZZZZOM	Operation and Maintenance	
ZZDSBM	IR Total -Distr Stat Batt Maint	ZZZZOM	Operation and Maintenance	
ZZDSFM	IR Total -Distr Stat Facil Maint	ZZZZOM	Operation and Maintenance	
ZZDSTI	IR Total -Stations Inspections	ZZZZOM	Operation and Maintenance	
ZZDSTM	IR Total -Stations Maintenance	ZZZZOM	Operation and Maintenance	
ZZDSTR	IR Total -Stations Trouble Response	ZZZZOM	Operation and Maintenance	
ZZDUGM	IR Total -Distrib Underground Maint	ZZZZOM	Operation and Maintenance	
ZZDUPB	IR Total -DPU Non-Pam benefits	ZZZZOM	Operation and Maintenance	
ZZELEC	IR Total -Electricity	ZZZZOM	Operation and Maintenance	
ZZELVH	IR Total -Electric Vehicles	ZZZZOM	Operation and Maintenance	
ZZEMAL	IR Total -Email	ZZZZOM	Operation and Maintenance	
ZZEMPB	IR Total -Employee Pen +Ben	ZZZZOM	Operation and Maintenance	
ZZEMPL	IR Total -Employment	ZZZZOM	Operation and Maintenance	
ZZENEF	IR Total -Energy Efficiency 3	ZZZZEE	Energy Efficiency	
ZZENPD	IR Total -Engin Planning + Design	ZZZZOM	Operation and Maintenance	
ZZENSU	IR Total -Engin+ Super 3	ZZZZES	Engineering and Supervision	
ZZENVI	IR Total -Environmental	ZZZZOM	Operation and Maintenance	
ZZEROH	IR Total -Environ Resp-Remed- OH	ZZZZOM	Operation and Maintenance	
ZZERUG	IR Total -Environ Resp-Remed- UG	ZZZZOM	Operation and Maintenance	
ZZFAUL	IR Total -Fault Locating	ZZZZOM	Operation and Maintenance	
ZZFEDR	IR Total -Federal Regulatory	ZZZZOM	Operation and Maintenance	
ZZFICO	IR Total -Field Collections	ZZZZOM	Operation and Maintenance	
ZZFINC	IR Total -Finance	ZZZZOM	Operation and Maintenance	
ZZFLET	IR Total -Fleet Clearing 3	ZZZZFC	Fleet Clearing	
ZZFUEL	IR Total -Fuel + Purchased Power 3	ZZZZFP	Fuel and Purchased Power	
ZZGBSW	IR Total-Serv Calls-Bill Serv Work	ZZZZOM	Operation and Maintenance	
ZZGCRM	IR Total-Corrosion Repairs	ZZZZOM	Operation and Maintenance	
ZZGDIG	IR Total-Gas Loc+ Dig Safe Markouts	ZZZZOM	Operation and Maintenance	
ZZGDPR	IR Total -Gain on Disp of Property	ZZZZOM	Operation and Maintenance	
ZZGEAD	IR Total -General Advertising Exp	ZZZZOM	Operation and Maintenance	
ZZGENG	IR Total -Distr M+R St Exp-Gen-Gas	ZZZZOM	Operation and Maintenance	
ZZGENR	IR Total -Generators	ZZZZOM	Operation and Maintenance	
ZZGESO	IR Total -General System Operations	ZZZZOM	Operation and Maintenance	
ZZGIMD	IR Total-Gas Ins Meters + Dev CFI	ZZZZOM	Operation and Maintenance	
ZZGINS	IR Total-Gas Inspections	ZZZZOM	Operation and Maintenance	
ZZGIRM	IR Total-Gas Inst + Remove Meters	ZZZZOM	Operation and Maintenance	
ZZGLKS	IR Total-Gas Leak Surveys	ZZZZOM	Operation and Maintenance	
ZZGODR	IR Total-Gas Odors Response	ZZZZOM	Operation and Maintenance	
ZZGOVI	IR Total -Governance IT	ZZZZOM	Operation and Maintenance	
ZZGPMT	IR Total-Per Meter Exchanges + Test	ZZZZOM	Operation and Maintenance	
ZZGRDM	IR Total -Grounds Maintenance	ZZZZOM	Operation and Maintenance	
ZZGRMT	IR Total -Trans Stat Bus+SW Gr Mnt	ZZZZOM	Operation and Maintenance	
ZZHEAT	IR Total -Heating Oil	ZZZZOM	Operation and Maintenance	
ZZHELP	IR Total -PC Services-Help Desk	ZZZZOM	Operation and Maintenance	
ZZHPGE	IR Total -Hydraul Power Generation	ZZZZOM	Operation and Maintenance	
ZZHTSM	IR Total -Heating Steam	ZZZZOM	Operation and Maintenance	
ZZHVAC	IR Total -HVAC	ZZZZOM	Operation and Maintenance	
ZZHYDE	IR Total -Hyde Park Rent	ZZZZOM	Operation and Maintenance	
ZZICFI	IR Total -Install Meters + Dev CFI	ZZZZOM	Operation and Maintenance	
ZZIEX	IR Total -Inform+ Instructional Exp	ZZZZOM	Operation and Maintenance	
ZZINDM	IR Total -Injuries and Damages	ZZZZOM	Operation and Maintenance	
ZZINFR	IR Total -Infrastructure	ZZZZOM	Operation and Maintenance	
ZZINGS	IR Total -Dist Cust Install Exp-Gas	ZZZZOM	Operation and Maintenance	
ZZINOH	IR Total -Inspections - Overhead	ZZZZOM	Operation and Maintenance	
ZZINPR	IR Total -Intellectual Property	ZZZZOM	Operation and Maintenance	
ZZINSP	IR Total -Inspections	ZZZZOM	Operation and Maintenance	
ZZINUG	IR Total -Inspections - Underground	ZZZZOM	Operation and Maintenance	
ZZIRMM	IR Total -Install-Remove Meters	ZZZZOM	Operation and Maintenance	
ZZITMT	IR Total -Maintenance IT	ZZZZOM	Operation and Maintenance	
ZZJANT	IR Total -Janitorial	ZZZZOM	Operation and Maintenance	
ZZLDDG	IR Total -Distr Load Dispat - Gas	ZZZZOM	Operation and Maintenance	

Accounting Manual

Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
ZZLDGS	IR Total -Sys Cntrl + Load Disp-Gas	ZZZZOM	Operation and Maintenance	
ZZLGPT	IR Total -Misc Prod Exp Liq Petro	ZZZZOM	Operation and Maintenance	
ZZLKR	IR Total- Leak Repairs	ZZZZOM	Operation and Maintenance	
ZZLNGL	IR Total -LNG Proc Term Labor + Exp	ZZZZOM	Operation and Maintenance	
ZZLNGR	IR Total -LNG Equipment Repairs	ZZZZOM	Operation and Maintenance	
ZZLOBF	IR Total -Lobbying Federal	ZZZZOM	Operation and Maintenance	
ZZLTMT	IR Total -Stat Load Tap Chang Maint	ZZZZOM	Operation and Maintenance	
ZZMAIL	IR Total -Mail-Courier Service	ZZZZOM	Operation and Maintenance	
ZZMAPP	IR Total -Mapping	ZZZZOM	Operation and Maintenance	
ZZMASS	IR Total -Mass Ave garage Rent	ZZZZOM	Operation and Maintenance	
ZZMCAE	IR Total -Misc Cust Accounts Exp	ZZZZOM	Operation and Maintenance	
ZZMCLZ	IR Total -Misc Clearing Account	ZZZZOM	Operation and Maintenance	
ZZMEGG	IR Total -Maint of M+ R StEq-Gen-GS	ZZZZOM	Operation and Maintenance	
ZZMETR	IR Total -CE Meter Reading	ZZZZOM	Operation and Maintenance	
ZZMGPO	IR Total -Maint of Gen Plant-Other	ZZZZOM	Operation and Maintenance	
ZZMIAM	IR Total -Miscell Amortization	ZZZZOM	Operation and Maintenance	
ZZMIGE	IR Total -Misc General Expenses	ZZZZOM	Operation and Maintenance	
ZZMISE	IR Total -Miscellaneous Sales Exp	ZZZZOM	Operation and Maintenance	
ZZMMHO	IR Total -Maintenance of Manholes	ZZZZOM	Operation and Maintenance	
ZZMMRE	IR Total -Manhole Regulating	ZZZZOM	Operation and Maintenance	
ZZMMRP	IR Total -Trans Misc Maint + Repair	ZZZZOM	Operation and Maintenance	
ZZMMRS	IR Total- Main of Meas+Reg St Eq	ZZZZOM	Operation and Maintenance	
ZZMOCJ	IR Total- Main of Cast Iron Jts	ZZZZOM	Operation and Maintenance	
ZZMREG	IR Total -Meas+ Reg Stat Exp - Gas	ZZZZOM	Operation and Maintenance	
ZZMRKT	IR Total -Marketing	ZZZZOM	Operation and Maintenance	
ZZMSAD	IR Total -Meter Service - Admin	ZZZZOM	Operation and Maintenance	
ZZMSCC	IR Total -Minor Storm Charging	ZZZZOM	Operation and Maintenance	
ZZMTBD	IR Total -Maintain Buildings	ZZZZOM	Operation and Maintenance	
ZZMTCG	IR Total -Maint of Comp Stat Eq-Gas	ZZZZOM	Operation and Maintenance	
ZZMTGD	IR Total -Mnt of Struct+Impr-Gs Dis	ZZZZOM	Operation and Maintenance	
ZZMTGP	IR Total -Mnt of Strct+Impr-Gas Prd	ZZZZOM	Operation and Maintenance	
ZZMTIG	IR Total -Mnt of M+R Sta Eq-Ind-Gas	ZZZZOM	Operation and Maintenance	
ZZMTIT	IR Total -Trans Maint IT	ZZZZOM	Operation and Maintenance	
ZZMTMG	IR Total -Maint of Mains - Gas	ZZZZOM	Operation and Maintenance	
ZZMTOG	IR Total -Mnt of Other Equip - Gas	ZZZZOM	Operation and Maintenance	
ZZMTPG	IR Total -Mnt of Prod Equip - Gas	ZZZZOM	Operation and Maintenance	
ZZMTRD	IR Total -Meter Reading	ZZZZOM	Operation and Maintenance	
ZZMTRE	IR Total -Misc Maintenance + Repair	ZZZZOM	Operation and Maintenance	
ZZMTRG	IR Total -Mnt of Met + Hse Reg-Gas	ZZZZOM	Operation and Maintenance	
ZZMTSG	IR Total -Mnt M+Reg Sta Eq Cg Ck St	ZZZZOM	Operation and Maintenance	
ZZMTSR	IR Total -Maintenance of Services	ZZZZOM	Operation and Maintenance	
ZZNETS	IR Total -Network Services	ZZZZOM	Operation and Maintenance	
ZZNGAS	IR Total -Natural Gas Usage	ZZZZOM	Operation and Maintenance	
ZZNOPR	IR Total -Non Operating Property	ZZZZOM	Operation and Maintenance	
ZZNPTM	IR Total -Trans Non Productive Time	ZZZZOM	Operation and Maintenance	
ZZNUPG	IR Total -Nuclear Power Generation	ZZZZOM	Operation and Maintenance	
ZZOBSL	IR Total -Other Balance Sheet 3	ZZZZBS	Other Balance Sheet	
ZZOFSE	IR Total -Office Supplies and Exp	ZZZZOM	Operation and Maintenance	
ZZOINS	IR Total -Other Income Statement 3	ZZZZOS	Other Income Statement	
ZZOLEG	IR Total -Other Stor Oper L+E- Gas	ZZZZOM	Operation and Maintenance	
ZZOMGS	IR Total -Oth Mnt Exp Stct+Impr-Gas	ZZZZOM	Operation and Maintenance	
ZZOMSP	IR Total -Other Metering Support	ZZZZOM	Operation and Maintenance	
ZZOOIA	IR Total -Other Oper Inc Accts	ZZZZOM	Operation and Maintenance	
ZZOPGE	IR Total -Other Power Generation	ZZZZOM	Operation and Maintenance	
ZZOPPM	IR Total -Oper Prop Management	ZZZZOM	Operation and Maintenance	
ZZOPPR	IR Total -Operating Property	ZZZZOM	Operation and Maintenance	
ZZOPSE	IR Total -Other Power Supply Expen	ZZZZOM	Operation and Maintenance	
ZZOSEG	IR Total -Oth Str Oper Sup+ Eng-Gas	ZZZZOM	Operation and Maintenance	
ZZOSEM	IR Total -Outside Services Employed	ZZZZOM	Operation and Maintenance	
ZZOSGP	IR Total -Oper Sup+Eng - Gas Prod	ZZZZOM	Operation and Maintenance	
ZZOSGT	IR Total -Oper Sup+Eng-Gas Transm	ZZZZOM	Operation and Maintenance	
ZZOTHG	IR Total -Distrib Other Exp - Gas	ZZZZOM	Operation and Maintenance	

Accounting Manual

Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
ZZOTSE	IR Total- Outside Serv Empl	ZZZZOM	Operation and Maintenance	
ZZPACT	IR Total -Political Action Comm	ZZZZOM	Operation and Maintenance	
ZZPARK	IR Total -56P Parking	ZZZZOM	Operation and Maintenance	
ZZPHFU	IR Total -Plant Held for Fut Use 3	ZZZZCR	Capital and Removal	
ZZPMET	IR Total -Per Meter Exchanges-Test	ZZZZOM	Operation and Maintenance	
ZZPRIN	IR Total -Printers	ZZZZOM	Operation and Maintenance	
ZZPRIS	IR Total -Property Insurance	ZZZZOM	Operation and Maintenance	
ZZPRPU	IR Total -Procurement-Purchasing	ZZZZOM	Operation and Maintenance	
ZZPRUR	IR Total -Pru Rent	ZZZZOM	Operation and Maintenance	
ZZPUCL	IR Total -Plant Under Capital Lease	ZZZZCR	Capital and Removal	
ZZPURG	IR Total -Purchased Gas Expenses	ZZZZOM	Operation and Maintenance	
ZZPYSC	IR Total -Physical Security	ZZZZOM	Operation and Maintenance	
ZZRECE	IR Total -Regulatory Commission Exp	ZZZZOM	Operation and Maintenance	
ZZREES	IR Total -Real Estate	ZZZZOM	Operation and Maintenance	
ZZREFR	IR Total -Facilities Ref Rem-Recycl	ZZZZOM	Operation and Maintenance	
ZZREGG	IR Total -Distr M+H Regul Exp - Gas	ZZZZOM	Operation and Maintenance	
ZZREIT	IR Total -Record Services IT	ZZZZOM	Operation and Maintenance	
ZZREMG	IR Total -Records Management	ZZZZOM	Operation and Maintenance	
ZZRENT	IR Total -Rents	ZZZZOM	Operation and Maintenance	
ZZREPP	IR Total -Reprod + Print Services	ZZZZOM	Operation and Maintenance	
ZZREVA	IR Total -Revenue Assurance	ZZZZOM	Operation and Maintenance	
ZZRMVB	IR Total -Rep+Main Gate+Valv Bx-Main	ZZZZOM	Operation and Maintenance	
ZZRNTG	IR Total -Distrib Rents - Gas	ZZZZOM	Operation and Maintenance	
ZZRRRC	IR Total -Refuse Removal-Recycling	ZZZZOM	Operation and Maintenance	
ZZRUBB	IR Total -Rubber Goods	ZZZZOM	Operation and Maintenance	
ZZSAFE	IR Total -Safety	ZZZZOM	Operation and Maintenance	
ZZSBRM	IR Total -Stations Breaker maint	ZZZZOM	Operation and Maintenance	
ZZSCAD	IR Total -Trans Stat SCADA Equip	ZZZZOM	Operation and Maintenance	
ZZSCBW	IR Total -Serv Calls-Bill Serv Work	ZZZZOM	Operation and Maintenance	
ZZSCEQ	IR Total -Stations SCADA Equipment	ZZZZOM	Operation and Maintenance	
ZZSCMT	IR Total -Stations Cap Banks maint	ZZZZOM	Operation and Maintenance	
ZZSECI	IR Total -Security IT	ZZZZOM	Operation and Maintenance	
ZZSECU	IR Total -Security	ZZZZOM	Operation and Maintenance	
ZZSERV	IR Total -Service Center Rent	ZZZZOM	Operation and Maintenance	
ZZSESP	IR Total -Sales Expense - Superv	ZZZZOM	Operation and Maintenance	
ZZSFMR	IR Total -Split Fiber Main Repair	ZZZZOM	Operation and Maintenance	
ZZSFRE	IR Total -Storm Fund Replenishment	ZZZZOM	Operation and Maintenance	
ZZSGMT	IR Total -Stat Bus + SW Gear maint	ZZZZOM	Operation and Maintenance	
ZZSLMO	IR Total -Street Light Maint+Oper	ZZZZOM	Operation and Maintenance	
ZZSMTO	IR Total -Small Tools	ZZZZOM	Operation and Maintenance	
ZZSNOW	IR Total -Snow Removal	ZZZZOM	Operation and Maintenance	
ZZSNRS	IR Total- Snow Rem Reg Stat	ZZZZOM	Operation and Maintenance	
ZZSRMT	IR Total - Trans Stat Relay Maint	ZZZZOM	Operation and Maintenance	
ZZSSRE	IR Total -Stations Recloser maint	ZZZZOM	Operation and Maintenance	
ZZSTCH	IR Total -Specific Storm Charging	ZZZZOM	Operation and Maintenance	
ZZSTCL	IR Total -Stores Clearing 3	ZZZZSC	Stores Clearing	
ZZSTCS	IR Total -Strat Consult Sup	ZZZZOM	Operation and Maintenance	
ZZSTEM	IR Total -Stations Equipment Maint	ZZZZOM	Operation and Maintenance	
ZZSTIT	IR Total -Storage IT	ZZZZOM	Operation and Maintenance	
ZZSTMS	IR Total -Stat maint of Structures	ZZZZOM	Operation and Maintenance	
ZZSTNW	IR Total -Stat Network Prot Maint	ZZZZOM	Operation and Maintenance	
ZZSTPG	IR Total -Steam Power Generation	ZZZZOM	Operation and Maintenance	
ZZSTRG	IR Total -State Regulatory	ZZZZOM	Operation and Maintenance	
ZZSTRL	IR Total -Dist Stat Relay Maint	ZZZZOM	Operation and Maintenance	
ZZSTSW	IR Total -Stations Switching	ZZZZOM	Operation and Maintenance	
ZZSTTR	IR Total -Stations Transfer maint	ZZZZOM	Operation and Maintenance	
ZZTELE	IR Total -Telecommunications	ZZZZOM	Operation and Maintenance	
ZZTELV	IR Total -Telephone + Voice	ZZZZOM	Operation and Maintenance	
ZZTNOT	IR Total -Training Other	ZZZZOM	Operation and Maintenance	
ZZTOHM	IR Total -Trans Overhead Maint	ZZZZOM	Operation and Maintenance	
ZZTOTI	IR Total -Taxes Other Than Income	ZZZZOS	Other Income Statement	
ZZTOTO	IR Total -Turn On-Turn Off	ZZZZOM	Operation and Maintenance	

Accounting Manual

Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
ZZTRAN	IR Total -Transactional	ZZZZOM	Operation and Maintenance	
ZZTRCR	IR Total -Trans Admin Exp Transf Cr	ZZZZOM	Operation and Maintenance	
ZZTRDP	IR Total -Trans Dispatch	ZZZZOM	Operation and Maintenance	
ZZTREE	IR Total -Tree Trimming	ZZZZOM	Operation and Maintenance	
ZZTRMT	IR Total -Transformer Maintenance	ZZZZOM	Operation and Maintenance	
ZZTROH	IR Total -Tra Inst OH Ln Transf CFI	ZZZZOM	Operation and Maintenance	
ZZTROT	IR Total -Distrib Training Other	ZZZZOM	Operation and Maintenance	
ZZTRRE	IR Total -Trans Inst Transf + Regul	ZZZZOM	Operation and Maintenance	
ZZTRUG	IR Total -Tra Inst UG Ln Transf CFI	ZZZZOM	Operation and Maintenance	
ZZTRVU	IR Total -Trans Transport Veh Util	ZZZZOM	Operation and Maintenance	
ZZTSBM	IR Total -Trans Stations Batt Maint	ZZZZOM	Operation and Maintenance	
ZZTSFM	IR Total -Trans Stations Fac Maint	ZZZZOM	Operation and Maintenance	
ZZTSTI	IR Total -Trans Stations Inspection	ZZZZOM	Operation and Maintenance	
ZZTSTM	IR Total -Trans Stations Maint	ZZZZOM	Operation and Maintenance	
ZZTSTT	IR Total -Trans Stat Transf Maint	ZZZZOM	Operation and Maintenance	
ZZTUGM	IR Total -Underground Maintenance	ZZZZOM	Operation and Maintenance	
ZZTVUT	IR Total -Transport Veh Utiliz	ZZZZOM	Operation and Maintenance	
ZZUNCA	IR Total -Uncollectibe Accounts	ZZZZOM	Operation and Maintenance	
ZZUPIS	IR Total -Utility Plant In Service	ZZZZCR	Capital and Removal	
ZZWEBD	IR Total -Web Development Services	ZZZZOM	Operation and Maintenance	
ZZWELL	IR Total -Wellness Programs	ZZZZOM	Operation and Maintenance	
ZZWTSE	IR Total -Water + Sewer	ZZZZOM	Operation and Maintenance	
ZZZADC	IR Total -Auditing + Compliance	ZZZZOM	Operation and Maintenance	
ZZZADR	IR Total - Accum Depr + Retir	ZZZZCR	Capital and Removal	
ZZZAGE	IR Total -Admin and Gen Expenses	ZZZZOM	Operation and Maintenance	
ZZZCAD	IR Total -Comm + Adv	ZZZZOM	Operation and Maintenance	
ZZZCNC	IR Total -Compl Constr Not Classif	ZZZZCR	Capital and Removal	
ZZZCOS	IR Total -Corporate strategy	ZZZZOM	Operation and Maintenance	
ZZZCRC	IR Total -Total Credit+Collections	ZZZZOM	Operation and Maintenance	
ZZZCSB	IR Total -Customer Support+Billing	ZZZZOM	Operation and Maintenance	
ZZZCSE	IR Total -Cust Serv and Infor Exp	ZZZZOM	Operation and Maintenance	
ZZZCUE	IR Total -Customer Expense Accounts	ZZZZOM	Operation and Maintenance	
ZZZDAE	IR Total -Distrib Admin Expenses	ZZZZOM	Operation and Maintenance	
ZZZDOE	IR Total -Distr Operations Expenses	ZZZZOM	Operation and Maintenance	
ZZZDSE	IR Total -Distr Stations Expenses	ZZZZOM	Operation and Maintenance	
ZZZEFF	IR Total -Energy Efficiency 2	ZZZZEE	Energy Efficiency	
ZZZESR	IR Total -Emerg Prep + Storm Rest	ZZZZOM	Operation and Maintenance	
ZZZESU	IR Total -Eng + Supervision 2	ZZZZES	Engineering and Supervision	
ZZZFLT	IR Total -Fleet Clearing 2	ZZZZFC	Fleet Clearing	
ZZZFOM	IR Total -Facilities Oper + Maint	ZZZZOM	Operation and Maintenance	
ZZZFPP	IR Total -Fuel + Purchased Power 2	ZZZZFP	Fuel and Purchased Power	
ZZZGOP	IR Total -Gas Operations- Production	ZZZZOM	Operation and Maintenance	
ZZZGOS	IR Total- Gas Oper- Supply	ZZZZOM	Operation and Maintenance	
ZZZGST	IR Total- Gas Oper- Storage	ZZZZOM	Operation and Maintenance	
ZZZGTD	IR Total- Gas Oper- T+D	ZZZZOM	Operation and Maintenance	
ZZZHUR	IR Total -Human Resources	ZZZZOM	Operation and Maintenance	
ZZZIMG	IR Total -IT Maint and Gover	ZZZZOM	Operation and Maintenance	
ZZZITH	IR Total -IT Hardware	ZZZZOM	Operation and Maintenance	
ZZZLES	IR Total -Legal Support	ZZZZOM	Operation and Maintenance	
ZZZMEM	IR Total -Metering Management	ZZZZOM	Operation and Maintenance	
ZZZMSE	IR Total -Meter Services Expenses	ZZZZOM	Operation and Maintenance	
ZZZOBS	IR Total -Other Balance Sheet 2	ZZZZBS	Other Balance Sheet	
ZZZOIN	IR Total -Operating Income Accounts	ZZZZOM	Operation and Maintenance	
ZZZOIS	IR Total -Other Income Statement 2	ZZZZOS	Other Income Statement	
ZZZPHF	IR Total -Plant Held for Future Use	ZZZZCR	Capital and Removal	
ZZZPIS	IR Total -Plant In Service	ZZZZCR	Capital and Removal	
ZZZPPE	IR Total -Power Production Expenses	ZZZZOM	Operation and Maintenance	
ZZZPRC	IR Total -Procure and Contracting	ZZZZOM	Operation and Maintenance	
ZZZRAS	IR Total -Regulatory Assessments	ZZZZOM	Operation and Maintenance	
ZZZSAE	IR Total -Sales Expenses	ZZZZOM	Operation and Maintenance	
ZZZSDS	IR Total -Software Develop + Supp	ZZZZOM	Operation and Maintenance	
ZZZSTC	IR Total -Stores Clearing 2	ZZZZSC	Stores Clearing	

Accounting Manual

Accounts (Sequential)

Account	FERC Description	Level	Description	FERC Hierarchy
ZZZTAE	IR Total -Trans Admin Expenses	ZZZZOM	Operation and Maintenance	
ZZZTOE	IR Total -Trans Operations Expenses	ZZZZOM	Operation and Maintenance	
ZZZTRA	IR Total -Training	ZZZZOM	Operation and Maintenance	
ZZZTRN	IR Total -Transportation	ZZZZOM	Operation and Maintenance	
ZZZTSE	IR Total -Trans Stations Expenses	ZZZZOM	Operation and Maintenance	
ZZZWIP	IR Total -Constr Work In Progress	ZZZZCR	Capital and Removal	
ZZZBBS	Other Balance Sheet	(blank)	(blank)	
ZZZCR	Capital and Removal	(blank)	(blank)	
ZZZEE	Energy Efficiency	(blank)	(blank)	
ZZZES	Engineering and Supervision	(blank)	(blank)	
ZZZFC	Fleet Clearing	(blank)	(blank)	
ZZZFP	Fuel and Purchased Power	(blank)	(blank)	
ZZZOM	Operation and Maintenance	(blank)	(blank)	
ZZZOS	Other Income Statement	(blank)	(blank)	
ZZZSC	Stores Clearing	(blank)	(blank)	

Public Service Company of New Hampshire  
d/b/a Eversource Energy  
Docket No. DE 19-057  
Standard Filing Requirements  
May 28, 2019 (Permanent Rates Filing)

**Rate Case Filing Requirements  
Pursuant to Puc 1604.01(a)**

**Puc 1604.01(a)(10)**            The utility's Securities and Exchange Commission 10K forms and 10Q forms or hyperlinks thereto, for the most recent 2 years

**Response:**

Please see 1604.01(a)(10) Attachment 1 for the Company's 2017 10-K filing, 1604.01(a)(10) Attachment 2 for 2017 Q1 through Q3 10-Q forms, 1604.01(a)(10) Attachment 3 for the Company's 2018 10-K filing, and 1604.01(a)(10) Attachment 4 for the Company's 2018 Q1 through Q3 10-Q forms.

Public Service Company of New Hampshire  
d/b/a Eversource Energy  
Docket No. DE 19-057  
Standard Filing Requirements  
May 28, 2019 (Permanent Rates Filing)  
1604.01(a)(10) Attachment 1  
Page 1 of 1104



780 N. Commercial Street, Manchester, NH 03101  
Eversource Energy  
P.O. Box 330  
Manchester, NH 03105-0330  
(603) 634-2701  
Fax (603) 634-2449

**Christopher J. Goulding**  
Revenue Requirements - NH

E-Mail: [Christopher.goulding@eversource.com](mailto:Christopher.goulding@eversource.com)

March 9, 2018

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

Re: Docket No. IR 90-218  
NU/PSNH dba Eversource Energy Monitoring

Dear Ms. Howland:

Pursuant to Commission Order No. 23,122 in the above Docket, please find enclosed five copies of the Combined Annual Report on Form 10-K for Eversource Energy, The Connecticut Light and Power Company (CL&P), NSTAR Electric Company (NSTAR), and Public Service Company of New Hampshire (PSNH) for the year ended December 31, 2017.

The Combined Annual Report on Form 10-K for Eversource, CL&P, NSTAR, and PSNH has been filed electronically with the NHPUC.

This report is provided in response to Section I - Item D of Docket IR 90-218. If you would like additional copies of the above report please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Chris Goulding", written over a light blue horizontal line.

Christopher J. Goulding  
Manager  
Revenue Requirements – NH

Enclosure

c: Mr. A. M. Desbiens  
Mr. T. C. Frantz, NHPUC  
Mr. D. Kreis, NHOCA  
Mr. J. W. Hunt, III  
Mr. R. A. Bersak  
Mr. W. J. Quinlan



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

**FORM 10-K**

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the Fiscal Year Ended December 31, 2017

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

<u>Commission File Number</u>	<u>Registrant; State of Incorporation; Address; and Telephone Number</u>	<u>I.R.S. Employer Identification No.</u>
1-5324	<b>EVERSOURCE ENERGY</b> (a Massachusetts voluntary association) 300 Cadwell Drive Springfield, Massachusetts 01104 Telephone: (800) 286-5000	04-2147929
0-00404	<b>THE CONNECTICUT LIGHT AND POWER COMPANY</b> (a Connecticut corporation) 107 Selden Street Berlin, Connecticut 06037-1616 Telephone: (800) 286-5000	06-0303850
1-02301	<b>NSTAR ELECTRIC COMPANY</b> (a Massachusetts corporation) 800 Boylston Street Boston, Massachusetts 02199 Telephone: (800) 286-5000	04-1278810
1-6392	<b>PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE</b> (a New Hampshire corporation) Energy Park 780 North Commercial Street Manchester, New Hampshire 03101-1134 Telephone: (800) 286-5000	02-0181050

Securities registered pursuant to Section 12(b) of the Act:

<u>Registrant</u>	<u>Title of Each Class</u>	<u>Name of Each Exchange on Which Registered</u>
<b>Eversource Energy</b>	Common Shares, \$5.00 par value	New York Stock Exchange, Inc.

Securities registered pursuant to Section 12(g) of the Act:

<u>Registrant</u>	<u>Title of Each Class</u>
-------------------	----------------------------

**The Connecticut Light and Power Company**

Preferred Stock, par value \$50.00 per share, issuable in series, of which the following series are outstanding:

\$1.90	Series	of 1947
\$2.00	Series	of 1947
\$2.04	Series	of 1949
\$2.20	Series	of 1949
3.90%	Series	of 1949
\$2.06	Series E	of 1954
\$2.09	Series F	of 1955
4.50%	Series	of 1956
4.96%	Series	of 1958
4.50%	Series	of 1963
5.28%	Series	of 1967
\$3.24	Series G	of 1968
6.56%	Series	of 1968

**NSTAR Electric Company**

Preferred Stock, par value \$100.00 per share, issuable in series, of which the following series are outstanding:

4.25%	Series	of 1956
4.78%	Series	of 1958

NSTAR Electric Company and Public Service Company of New Hampshire each meet the conditions set forth in General Instruction I(1)(a) and (b) of Form 10-K, and each is therefore filing this Form 10-K with the reduced disclosure format specified in General Instruction I(2) of Form 10-K.

Indicate by check mark if the registrants are well-known seasoned issuers, as defined in Rule 405 of the Securities Act.

Yes No

Indicate by check mark if the registrants are not required to file reports pursuant to Section 13 or Section 15(d) of the Act.

Yes No

Indicate by check mark whether the registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrants have submitted electronically and posted on its corporate Web sites, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrants were required to submit and post such files).

Yes No

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K is not contained herein, and will not be contained, to the best of the registrants' knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act. (Check one):

	<u>Large accelerated filer</u>	<u>Accelerated filer</u>	<u>Non-accelerated filer</u>	<u>Smaller reporting company</u>	<u>Emerging growth company</u>
Eversource Energy	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The Connecticut Light and Power Company	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
NSTAR Electric Company	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Public Service Company of New Hampshire	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrants are shell companies (as defined in Rule 12b-2 of the Exchange Act):

	<u>Yes</u>	<u>No</u>
Eversource Energy	<input type="checkbox"/>	<input checked="" type="checkbox"/>
The Connecticut Light and Power Company	<input type="checkbox"/>	<input checked="" type="checkbox"/>
NSTAR Electric Company	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Public Service Company of New Hampshire	<input type="checkbox"/>	<input checked="" type="checkbox"/>

The aggregate market value of Eversource Energy's Common Shares, \$5.00 par value, held by non-affiliates, computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of Eversource Energy's most recently completed second fiscal quarter (June 30, 2017) was \$19,210,596,737 based on a closing market price of \$60.71 per share for the 316,432,165 common shares outstanding held by non-affiliates on June 30, 2017.

Indicate the number of shares outstanding of each of the issuers' classes of common stock, as of the latest practicable date:

<u>Company - Class of Stock</u>	<u>Outstanding as of January 31, 2018</u>
Eversource Energy Common Shares, \$5.00 par value	316,885,808 shares
The Connecticut Light and Power Company Common Stock, \$10.00 par value	6,035,205 shares
NSTAR Electric Company Common Stock, \$1.00 par value	200 shares
Public Service Company of New Hampshire Common Stock, \$1.00 par value	301 shares

Eversource Energy holds all of the 6,035,205 shares, 200 shares and 301 shares of the outstanding common stock of The Connecticut Light and Power Company, NSTAR Electric Company and Public Service Company of New Hampshire, respectively.

Eversource Energy, The Connecticut Light and Power Company, NSTAR Electric Company and Public Service Company of New Hampshire each separately file this combined Form 10-K. Information contained herein relating to any individual registrant is filed by such registrant on its own behalf. Each registrant makes no representation as to information relating to the other registrants.

**GLOSSARY OF TERMS**

The following is a glossary of abbreviations and acronyms that are found in this report:

**Current or former Eversource Energy companies, segments or investments:**

Eversource, ES or the Company	Eversource Energy and subsidiaries
Eversource parent or ES parent	Eversource Energy, a public utility holding company
ES parent and other companies	ES parent and other companies are comprised of Eversource parent, Eversource Service and other subsidiaries, which primarily includes our unregulated businesses, HWP Company, The Rocky River Realty Company (a real estate subsidiary), and the consolidated operations of CYAPC and YAEC, and Aquarion's water business from the date of acquisition on December 4, 2017 through December 31, 2017
CL&P	The Connecticut Light and Power Company
NSTAR Electric	NSTAR Electric Company
PSNH	Public Service Company of New Hampshire
NSTAR Gas	NSTAR Gas Company
Yankee Gas	Yankee Gas Services Company
Aquarion	Eversource Aquarion Holdings, Inc and its subsidiaries (formerly known as Macquarie Utilities Inc)
NPT	Northern Pass Transmission LLC
Northern Pass	The HVDC and associated alternating-current transmission line project from Canada into New Hampshire
Eversource Service	Eversource Energy Service Company
Bay State Wind	A project being developed jointly by Eversource and Denmark-based Ørsted (formerly known as DONG Energy) to construct an offshore wind farm off the coast of Massachusetts
CYAPC	Connecticut Yankee Atomic Power Company
MYAPC	Maine Yankee Atomic Power Company
YAEC	Yankee Atomic Electric Company
Yankee Companies	CYAPC, YAEC and MYAPC
Electric and Natural Gas Companies	The Eversource electric and natural gas companies are comprised of the electric distribution and transmission businesses of CL&P, NSTAR Electric and PSNH, the natural gas distribution businesses of Yankee Gas and NSTAR Gas, NPT, the generation facilities of PSNH, and the solar power facilities of NSTAR Electric

**Regulators:**

DEEP	Connecticut Department of Energy and Environmental Protection
DOE	U.S. Department of Energy
DOER	Massachusetts Department of Energy Resources
DPU	Massachusetts Department of Public Utilities
EPA	U.S. Environmental Protection Agency
FERC	Federal Energy Regulatory Commission
ISO-NE	ISO New England, Inc., the New England Independent System Operator
MA DEP	Massachusetts Department of Environmental Protection
NHPUC	New Hampshire Public Utilities Commission
PURA	Connecticut Public Utilities Regulatory Authority
SEC	U.S. Securities and Exchange Commission
SJC	Supreme Judicial Court of Massachusetts

**Other Terms and Abbreviations:**

Access Northeast	A project being developed jointly by Eversource, Enbridge, Inc. ("Enbridge"), and National Grid plc ("National Grid") through Algonquin Gas Transmission, LLC to bring needed additional natural gas pipeline and storage capacity to New England.
ADIT	Accumulated Deferred Income Taxes
AFUDC	Allowance For Funds Used During Construction
AOCL	Accumulated Other Comprehensive Loss
ARO	Asset Retirement Obligation
Bcf	Billion cubic feet
C&LM	Conservation and Load Management
CfD	Contract for Differences
Clean Air Project	The construction of a wet flue gas desulphurization system, known as "scrubber technology," to reduce mercury emissions of the Merrimack coal-fired generation station in Bow, New Hampshire
CO <sub>2</sub>	Carbon dioxide
CPSL	Capital Projects Scheduling List
CTA	Competitive Transition Assessment
CWIP	Construction Work in Progress
EDC	Electric distribution company
EPS	Earnings Per Share
ERISA	Employee Retirement Income Security Act of 1974

ESOP	Employee Stock Ownership Plan
ESPP	Employee Share Purchase Plan
Eversource 2016 Form 10-K	The Eversource Energy and Subsidiaries 2016 combined Annual Report on Form 10-K as filed with the SEC
Fitch	Fitch Ratings
FMCC	Federally Mandated Congestion Charge
FTR	Financial Transmission Rights
GAAP	Accounting principles generally accepted in the United States of America
GSC	Generation Service Charge
GSRP	Greater Springfield Reliability Project
GWh	Gigawatt-Hours
HQ	Hydro-Québec, a corporation wholly-owned by the Québec government, including its divisions that produce, transmit and distribute electricity in Québec, Canada
HVDC	High-voltage direct current
Hydro Renewable Energy	Hydro Renewable Energy, Inc., a wholly-owned subsidiary of Hydro-Québec
IPP	Independent Power Producers
ISO-NE Tariff	ISO-NE FERC Transmission, Markets and Services Tariff
kV	Kilovolt
kVa	Kilovolt-ampere
kW	Kilowatt (equal to one thousand watts)
kWh	Kilowatt-Hours (the basic unit of electricity energy equal to one kilowatt of power supplied for one hour)
LBR	Lost Base Revenue
LNG	Liquefied natural gas
LRS	Supplier of last resort service
MMcf	Million cubic feet
MGP	Manufactured Gas Plant
MMBtu	One million British thermal units
Moody's	Moody's Investors Services, Inc.
MW	Megawatt
MWh	Megawatt-Hours
NEEWS	New England East-West Solution
NETOs	New England Transmission Owners (including Eversource, National Grid and Avangrid)
NOx	Nitrogen oxides
OCI	Other Comprehensive Income/(Loss)
PAM	Pension and PBOP Rate Adjustment Mechanism
PBOP	Postretirement Benefits Other Than Pension
PBOP Plan	Postretirement Benefits Other Than Pension Plan that provides certain retiree benefits, primarily medical, dental and life insurance
PCRBs	Pollution Control Revenue Bonds
Pension Plan	Single uniform noncontributory defined benefit retirement plan
PPA	Pension Protection Act
RECs	Renewable Energy Certificates
Regulatory ROE	The average cost of capital method for calculating the return on equity related to the distribution and generation business segment excluding the wholesale transmission segment
RNS	Regional Network Service
ROE	Return on Equity
RRB	Rate Reduction Bond or Rate Reduction Certificate
RSUs	Restricted share units
S&P	Standard & Poor's Financial Services LLC
SBC	Systems Benefits Charge
SCRC	Stranded Cost Recovery Charge
SERP	Supplemental Executive Retirement Plans and non-qualified defined benefit retirement plans
SIP	Simplified Incentive Plan
SO <sub>2</sub>	Sulfur dioxide
SS	Standard service
TCAM	Transmission Cost Adjustment Mechanism
TSA	Transmission Service Agreement
UI	The United Illuminating Company

EVERSOURCE ENERGY AND SUBSIDIARIES  
THE CONNECTICUT LIGHT AND POWER COMPANY  
NSTAR ELECTRIC COMPANY AND SUBSIDIARY  
PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE AND SUBSIDIARY

2017 FORM 10-K ANNUAL REPORT

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**EVERSOURCE ENERGY AND SUBSIDIARIES  
THE CONNECTICUT LIGHT AND POWER COMPANY  
NSTAR ELECTRIC COMPANY AND SUBSIDIARY  
PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE AND SUBSIDIARY**

**SAFE HARBOR STATEMENT UNDER THE PRIVATE SECURITIES  
LITIGATION REFORM ACT OF 1995**

References in this Annual Report on Form 10-K to "Eversource," the "Company," "we," "our," and "us" refer to Eversource Energy and its consolidated subsidiaries. CL&P, NSTAR Electric, and PSNH are each doing business as Eversource Energy.

From time to time, we make statements concerning our expectations, beliefs, plans, objectives, goals, strategies, assumptions of future events, future financial performance or growth and other statements that are not historical facts. These statements are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. You can generally identify our forward-looking statements through the use of words or phrases such as "estimate," "expect," "anticipate," "intend," "plan," "project," "believe," "forecast," "should," "could," and other similar expressions. Forward-looking statements are based on the current expectations, estimates, assumptions or projections of management and are not guarantees of future performance. These expectations, estimates, assumptions or projections may vary materially from actual results. Accordingly, any such statements are qualified in their entirety by reference to, and are accompanied by, the following important factors that could cause our actual results to differ materially from those contained in our forward-looking statements, including, but not limited to:

- cyber breaches and other disruptions to our information technology system that may compromise the confidentiality of our proprietary information and the personal information of our customers,
- acts of war, terrorism or grid disturbances that may disrupt our transmission and distribution systems,
- ability or inability to successfully commence and complete our major strategic development opportunities,
- actions or inaction of local, state and federal regulatory, public policy and taxing bodies,
- changes in business conditions, which could include disruptive technology related to our current or future business model,
- changes in economic conditions, including impact on interest rates, tax policies, and customer demand and payment ability,
- fluctuations in weather patterns, including extreme weather due to climate change,
- changes in laws, regulations or regulatory policy,
- changes in levels or timing of capital expenditures,
- disruptions in the capital markets or other events that make our access to necessary capital more difficult or costly,
- developments in legal or public policy doctrines,
- technological developments and alternative energy sources,
- changes in accounting standards and financial reporting regulations,
- actions of rating agencies, and
- other presently unknown or unforeseen factors.

Other risk factors are detailed in our reports filed with the SEC and updated as necessary, and we encourage you to consult such disclosures.

All such factors are difficult to predict and contain uncertainties that may materially affect our actual results, many of which are beyond our control. You should not place undue reliance on the forward-looking statements, as each speaks only as of the date on which such statement is made, and, except as required by federal securities laws, we undertake no obligation to update any forward-looking statement or statements to reflect events or circumstances after the date on which such statement is made or to reflect the occurrence of unanticipated events. New factors emerge from time to time and it is not possible for us to predict all of such factors, nor can we assess the impact of each such factor on the business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements. For more information, see Item 1A, *Risk Factors*, included in this combined Annual Report on Form 10-K. This Annual Report on Form 10-K also describes material contingencies and critical accounting policies in the accompanying *Management's Discussion and Analysis of Financial Condition and Results of Operations* and *Combined Notes to Financial Statements*. We encourage you to review these items.

**EVERSOURCE ENERGY AND SUBSIDIARIES  
THE CONNECTICUT LIGHT AND POWER COMPANY  
NSTAR ELECTRIC COMPANY AND SUBSIDIARY  
PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE AND SUBSIDIARY**

**PART I**

**Item 1. Business**

Please refer to the Glossary of Terms for definitions of defined terms and abbreviations used in this combined Annual Report on Form 10-K.

Eversource Energy, headquartered in Boston, Massachusetts and Hartford, Connecticut, is a public utility holding company subject to regulation by the FERC under the Public Utility Holding Company Act of 2005. We are engaged primarily in the energy delivery business through the following wholly-owned utility subsidiaries:

- The Connecticut Light and Power Company (CL&P), a regulated electric utility that serves residential, commercial and industrial customers in parts of Connecticut;
- NSTAR Electric Company (NSTAR Electric), a regulated electric utility that serves residential, commercial and industrial customers in parts of eastern and western Massachusetts and owns solar power facilities;
- Public Service Company of New Hampshire (PSNH), a regulated electric utility that serves residential, commercial and industrial customers in parts of New Hampshire and owns generation assets used to serve customers;
- NSTAR Gas Company (NSTAR Gas), a regulated natural gas utility that serves residential, commercial and industrial customers in parts of Massachusetts; and
- Yankee Gas Services Company (Yankee Gas), a regulated natural gas utility that serves residential, commercial and industrial customers in parts of Connecticut.
- Aquarion Water Company (Aquarion), a regulated water utility holding company that serves residential, commercial, industrial and fire protection customers through its separate three regulated utilities, AWC-CT, AWC-MA and AWC-NH in parts of Connecticut, Massachusetts and New Hampshire;

CL&P, NSTAR Electric and PSNH also serve New England customers through Eversource Energy's electric transmission business, and are each doing business as Eversource Energy in their respective service territories.

On December 31, 2017, Western Massachusetts Electric Company, a former subsidiary of Eversource Energy, merged with and into NSTAR Electric, with NSTAR Electric as the surviving entity. As a result, NSTAR Electric serves all of Eversource Energy's electric customers in Massachusetts. For purposes of this combined Annual Report on Form 10-K, the financial statements and financial information presented for prior years were retrospectively adjusted as if the merger had occurred on the first day of the earliest period presented. Upon the closing of the merger, all assets, contracts, rights and obligations of Western Massachusetts Electric Company were reflected as part of NSTAR Electric.

On December 4, 2017, Eversource acquired Macquarie Utilities Inc., subsequently renamed Eversource Aquarion Holdings, Inc., and its Aquarion Water Company subsidiaries. Collectively, these water utility companies serve residential, commercial, industrial and fire protection customers in parts of Connecticut, Massachusetts and New Hampshire.

Eversource Energy, CL&P, NSTAR Electric and PSNH each report their financial results separately. We also include information in this report on a segment basis for Eversource Energy. Eversource Energy recognizes three reportable segments: electric distribution, electric transmission, and natural gas distribution. Eversource Energy's electric distribution segment includes the results of PSNH's generation facilities and NSTAR Electric's solar power facilities. The energy transmission and distribution segments represented substantially all of Eversource Energy's total consolidated revenues for the years ended December 31, 2017, 2016 and 2015. CL&P, NSTAR Electric and PSNH do not report separate business segments.

## ELECTRIC DISTRIBUTION SEGMENT

### General

Eversource Energy's electric distribution segment consists of the distribution businesses of CL&P, NSTAR Electric and PSNH, which are engaged in the distribution of electricity to retail customers in Connecticut, Massachusetts and New Hampshire, respectively, plus the regulated electric generation facilities of PSNH and solar power facilities of NSTAR Electric.

The following table shows the sources of electric franchise retail revenues for Eversource Energy's electric distribution companies, collectively, based on categories of customers:

<i>(Thousands of Dollars)</i>	2017	2016	2015
Residential	\$ 3,457,986	\$ 3,448,043	\$ 3,608,155
Commercial	2,459,985	2,465,664	2,476,686
Industrial	330,995	328,103	326,564
Other	94,091	139,527	151,195
Total Retail Electric Revenues	\$ 6,343,057	\$ 6,381,337	\$ 6,562,600

A summary of our distribution companies' retail electric GWh sales volumes and percentage changes for 2017, as compared to 2016, is as follows:

	2017	2016	Percentage Change
Residential	20,496	21,002	(2.4)%
Commercial	26,570	27,206	(2.3)%
Industrial	5,180	5,434	(4.7)%
Total	52,246	53,642	(2.6)%

Certain Eversource electric, natural gas and water companies, including CL&P and NSTAR Electric (for a portion of its customers), have a regulatory commission approved revenue decoupling mechanism ("decoupled companies"). Distribution revenues are decoupled from customer sales volumes, where applicable, which breaks the relationship between sales volumes and revenues recognized. The decoupled companies reconcile their annual base distribution rate recovery to pre-established levels of baseline distribution delivery service revenues. Any difference between the allowed level of distribution revenue and the actual amount realized is adjusted through rates in a subsequent period.

Retail electric sales volumes at our electric utilities with a traditional rate structure (the eastern region of NSTAR Electric and PSNH) were lower in 2017, as compared to 2016, due primarily to the mild summer weather in 2017, as compared to 2016. Cooling degree days in 2017 were 14.7 percent lower in the Boston metropolitan area and 22.7 percent lower in New Hampshire, as compared to 2016. Sales volumes were positively impacted by improved economic conditions across our service territories, but this trend was offset by lower customer usage driven by the impact of increased customer energy conservation efforts.

CL&P and NSTAR Electric (for its western Massachusetts customer rates) reconcile their annual base distribution rate recovery amounts to their pre-established levels of baseline distribution delivery service revenues of \$1.059 billion and \$132.4 million, respectively, through December 31, 2017. Effective February 1, 2018, NSTAR Electric, operating entirely under decoupled rates, will reconcile its annual base distribution rate recovery to its new baseline of \$974.8 million.

## ELECTRIC DISTRIBUTION – CONNECTICUT

### THE CONNECTICUT LIGHT AND POWER COMPANY

CL&P's distribution business consists primarily of the purchase, delivery and sale of electricity to its residential, commercial and industrial customers. As of December 31, 2017, CL&P furnished retail franchise electric service to approximately 1.2 million customers in 149 cities and towns in Connecticut, covering an area of 4,400 square miles. CL&P does not own any electric generation facilities.

The following table shows the sources of CL&P's electric franchise retail revenues based on categories of customers:

<i>(Thousands of Dollars)</i>	CL&P		
	2017	2016	2015
Residential	\$ 1,649,294	\$ 1,603,351	\$ 1,641,165
Commercial	883,904	858,965	841,093
Industrial	144,672	139,556	129,544
Other	29,144	47,672	62,704
Total Retail Electric Revenues	\$ 2,707,014	\$ 2,649,544	\$ 2,674,506

A summary of CL&P's retail electric GWh sales volumes and percentage changes for 2017, as compared to 2016, is as follows:

	2017	2016	Percentage Change
Residential	9,642	9,907	(2.7)%
Commercial	9,161	9,461	(3.2)%
Industrial	2,146	2,249	(4.6)%
Total	20,949	21,617	(3.1)%

**Rates**

CL&P is subject to regulation by the PURA, which, among other things, has jurisdiction over rates, certain dispositions of property and plant, mergers and consolidations, issuances of long-term securities, standards of service and construction and operation of facilities. CL&P's present general rate structure consists of various rate and service classifications covering residential, commercial and industrial services. CL&P's retail rates include a delivery service component, which includes distribution, transmission, conservation, renewable energy programs and other charges that are assessed on all customers.

Under Connecticut law, all of CL&P's customers are entitled to choose their energy suppliers, while CL&P remains their electric distribution company. For those customers who do not choose a competitive energy supplier, under SS rates for customers with less than 500 kilowatts of demand (residential customers and small and medium commercial and industrial customers), and LRS rates for customers with 500 kilowatts or more of demand (larger commercial and industrial customers), CL&P purchases power under standard offer contracts and passes the cost of the purchased power to customers through a combined charge on customers' bills.

The rates established by the PURA for CL&P are comprised of the following:

- An electric GSC, which recovers energy-related costs incurred as a result of providing electric generation service supply to all customers that have not migrated to competitive energy suppliers. The GSC is adjusted periodically and reconciled semi-annually in accordance with the policies and procedures of the PURA, with any differences refunded to, or recovered from, customers.
- A revenue decoupling adjustment that reconciles the amounts recovered from customers, on an annual basis, to the distribution revenue requirement approved by the PURA in its last rate case, which currently is an annual amount of \$1.059 billion.
- A distribution charge, which includes a fixed customer charge and a demand and/or energy charge to collect the costs of building and expanding the infrastructure to deliver electricity to customers, as well as ongoing operating costs to maintain the infrastructure.
- An FMCC, which recovers any costs imposed by the FERC as part of the New England Standard Market Design, including locational marginal pricing, locational installed capacity payments, and any costs approved by the PURA to reduce these charges. The FMCC also recovers costs associated with CL&P's system resiliency program. The FMCC is adjusted periodically and reconciled semi-annually in accordance with the policies and procedures of the PURA, with any differences refunded to, or recovered from, customers.
- A transmission charge that recovers the cost of transporting electricity over high-voltage lines from generating plants to substations, including costs allocated by ISO-NE to maintain the wholesale electric market.
- A CTA charge, assessed to recover stranded costs associated with electric industry restructuring such as various IPP contracts. The CTA is reconciled annually to actual costs incurred and reviewed by the PURA, with any difference refunded to, or recovered from, customers.
- An SBC, established to fund expenses associated with various hardship and low income programs and a program that compensates municipalities for lost property tax revenues due to decreased values of generating facilities caused by electric industry restructuring. The SBC is reconciled annually to actual costs incurred and reviewed by the PURA, with any difference refunded to, or recovered from, customers.
- A Clean Energy Fund charge, which is used to promote investment in renewable energy sources. Amounts collected by this charge are deposited into the Clean Energy Fund and administered by the Clean Energy Finance and Investment Authority. The Clean Energy Fund charge is set by statute and is currently 0.1 cent per kWh.
- A conservation charge, comprised of a statutory rate established to implement cost-effective energy conservation programs and market transformation initiatives, plus a conservation adjustment mechanism charge to recover the residual energy efficiency spending associated with the expanded energy efficiency costs directed by the Comprehensive Energy Strategy Plan for Connecticut.

As required by regulation, CL&P, jointly with UI, entered into the following contracts whereby UI will share 20 percent and CL&P will share 80 percent of the costs and benefits (CL&P's portion of these costs are either recovered from, or refunded to, customers through the FMCC):

- Four capacity CfDs (totaling approximately 787 MW of capacity) with three electric generation units and one demand response project, which extend through 2026 and have terms of up to 15 years beginning in 2009. The capacity CfDs obligate both CL&P and UI to make or receive payments on a monthly basis to or from the project and generation owners based on the difference between a contractually set capacity price and the capacity market prices that the project and generation owners receive in the ISO-NE capacity markets.
- Three peaker CfDs (totaling approximately 500 MW of peaking capacity) with three peaking generation units. The three peaker CfDs pay the generation owners the difference between capacity, forward reserve and energy market revenues and a cost-of-service payment stream for 30 years beginning in 2008 (including costs of plant operation and the prices that the generation owners receive for capacity and other products in the ISO-NE markets).

Distribution Rates: On April 20, 2017, PURA approved the joint request of CL&P, the Connecticut Office of Consumer Counsel ("OCC") and the Connecticut Attorney General to amend the deadline to establish new electric distribution rates in the 2012 Connecticut merger settlement agreement from "no later than December 1, 2017" to "no later than July 1, 2018." On November 22, 2017, CL&P filed its application with PURA, which sought a rate increase of \$255.8 million, \$45.0 million and \$36.0 million effective May 2018, 2019, and 2020, respectively. On December 15, 2017, CL&P, the Prosecutorial Unit of PURA, and the OCC reached a settlement in principle.

On January 11, 2018, CL&P filed the distribution rate case settlement agreement for approval by PURA, which included, among other things, rate increases of \$97.1 million, \$32.7 million and \$24.7 million, effective May 1, 2018, 2019, and 2020, respectively, an authorized regulatory ROE of 9.25 percent, 53 percent common equity in CL&P's capital structure, and a new capital tracker through 2020 for capital additions, system resiliency, and grid modernization. The rate increases associated with the settlement agreement will be reduced by the impact of the decrease in the federal corporate income tax rate, as part of the "Tax Cuts and Jobs Act", which we currently estimate to average approximately \$45 million to \$50 million per year, while amounts related to ADIT will be addressed in a separate manner. We expect to receive final approval from PURA in the second quarter of 2018.

#### **Sources and Availability of Electric Power Supply**

As noted above, CL&P does not own any generation assets and purchases energy supply to serve its SS and LRS loads from a variety of competitive sources through requests for proposals. CL&P continues to supply approximately 42 percent of its customer load at SS or LRS rates while the other 58 percent of its customer load has migrated to competitive energy suppliers. Because this customer migration is only for energy supply service, it has no impact on CL&P's electric distribution business or its operating income.

CL&P periodically enters into full requirements contracts for SS loads for periods of up to one year. CL&P typically enters into full requirements contracts for LRS loads every three months. Currently, CL&P has full requirements contracts in place for 100 percent of its SS loads for the first half of 2018. For the second half of 2018, CL&P has 60 percent of its SS load under full requirements contracts, and intends to purchase an additional 40 percent of full requirements. None of the SS load for 2019 has been procured. CL&P has full requirements contracts in place for its LRS loads through June 2018 and intends to purchase 100 percent of full requirements for the remainder of 2018.

#### **ELECTRIC DISTRIBUTION – MASSACHUSETTS**

##### **NSTAR ELECTRIC COMPANY**

NSTAR Electric's distribution business consists primarily of the purchase, delivery and sale of electricity to residential, commercial and industrial customers within its franchise service territory. As of December 31, 2017, NSTAR Electric furnished retail franchise electric service to approximately 1.4 million customers in Boston and 139 cities and towns in eastern and western Massachusetts, including Cape Cod, Martha's Vineyard and the greater Springfield metropolitan area, covering an aggregate area of approximately 3,200 square miles. NSTAR Electric does not own any generating facilities used to supply customers and purchases its energy requirements from competitive energy suppliers.

On December 29, 2016, the DPU approved NSTAR Electric's application to develop 62 MW of new solar power facilities. Currently, NSTAR Electric owns 8 MW of solar power facilities on sites in Pittsfield, Springfield, and East Springfield, Massachusetts that were completed from 2010 through 2014. We expect development of the new facilities to be completed in 2018. Similar to NSTAR Electric's current practice on the existing 8MW of solar power facilities, we expect that NSTAR Electric will sell energy from the new facilities into the ISO-NE market. We estimate our investment in these new facilities will be approximately \$180 million.

The following table shows the sources of the electric franchise retail revenues of NSTAR Electric based on categories of customers:

(Thousands of Dollars)	NSTAR Electric		
	2017	2016	2015
Residential	\$ 1,271,253	\$ 1,322,778	\$ 1,461,184
Commercial	1,278,739	1,310,743	1,322,674
Industrial	113,952	117,683	120,106
Other	45,347	54,666	53,388
Total Retail Electric Revenues	\$ 2,709,291	\$ 2,805,870	\$ 2,957,352

A summary of NSTAR Electric's retail electric GWh sales volumes and percentage changes for 2017, as compared to 2016, is as follows:

	NSTAR Electric		
	2017	2016	Percentage Change
Residential	7,721	7,959	(3.0)%
Commercial	14,127	14,404	(1.9)%
Industrial	1,691	1,802	(6.2)%
Total	23,539	24,165	(2.6)%

In 2017 and 2016, NSTAR Electric operated under two different rate structures based on its service territory geography. For customers in eastern Massachusetts, including metropolitan Boston, Cape Cod and Martha's Vineyard, NSTAR Electric operated using Traditional rates. For customers in western Massachusetts, including the metropolitan Springfield region, NSTAR Electric operated using Decoupled rates. Effective February 1, 2018, all of NSTAR Electric's distribution revenues were decoupled as a result of the DPU-approved rate decision. See "Regulatory Developments and Rate Matters - Massachusetts - NSTAR Electric Distribution Rate Case Decision" in the accompanying Item 7, *Management's Discussion and Analysis of Financial Condition and Results of Operations*.

## Rates

NSTAR Electric is subject to regulation by the DPU, which, among other things, has jurisdiction over rates, certain dispositions of property and plant, mergers and consolidations, issuances of long-term securities, acquisition of securities, standards of service and construction and operation of facilities. The present general rate structure for NSTAR Electric consists of various rate and service classifications covering residential, commercial and industrial services.

Under Massachusetts law, all customers of NSTAR Electric are entitled to choose their energy suppliers, while NSTAR Electric remains their electric distribution company. NSTAR Electric purchases power from competitive suppliers on behalf of, and passes the related cost through to, its customers who do not choose a competitive energy supplier (basic service). Most of the residential customers of NSTAR Electric have continued to buy their power from NSTAR Electric at basic service rates. Most commercial and industrial customers have switched to a competitive energy supplier.

The Cape Light Compact, an inter-governmental organization consisting of the 21 towns and two counties on Cape Cod and Martha's Vineyard, serves 200,000 customers through the delivery of energy efficiency programs, effective consumer advocacy, competitive electricity supply and green power options. NSTAR Electric continues to provide electric service to these customers including the delivery of power, maintenance of infrastructure, capital investment, meter reading, billing, and customer service.

NSTAR Electric continues to supply approximately 50 percent of its Residential customer load, 41 percent of its Small Commercial and Industrial (C&I) customer load, and 9 percent of its Large C&I customer load at basic service rates. The remainder of its customer load is distributed between Municipal Aggregation and Competitive Supply. Because customer migration is limited to energy supply service, it has no impact on the delivery business or operating income of NSTAR Electric.

The rates established by the DPU for NSTAR Electric are comprised of the following:

- A basic service charge that represents the collection of energy costs, including costs related to charge-offs of uncollectible energy costs from customers. Electric distribution companies in Massachusetts are required to obtain and resell power to retail customers through basic service for those who choose not to buy energy from a competitive energy supplier. Basic service rates are reset every six months (every three months for large commercial and industrial customers). Additionally, the DPU has authorized NSTAR Electric to recover the cost of its NSTAR Green wind contracts through the basic service charge. Basic service costs are reconciled annually, with any differences refunded to, or recovered from, customers.
- A distribution charge, which includes a fixed customer charge and a demand and/or energy charge to collect the costs of building and expanding the distribution infrastructure to deliver power to its destination, as well as ongoing operating costs.
- A revenue decoupling adjustment that reconciles distribution revenue, on an annual basis, to the amount of distribution revenue approved by the DPU. During 2017 only the western Massachusetts customer rates, including the metropolitan Springfield region,

were decoupled, which resulted in allowed distribution revenues of approximately \$132.4 million. Effective February 1, 2018, NSTAR Electric is allowed to collect distribution revenues of \$974.8 million annually, which covers its entire service territory.

- A transmission charge that recovers the cost of transporting electricity over high-voltage lines from generating plants to substations, including costs allocated by ISO-NE to maintain the wholesale electric market.
- A transition charge that represents costs to be collected primarily from previously held investments in generating plants, costs related to existing above-market power contracts, and contract costs related to long-term power contract buy-outs.
- A renewable energy charge that represents a legislatively-mandated charge to support the Massachusetts Renewable Energy Trust Fund.
- An energy efficiency charge that represents a legislatively-mandated charge to collect costs for energy efficiency programs.
- Reconciling adjustment charges that recover certain DPU-approved costs, including pension and PBOP benefits, low income customer discounts, lost revenue and credits associated with net-metering facilities installed by customers, costs associated with the solar power facilities, storms, long-term renewable contracts and energy efficiency programs.

As required by regulation, NSTAR Electric, along with two other Massachusetts electric utilities, signed long-term commitments to purchase a combined estimated generating capacity of approximately 334 MW of wind power from two wind farms in Maine over 15 years. One wind farm began operating in late 2015, and the other wind farm began operating in late 2016. In addition, NSTAR Electric previously signed a long-term commitment to purchase an estimated generating capacity of approximately 37.5 MW of wind power from a wind farm in Maine over 15 years that began operating in 2016.

Distribution Rates: On November 30, 2017, the DPU issued its decision in the NSTAR Electric distribution rate case, which approved an annual distribution rate increase of \$37 million, with rates effective February 1, 2018. On January 3, 2018, NSTAR Electric filed a motion to reflect a revenue requirement reduction of \$56 million (due to the decrease in the federal corporate income tax rate, as part of the "Tax Cuts and Jobs Act"), resulting in an annual net decrease in rates of \$19 million.

In addition to its decision regarding rates, the DPU approved an authorized regulatory ROE of 10 percent, the establishment of a revenue decoupling rate mechanism for the portion of the NSTAR Electric business that did not previously have a decoupling mechanism, and the implementation of an inflation-based adjustment mechanism with a five-year stay-out until January 1, 2023.

Among other items, the DPU approved the recovery of previously expensed merger-related costs over a 10-year period and the recovery of previously deferred storm costs with carrying charges at the prime rate, but disallowed certain property taxes. The rate case decision resulted in the recognition of an aggregate \$44.1 million pre-tax benefit recorded in 2017.

Service Quality Metrics: NSTAR Electric is subject to service quality ("SQ") metrics that measure safety, reliability and customer service, and could be required to pay to customers a SQ charge of up to 2.5 percent of annual transmission and distribution revenues for failing to meet such metrics. NSTAR Electric will not be required to pay a SQ charge for its 2017 performance as the company achieved results at or above target for all of its SQ metrics in 2017.

### **Sources and Availability of Electric Power Supply**

As noted above, NSTAR Electric does not own any generation assets (other than solar power facilities), and it purchases its energy requirements from a variety of competitive sources through requests for proposals issued periodically, consistent with DPU regulations. NSTAR Electric enters into supply contracts for basic service for 50 percent of its residential and small commercial and industrial customers twice per year for twelve month terms. NSTAR Electric enters into supply contracts for basic service for 100 percent of large commercial and industrial customers every three months.

### **ELECTRIC DISTRIBUTION – NEW HAMPSHIRE**

#### **PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE**

PSNH's distribution business consists primarily of the generation, delivery and sale of electricity to its residential, commercial and industrial customers. As of December 31, 2017, PSNH furnished retail franchise electric service to approximately 515,000 retail customers in 211 cities and towns in New Hampshire, covering an area of approximately 5,630 square miles. As of December 31, 2017, PSNH owned and operated approximately 1,200 MW of coal-, natural gas-, oil-fired, and hydro electricity generation facilities. PSNH's distribution business included the activities of its generation facilities.

On October 11, 2017, PSNH entered into a Purchase and Sale Agreement for the sale of its thermal generation facilities and a separate Purchase and Sale Agreement for the sale of its hydroelectric generation facilities. On January 10, 2018, PSNH completed the sale of its thermal generation facilities. The thermal generation facilities included approximately 1,100 MW of coal, natural gas, biomass and oil-fired electricity generation facilities. The sale of the hydroelectric generation facilities is targeted to close by the end of the first quarter of 2018. For further information, see "Generation Divestiture" below.

The following table shows the sources of PSNH's electric franchise retail revenues based on categories of customers:

(Thousands of Dollars)	PSNH		
	2017	2016	2015
Residential	\$ 537,439	\$ 521,914	\$ 505,806
Commercial	297,342	295,956	312,918
Industrial	72,371	70,864	76,914
Other	19,600	37,188	35,103
Total Retail Electric Revenues	\$ 926,752	\$ 925,922	\$ 930,741

A summary of PSNH's retail electric GWh sales volumes and percentage changes for 2017, as compared to 2016, is as follows:

	2017	2016	Percentage Change
Residential	3,134	3,136	(0.1)%
Commercial	3,282	3,342	(1.8)%
Industrial	1,342	1,382	(2.9)%
Total	7,758	7,860	(1.3)%

#### Rates

PSNH is subject to regulation by the NHPUC, which, among other things, has jurisdiction over rates, certain dispositions of property and plant, mergers and consolidations, issuances of securities, standards of service and construction and operation of facilities.

Under New Hampshire law, all of PSNH's customers are entitled to choose competitive energy suppliers. Prior to the Generation Divestiture, PSNH provided default energy service under its ES rate for those customers who did not choose a competitive energy supplier. At the end of 2017, approximately 26 percent of all of PSNH's customers (approximately 56 percent of load) were taking service from competitive energy suppliers, compared to 25 percent of customers (approximately 56 percent of load) at the end of 2016.

The rates established by the NHPUC for PSNH are comprised of the following:

- A default energy service charge which recovers energy-related costs incurred as a result of providing electric generation service supply to all customers that have not migrated to competitive energy suppliers. Through March 31, 2018, the default energy service charge recovers the costs of PSNH's generation, as well as purchased power, and includes an allowed ROE of 9.81 percent. Effective April 1, 2018, as a result of the divestiture of its generation assets, PSNH will obtain power for retail customers who have not chosen a competitive supplier through a periodic market solicitation with the rate set to recover the cost of that power and statutorily mandated renewable portfolio standard costs. Effective April 1, 2018, any remaining costs from ownership of generation will be recovered as part of the SCRC described below.
- A distribution charge, which includes an energy and/or demand-based charge to recover costs related to the maintenance and operation of PSNH's infrastructure to deliver power to its destination, as well as power restoration and service costs. This includes a customer charge to collect the cost of providing service to a customer; such as the installation, maintenance, reading and replacement of meters and maintaining accounts and records.
- A transmission charge that recovers the cost of transporting electricity over high-voltage lines from generating plants to substations, including costs allocated by ISO-NE to maintain the wholesale electric market.
- An SCRC, which allows PSNH to recover its stranded costs, including above-market expenses incurred under mandated power purchase obligations and other long-term investments and obligations. The stranded costs associated with the sale of the generation facilities, which are targeted to be sold in their entirety by the end of the first quarter of 2018, will be recovered in the SCRC rate charged to PSNH customers.
- An SBC, which funds energy efficiency programs for all customers, as well as assistance programs for residential customers within certain income guidelines.
- An electricity consumption tax, which is a state mandated tax on electric energy consumption.

The default energy service charge and SCRC rates change semi-annually and are reconciled annually in accordance with the policies and procedures of the NHPUC, with any differences refunded to, or recovered from, customers.

In New Hampshire, PSNH distribution rates were established in a settlement approved by the NHPUC in 2010. Prior to the expiration of that settlement on June 30, 2015, the NHPUC approved the continuation of those rates, and increased funding via rates, of PSNH's reliability enhancement program.

### Generation Divestiture

In June 2015, Eversource and PSNH entered into the 2015 Public Service Company of New Hampshire Restructuring and Rate Stabilization Agreement, under the terms of which PSNH agreed to divest its generation assets, subject to NHPUC approval. The NHPUC approval for this agreement, as well as NHPUC approval of the final divestiture plan and auction process, were received in the second half of 2016. In October 2017, PSNH entered into two Purchase and Sale Agreements ("Agreements") to sell its thermal and hydroelectric generation assets to private investors at purchase prices of \$175 million and \$83 million, respectively, subject to adjustments as set forth in the Agreements. The NHPUC approved the Agreements in late November 2017.

On January 10, 2018, PSNH completed the sale of its thermal generation facilities. In accordance with the Purchase and Sale Agreement, the original purchase price of \$175 million was adjusted to reflect working capital adjustments, closing date adjustments and proration of taxes and fees prior to closing, totaling \$40.9 million, resulting in net proceeds of \$134.1 million. We are targeting for PSNH to complete the sale of its hydroelectric generation facilities by the end of the first quarter of 2018 at a sale price of \$83 million, subject to adjustment. On January 30, 2018, the NHPUC approved the issuance of rate reduction bonds up to \$690 million to recover stranded costs, subject to an audit by the NHPUC Audit Staff. This order is subject to an appeal period of 30 days.

Upon completion of the divestiture, full recovery of PSNH's generation assets and transaction-related costs are expected to occur through a combination of cash flows during the remaining operating period, sales proceeds, and recovery of stranded costs via the issuance of bonds that will be secured by a non-bypassable charge or through recoveries in future rates billed to PSNH's customers.

### Sources and Availability of Electric Power Supply

During 2017, approximately 47 percent of PSNH's load was met through its own generation, long-term power supply provided pursuant to orders of the NHPUC, and contracts with competitive energy suppliers. The remaining 53 percent of PSNH's load was met by short-term (less than one year) purchases and spot purchases in the competitive New England wholesale power market. Included in the above are PSNH's obligations to purchase power from approximately two dozen IPPs, the output of which it either uses to serve its customer load or sells into the ISO-NE market. With the anticipated completion of the divestiture of its own generation facilities in the first quarter of 2018, PSNH will meet its load requirements in 2018 with purchases of energy requirements from competitive sources through requests for proposals issued periodically, consistent with NHPUC regulations.

## ELECTRIC TRANSMISSION SEGMENT

### General

Each of CL&P, NSTAR Electric and PSNH owns and maintains transmission facilities that are part of an interstate power transmission grid over which electricity is transmitted throughout New England. Each of CL&P, NSTAR Electric and PSNH, and most other New England utilities, are parties to a series of agreements that provide for coordinated planning and operation of the region's transmission facilities and the rules by which they acquire transmission services. Under these arrangements, ISO-NE, a non-profit corporation whose board of directors and staff are independent of all market participants, serves as the regional transmission organization of the New England transmission system.

### Wholesale Transmission Revenues

A summary of Eversource Energy's wholesale transmission revenues is as follows:

<i>(Thousands of Dollars)</i>	2017	2016	2015
CL&P	\$ 609,880	\$ 575,735	\$ 513,025
NSTAR Electric	514,151	483,050	428,743
PSNH	177,821	151,354	127,509
Total Wholesale Transmission Revenues	\$ 1,301,852	\$ 1,210,139	\$ 1,069,277

### Wholesale Transmission Rates

Wholesale transmission revenues are recovered through FERC-approved formula rates. Annual transmission revenue requirements include recovery of transmission costs and include a return on equity applied to transmission rate base. Transmission revenues are collected from New England customers, including distribution customers of CL&P, NSTAR Electric and PSNH. The transmission rates provide for an annual true-up of estimated to actual costs. The financial impacts of differences between actual and estimated costs are deferred for future recovery from, or refunded to, transmission customers.

### FERC Base ROE Complaints

Four separate complaints have been filed at the FERC by combinations of New England state attorneys general, state regulatory commissions, consumer advocates, consumer groups, municipal parties and other parties (collectively the "Complainants"). In each of the first three complaints, the Complainants challenged the NETOs' base ROE of 11.14 percent that had been utilized since 2005, and sought an order to reduce it prospectively from the date of the final FERC order and for the 15-month complaint periods arising from the separate complaints. In the fourth complaint, the Complainants challenged the NETOs' base ROE of 10.57 percent and the maximum ROE for transmission incentive ("incentive cap") of 11.74 percent, asserting that these ROEs were unjust and unreasonable. In response to appeals of the FERC decision in the first complaint filed by the NETOs and the Complainants, the D.C. Circuit Court of Appeals issued a decision on April 14, 2017 vacating and remanding the FERC's decision. For further information, see "FERC Regulatory Issues - FERC ROE Complaints" in the accompanying Item 7, *Management's Discussion and Analysis of Financial Condition and Results of Operations*.

### Transmission Projects

During 2017, we were involved in the planning, development and construction of a series of electric transmission projects, including the Greater Hartford Central Connecticut projects and the Greater Boston Reliability Solutions, that will be built within the next five years and that will enhance system reliability and improve capacity. We were also involved in the planning and development of Northern Pass and the Seacoast Reliability Project. On February 1, 2018, the New Hampshire Site Evaluation Committee ("NHSEC") voted to deny Northern Pass' siting application. Consistent with Eversource's and HQ's long-term relationship to bring clean energy into New England, Eversource and HQ continue to support Northern Pass and the many benefits this project will bring to our customers and region. Eversource intends to seek reconsideration of the NHSEC's decision and to review all options for moving this critical clean energy project forward. For further information, see "Business Development and Capital Expenditures - Electric Transmission Business" in the accompanying Item 7, *Management's Discussion and Analysis of Financial Condition and Results of Operations*.

### Transmission Rate Base

Transmission rate base under our FERC-approved tariff primarily consists of our investment in transmission net utility plant less accumulated deferred income taxes.

Under our FERC-approved tariff, and with the exception of transmission projects that received specific FERC approval to include CWIP in rate base, transmission projects generally enter rate base after they are placed in commercial operation. At the end of 2017, our estimated transmission rate base was approximately \$6 billion, including approximately \$2.7 billion at CL&P, \$2.5 billion at NSTAR Electric, and \$765 million at PSNH.

### NATURAL GAS DISTRIBUTION SEGMENT

NSTAR Gas distributes natural gas to approximately 292,000 customers in 51 communities in central and eastern Massachusetts covering 1,067 square miles, and Yankee Gas distributes natural gas to approximately 232,000 customers in 72 cities and towns in Connecticut covering 2,187 square miles. Total throughput (sales and transportation) in 2017 was approximately 69.4 Bcf for NSTAR Gas and 56.0 Bcf for Yankee Gas. Our natural gas businesses provide firm natural gas sales service to retail customers who require a continuous natural gas supply throughout the year, such as residential customers who rely on natural gas for heating, hot water and cooking needs, and commercial and industrial customers who choose to purchase natural gas from Eversource Energy's natural gas distribution companies. A portion of the storage of natural gas supply for NSTAR Gas during the winter heating season is provided by Hopkinton LNG Corp., an indirect, wholly-owned subsidiary of Eversource Energy. NSTAR Gas has access to Hopkinton LNG Corp. facilities in Hopkinton, Massachusetts consisting of a LNG liquefaction and vaporization plant and three above-ground cryogenic storage tanks having an aggregate capacity of 3.0 Bcf of liquefied natural gas. NSTAR Gas also has access to Hopkinton LNG Corp. facilities in Acushnet, Massachusetts that include additional storage capacity of 0.5 Bcf and additional vaporization capacity.

Yankee Gas owns a 1.2 Bcf LNG facility in Waterbury, Connecticut, which is used primarily to assist Yankee Gas in meeting its supplier-of-last-resort obligations and also enables it to provide economic supply and make economic refill of natural gas typically during periods of low demand.

NSTAR Gas and Yankee Gas generate revenues primarily through the sale and/or transportation of natural gas. Predominantly all residential customers in the NSTAR Gas service territory buy natural gas supply and delivery from NSTAR Gas while all customers may choose their natural gas suppliers. Retail natural gas service in Connecticut is partially unbundled: residential customers in Yankee Gas' service territory buy natural gas supply and delivery only from Yankee Gas while commercial and industrial customers may choose their natural gas suppliers. NSTAR Gas offers firm transportation service to all customers who purchase natural gas from sources other than NSTAR Gas while Yankee Gas offers firm transportation service to its commercial and industrial customers who purchase natural gas from sources other than Yankee Gas. In addition, both natural gas distribution companies offer interruptible transportation and interruptible natural gas sales service to those high volume commercial and industrial customers, generally during the colder months, that have the capability to switch from natural gas to an alternative fuel on short notice, for whom NSTAR Gas and Yankee Gas can interrupt service during peak demand periods or at any other time to maintain distribution system integrity.

The following table shows the sources of the total Eversource Energy natural gas franchise retail revenues based on categories of customers:

<i>(Thousands of Dollars)</i>	2017	2016	2015
Residential	\$ 500,229	\$ 446,052	\$ 497,873
Commercial	312,034	279,001	327,439
Industrial	90,024	80,093	93,378
Total Retail Natural Gas Revenues	\$ 902,287	\$ 805,146	\$ 918,690

A summary of our firm natural gas sales volumes in million cubic feet and percentage changes for 2017, as compared to 2016, is as follows:

	2017	2016	Percentage Change
Residential	37,421	35,734	4.7%
Commercial	42,992	41,895	2.6%
Industrial	20,613	20,413	1.0%
Total	101,026	98,042	3.0%
Total, Net of Special Contracts <sup>(1)</sup>	96,617	93,346	3.5%

<sup>(1)</sup> Special contracts are unique to the customers who take service under such an arrangement and generally specify the amount of distribution revenue to be paid to Yankee Gas regardless of the customers' usage.

Our firm natural gas sales volumes are subject to many of the same influences as our retail electric sales volumes. In addition, they have benefited from customer growth in both of our natural gas distribution companies. Consolidated firm natural gas sales volumes were higher in 2017, as compared to 2016, due primarily to colder winter weather in the fourth quarter of 2017, as compared to 2016. Heating degree days in 2017 were 2.5 percent higher in Connecticut, as compared to 2016. Sales volumes were also positively impacted by improved economic conditions across our natural gas service territories.

For NSTAR Gas, the DPU approved a distribution revenue decoupling mechanism effective January 1, 2016. Natural gas distribution revenues are decoupled from their customer sales volumes, where applicable, which breaks the relationship between sales volumes and revenues recognized. As a result, fluctuations in natural gas sales volumes in Massachusetts do not impact earnings.

## Rates

NSTAR Gas and Yankee Gas are subject to regulation by the DPU and the PURA, respectively, which, among other things, have jurisdiction over rates, certain dispositions of property and plant, mergers and consolidations, issuances of long-term securities, standards of service and construction and operation of facilities.

Retail natural gas delivery and supply rates are established by the DPU and the PURA and are comprised of:

- A distribution charge consisting of a fixed customer charge and a demand and/or energy charge that collects the costs of building and expanding the natural gas infrastructure to deliver natural gas supply to its customers. This also includes collection of ongoing operating costs.
- A seasonal cost of gas adjustment clause ("CGAC") at NSTAR Gas that collects natural gas supply costs, pipeline and storage capacity costs, costs related to charge-offs of uncollected energy costs and working capital related costs. The CGAC is reset semi-annually. In addition, NSTAR Gas files interim changes to its CGAC factor when the actual costs of natural gas supply vary from projections by more than five percent.
- A local distribution adjustment clause ("LDAC") at NSTAR Gas that collects all energy efficiency and related program costs, environmental costs, pension and PBOP related costs, attorney general consultant costs, and costs associated with low income customers. The LDAC is reset annually and provides for the recovery of certain costs applicable to both sales and transportation customers.
- Purchased Gas Adjustment ("PGA") clause, which allows Yankee Gas to recover the costs of the procurement of natural gas for its firm and seasonal customers. Differences between actual natural gas costs and collection amounts on August 31st of each year are deferred and then recovered from or refunded to customers during the following year. Carrying charges on outstanding balances are calculated using Yankee Gas' weighted average cost of capital in accordance with the directives of the PURA.
- Conservation Adjustment Mechanism ("CAM") at Yankee Gas, which allows 100 percent recovery of conservation costs through this mechanism including program incentives to promote energy efficiency, as well as recovery of any lost revenues associated with implementation of energy conservation measures. A reconciliation of CAM revenues to expenses is performed annually with any difference being recovered from or refunded to customers, with carrying charges, during the following year.

NSTAR Gas purchases financial contracts based on the New York Mercantile Exchange ("NYMEX") natural gas futures in order to reduce cash flow variability associated with the purchase price for approximately one-third of its normal winter season natural gas supplies. These purchases are made under a program approved by the DPU in 2006. This practice attempts to minimize the impact of fluctuations in natural gas prices to NSTAR Gas' firm natural gas customers. These financial contracts do not procure natural gas supply. All costs incurred or benefits realized when these contracts are settled are included in the CGAC.

NSTAR Gas is subject to SQ metrics that measure safety, reliability and customer service and could be required to pay to customers a SQ charge of up to 2.5 percent of annual distribution revenues for failing to meet such metrics. NSTAR Gas will not be required to pay a SQ charge for its 2017 performance as it achieved results at or above target for all of its SQ metrics in 2017.

NSTAR Gas distribution rates were set in its 2015 DPU approved rate case, which included an annualized base rate increase of \$15.8 million, plus other increases of approximately \$11.5 million, mostly relating to recovery of pension and PBOP expenses and the Hopkinton Gas Service Agreement, effective January 1, 2016. In the order, the DPU also approved an authorized regulatory ROE of 9.8 percent, the establishment of a revenue decoupling mechanism, the recovery of certain bad debt expenses, and a 52.1 percent equity component of its capital structure.

Yankee Gas' last rate case proceeding was in 2011, which approved an allowed ROE of 8.83 percent and allowed for a substantial increase in annual spending for bare steel and cast iron pipeline replacement. In 2015, Yankee Gas entered into a settlement agreement with the PURA staff pursuant to which Yankee Gas provided a \$1.5 million rate credit to firm customers beginning in December 2015, and established an earnings sharing mechanism whereby Yankee Gas and its customers will share equally in any earnings exceeding a 9.5 percent ROE in a twelve month period commencing with the period from April 1, 2015 through March 31, 2016. As of December 31, 2017, Yankee Gas had not triggered any of the earnings sharing thresholds.

#### **Massachusetts Natural Gas Replacement and Expansion**

On July 7, 2014, Massachusetts enacted "An Act Relative to Natural Gas Leaks" (the "Act"). The Act established a uniform natural gas leak classification standard for all Massachusetts natural gas utilities and a program that accelerates the replacement of aging natural gas infrastructure. The program enabled companies, including NSTAR Gas, to better manage the scheduling and costs of replacement. The Act called for the DPU to authorize natural gas utilities to design and offer programs to customers that will increase the availability, affordability and feasibility of natural gas service for new customers.

In October 2014, pursuant to the Act, NSTAR Gas filed the Gas System Enhancement Program ("GSEP") with the DPU. NSTAR Gas' program accelerates the replacement of certain natural gas distribution facilities in the system to within 25 years. The GSEP includes a new tariff effective January 1, 2016 that provides NSTAR Gas an opportunity to collect the costs for the program on an annual basis through a newly designed reconciling factor. On April 30, 2015, the DPU approved the GSEP. We expect capital expenditures of approximately \$374.4 million for the period 2016 through 2020 for the GSEP.

#### **Connecticut Natural Gas Expansion Plan**

In 2013, in accordance with Connecticut law and regulations, the PURA approved a comprehensive joint natural gas infrastructure expansion plan (the "Expansion Plan") filed by Yankee Gas and other Connecticut natural gas distribution companies. The Expansion Plan described how Yankee Gas expects to add approximately 82,000 new natural gas heating customers over a 10-year period. Yankee Gas estimates that its portion of the Expansion Plan will cost approximately \$700 million over 10 years. In January 2015, the PURA approved a joint settlement agreement proposed by Yankee Gas and other Connecticut natural gas distribution companies and regulatory agencies that clarified the procedures and oversight criteria applicable to the Expansion Plan. On November 30, 2016, Yankee Gas received PURA approval of its initial 2014 System Expansion Reconciliation as well as its 2015 Reconciliation after a combined review of the reconciliations by PURA. Yankee Gas filed its 2016 System Expansion Reconciliation in March 2017, which was approved by PURA on September 13, 2017.

#### **Sources and Availability of Natural Gas Supply**

NSTAR Gas maintains a flexible resource portfolio consisting of natural gas supply contracts, transportation contracts on interstate pipelines, market area storage and peaking services. NSTAR Gas purchases transportation, storage, and balancing services from Tennessee Gas Pipeline Company and Algonquin Gas Transmission Company, as well as other upstream pipelines that transport gas from major gas producing regions in the U.S., including the Gulf Coast, Mid-continent region, and Appalachian Shale supplies to the final delivery points in the NSTAR Gas service area. NSTAR Gas purchases all of its natural gas supply under a firm portfolio management contract with a term of one year. In addition to the firm transportation and natural gas storage supplies mentioned above, NSTAR Gas utilizes contracts for underground storage and LNG facilities to meet its winter peaking demands. The LNG facilities, described below, are located within NSTAR Gas' distribution system and are used to liquefy and store pipeline natural gas during the warmer months for vaporization and use during the heating season. During the summer injection season, excess pipeline capacity and supplies are used to deliver and store natural gas in market area underground storage facilities located in the New York and Pennsylvania regions. Stored natural gas is withdrawn during the winter season to supplement flowing pipeline supplies in order to meet firm heating demand. NSTAR Gas has firm underground storage contracts and total storage capacity entitlements of approximately 6.6 Bcf. A portion of the storage of natural gas supply for NSTAR Gas during the winter heating season is provided by Hopkinton LNG Corp., which owns an LNG liquefaction and vaporization plant and three above-ground cryogenic storage tanks having an aggregate capacity of 3.0 Bcf of liquefied natural gas. NSTAR Gas also has access to Hopkinton LNG Corp. facilities that include additional storage capacity of 0.5 Bcf and additional vaporization capacity.

The PURA requires that Yankee Gas meet the needs of its firm customers under all weather conditions. Specifically, Yankee Gas must structure its supply portfolio to meet firm customer needs under a design day scenario (defined as the coldest day in 30 years) and under a design year scenario (defined as the average of the four coldest years in the last 30 years). Yankee Gas' on-system stored LNG and underground storage supplies help to meet consumption needs during the coldest days of winter. Yankee Gas obtains its interstate capacity from the three interstate pipelines that directly serve Connecticut: the Algonquin, Tennessee and Iroquois Pipelines, which connect to other upstream pipelines that transport gas from major gas producing regions, including the Gulf Coast, Mid-continent, Canadian regions and Appalachian Shale supplies.

Based on information currently available regarding projected growth in demand and estimates of availability of future supplies of pipeline natural gas, NSTAR Gas and Yankee Gas each believes that participation in planned and anticipated pipeline and storage expansion projects will be required in order for it to meet current and future sales growth opportunities.

#### **WATER BUSINESS**

Eversource Water Ventures, Inc., a Connecticut corporation, through its wholly-owned subsidiary, Eversource Aquarion Holdings, Inc. (Aquarion), operates regulated water utilities in Connecticut (Aquarion Water Company of Connecticut, or "AWC-CT"), Massachusetts (Aquarion Water Company of Massachusetts, or "AWC-MA") and New Hampshire (Aquarion Water Company of New Hampshire, or "AWC-NH"). These regulated companies provide water services to approximately 226,000 residential, commercial, industrial, municipal and fire protection and other customers, in 59 towns and cities in Connecticut, Massachusetts and New Hampshire. As of December 31, 2017, approximately 87 percent of Aquarion's customers were based in Connecticut.

For the period from December 4, 2017, the date Aquarion was acquired by Eversource, through December 31, 2017, water franchise retail revenues based on categories of customers for residential, commercial, municipal and fire protection, industrial and other totaled \$9.9 million, \$2.3 million, \$2.5 million, \$0.2 million and \$1.0 million, respectively.

#### **Rates**

Aquarion's water utilities are subject to regulation by the PURA, the DPU and the NHPUC in Connecticut, Massachusetts and New Hampshire, respectively. These regulatory agencies, have jurisdiction over, among other things, rates, certain dispositions of property and plant, mergers and consolidations, issuances of long-term securities, standards of service and construction and operation of facilities.

Aquarion's general rate structure consists of various rate and service classifications covering residential, commercial, industrial, and municipal and fire protection services.

The rates established by the PURA, DPU and NHPUC are comprised of the following:

- A base rate, which is comprised of fixed charges based on meter/fire connection sizes, as well as volumetric charges based on the amount of water sold. Together these charges are designed to recover the full cost of service resulting from a general rate proceeding.
- A revenue adjustment mechanism ("RAM") that reconciles earned revenues, with certain allowed adjustments, on an annual basis, to the revenue requirement approved by the PURA in AWC-CT's last rate case (2013), which is an annual amount of \$178.0 million.
- The water infrastructure conservation adjustment ("WICA") charge, which is applied between rate case proceedings and seeks recovery of allowed costs associated with WICA-eligible capital projects placed in-service. The WICA is updated semiannually in Connecticut and annually in New Hampshire.
- Treatment plant surcharges, which are a series of three surcharges in Massachusetts (one fixed and two volumetric in nature) that are designed to recover certain operating costs and the costs of the lease of the treatment plant located in Hingham. These surcharges are applicable only to customers in Hingham, Hull and Cohasset.

#### **Sources and Availability of Water Supply**

Our water utilities obtain their water supplies from owned surface water sources (reservoirs) and groundwater supplies (wells) with a total supply yield of approximately 131 million gallons per day, as well as water purchased from other water suppliers. Approximately 98 percent of our annual production is self-supplied and processed at 10 surface water treatment plants and numerous well stations, which are all located in Connecticut, Massachusetts, and New Hampshire.

The capacities of Aquarion's sources of supply, and water treatment, pumping and distribution facilities, are considered sufficient to meet the present requirements of Aquarion's customers under normal conditions. On occasion, drought declarations are issued for portions of Aquarion's service territories in response to extended periods of dry weather conditions.

#### **OFFSHORE WIND PROJECT**

Bay State Wind is a proposed offshore wind project being jointly developed by Eversource and Denmark-based Ørsted. Bay State Wind will be located in a 300-square-mile area approximately 25 miles off the coast of Massachusetts that has the ultimate potential to generate more than 2,000 MW of clean, renewable energy. Eversource and Ørsted each hold a 50 percent ownership interest in Bay State Wind.

For more information regarding the clean energy legislation, see "Regulatory Developments and Rate Matters – Massachusetts – Massachusetts RFPs" in the accompanying Item 7, *Management's Discussion and Analysis of Financial Condition and Results of Operations*.

## **PROJECTED CAPITAL EXPENDITURES**

We project to make capital expenditures of approximately \$10.8 billion from 2018 through 2021, of which we expect approximately \$5.7 billion to be in our electric and natural gas distribution segments, approximately \$4.1 billion to be in our electric transmission segment and \$0.4 billion to be in our water utility business. We also project to invest approximately \$0.5 billion in information technology and facilities upgrades and enhancements. These projections do not include any expected investments related to Bay State Wind.

## **FINANCING**

Our credit facilities and indentures require that Eversource parent and certain of its subsidiaries, including CL&P, NSTAR Electric, PSNH, NSTAR Gas, and Yankee Gas, and Aquarion comply with certain financial and non-financial covenants as are customarily included in such agreements, including maintaining a ratio of consolidated debt to total capitalization of no more than 65 percent. All of these companies currently are, and expect to remain, in compliance with these covenants.

As of December 31, 2017, \$961.0 million of Eversource's long-term debt, including \$450.0 million, \$300.0 million, \$110.0 million, \$100.0 million and \$1.0 million for Eversource parent, CL&P, PSNH, Yankee Gas and Aquarion, respectively, will be paid within the next 12 months.

## **NUCLEAR FUEL STORAGE**

CL&P, NSTAR Electric, PSNH, and several other New England electric utilities are stockholders in three inactive regional nuclear generation companies, CYAPC, MYAPC and YAEC (collectively, the Yankee Companies). The Yankee Companies have completed the physical decommissioning of their respective generation facilities and are now engaged in the long-term storage of their spent nuclear fuel. The Yankee Companies have completed collection of their decommissioning and closure costs through the proceeds from the spent nuclear fuel litigation against the DOE and has refunded amounts to its member companies. These proceeds were used by the Yankee Companies to offset the decommissioning and closure cost amounts due from their member companies or to decrease the wholesale FERC-approved rates charged under power purchase agreements with CL&P, NSTAR Electric and PSNH and several other New England utilities. The decommissioning rates charged by the Yankee Companies have been reduced to zero. CL&P, NSTAR Electric and PSNH can recover these costs from, or refund proceeds to, their customers through state regulatory commission-approved retail rates.

We consolidate the assets and obligations of CYAPC and YAEC on our consolidated balance sheet because we own more than 50 percent of these companies.

## **OTHER REGULATORY AND ENVIRONMENTAL MATTERS**

### **General**

We are regulated in virtually all aspects of our business by various federal and state agencies, including FERC, the SEC, and various state and/or local regulatory authorities with jurisdiction over the industry and the service areas in which each of our companies operates, including the PURA, which has jurisdiction over CL&P, Yankee Gas, and Aquarion, the NHPUC, which has jurisdiction over PSNH and Aquarion, and the DPU, which has jurisdiction over NSTAR Electric, NSTAR Gas, and Aquarion.

### **Environmental Regulation**

We are subject to various federal, state and local requirements with respect to water quality, air quality, toxic substances, hazardous waste and other environmental matters. Additionally, major generation and transmission facilities may not be constructed or significantly modified without a review of the environmental impact of the proposed construction or modification by the applicable federal or state agencies.

### **Water Quality Requirements**

The Clean Water Act requires every "point source" discharger of pollutants into navigable waters to obtain a National Pollutant Discharge Elimination System ("NPDES") permit from the EPA or state environmental agency specifying the allowable quantity and characteristics of its effluent. States may also require additional permits for discharges into state waters.

### **Air Quality Requirements**

The Clean Air Act Amendments ("CAAA"), as well as New Hampshire law, impose stringent requirements on emissions of SO<sub>2</sub> and NO<sub>x</sub> for the purpose of controlling acid rain and ground level ozone. In addition, the CAAA address the control of toxic air pollutants. Requirements for the installation of continuous emissions monitors and expanded permitting provisions also are included. Following the completion of the sale of PSNH's thermal generation facilities on January 10, 2018, we no longer own facilities subject to the provisions of the CAAA.

### **Renewable Portfolio Standards**

Each of the states in which we do business also has Renewable Portfolio Standards ("RPS") requirements, which generally require fixed percentages of our energy supply to come from renewable energy sources such as solar, wind, hydropower, landfill gas, fuel cells and other similar sources.

New Hampshire's RPS provision requires increasing percentages of the electricity sold to retail customers to have direct ties to renewable sources. In 2017, the total RPS obligation was 17.6 percent and it will ultimately reach 25.2 percent in 2025. The costs of the RECs are recovered by PSNH through rates charged to customers.

Similarly, Connecticut's RPS statute requires increasing percentages of the electricity sold to retail customers to have direct ties to renewable sources. In 2017, the total RPS obligation was 22.5 percent and will ultimately reach 28 percent in 2020. CL&P is permitted to recover any costs incurred in complying with RPS from its customers through its GSC rate.

Massachusetts' RPS program also requires electricity suppliers to meet renewable energy standards. For 2017, the requirement was 22.34 percent, and will ultimately reach 26.1 percent in 2020. NSTAR Electric is permitted to recover any costs incurred in complying with RPS from its customers through rates. NSTAR Electric also owns renewable solar power facilities. The RECs generated from NSTAR Electric's solar power facilities are sold to other energy suppliers, and the proceeds from these sales are credited back to customers.

### **Hazardous Materials Regulations**

We have recorded a liability for what we believe, based upon currently available information, is our reasonably estimable environmental investigation, remediation, and/or Natural Resource Damages costs for waste disposal sites for which we have probable liability. Under federal and state law, government agencies and private parties can attempt to impose liability on us for recovery of investigation and remediation costs at hazardous waste sites. As of December 31, 2017, the liability recorded for our reasonably estimable and probable environmental remediation costs for known sites needing investigation and/or remediation, exclusive of recoveries from insurance or from third parties, was \$54.9 million, representing 59 sites. These costs could be significantly higher if additional remediation becomes necessary or when additional information as to the extent of contamination becomes available.

The most significant liabilities currently relate to future clean-up costs at former MGP facilities. These facilities were owned and operated by our predecessor companies from the mid-1800's to mid-1900's. By-products from the manufacture of gas using coal resulted in fuel oils, hydrocarbons, coal tar, purifier wastes, metals and other waste products that may pose risks to human health and the environment. We currently have partial or full ownership responsibilities at former MGP sites that have a reserve balance of \$49.0 million of the total \$54.9 million as of December 31, 2017. MGP costs are recoverable through rates charged to our customers.

### **Electric and Magnetic Fields**

For more than twenty years, published reports have discussed the possibility of adverse health effects from electric and magnetic fields ("EMF") associated with electric transmission and distribution facilities and appliances and wiring in buildings and homes. Although weak health risk associations reported in some epidemiology studies remain unexplained, most researchers, as well as numerous scientific review panels, considering all significant EMF epidemiology and laboratory studies, have concluded that the available body of scientific information does not support the conclusion that EMF affects human health.

In accordance with recommendations of various regulatory bodies and public health organizations, we reduce EMF associated with new transmission lines by the use of designs that can be implemented without additional cost or at a modest cost. We do not believe that other capital expenditures are appropriate to minimize unsubstantiated risks.

### **Global Climate Change and Greenhouse Gas Emission Issues**

Global climate change and greenhouse gas emission issues have received an increased focus from state governments and the federal government. The EPA initiated a rulemaking addressing greenhouse gas emissions and, on December 7, 2009, issued a finding that concluded that greenhouse gas emissions are "air pollution" that endangers public health and welfare and should be regulated. The largest source of greenhouse gas emissions in the U.S. is the electricity generating sector. The EPA has mandated greenhouse gas emission reporting beginning in 2011 for emissions for certain aspects of our business including stationary combustion, volume of gas supplied to large customers and fugitive emissions of SF6 gas and methane.

We are continually evaluating the regulatory risks and regulatory uncertainty presented by climate change concerns. Such concerns could potentially lead to additional rules and regulations that impact how we operate our business, both in terms of the generating facilities we own and operate as well as general utility operations. These could include federal "cap and trade" laws, carbon taxes, fuel and energy taxes, or regulations requiring additional capital expenditures at our generating facilities. We expect that any costs of these rules and regulations would be recovered from customers.

Connecticut, New Hampshire and Massachusetts are each members of the Regional Greenhouse Gas Initiative (RGGI), a cooperative effort by nine northeastern and mid-Atlantic states, to develop a regional program for stabilizing and reducing CO<sub>2</sub> emissions from coal- and oil-fired electric generating plants. Because CO<sub>2</sub> allowances issued by any participating state are usable across all nine RGGI state programs, the individual state CO<sub>2</sub> trading programs, in the aggregate, form one regional compliance market for CO<sub>2</sub> emissions. The third three-year control period took effect on January 1, 2015 and extended through December 31, 2017. In this control period, each regulated power plant must hold CO<sub>2</sub> allowances equal to 50 percent of its emissions during each of the first two years of the three-year period, and hold CO<sub>2</sub> allowances equal to 100 percent of its remaining emissions for the three-year control period at the end of the period.

#### **FERC Hydroelectric Project Licensing**

Federal Power Act licenses may be issued for hydroelectric projects for terms of 30 to 50 years as determined by the FERC. Upon the expiration of an existing license, (i) the FERC may issue a new license to the existing licensee, (ii) the United States may take over the project, or (iii) the FERC may issue a new license to a new licensee, upon payment to the existing licensee of the lesser of the fair value or the net investment in the project, plus severance damages, less certain amounts earned by the licensee in excess of a reasonable rate of return.

PSNH currently owns nine hydroelectric generation facilities with a current claimed capability representing winter rates of approximately 71 MW, eight of which are licensed by the FERC under long-term licenses. PSNH and its hydroelectric facilities are subject to conditions set forth in such licenses, the Federal Power Act and related FERC regulations, including provisions related to the condemnation of a project upon payment of just compensation, amortization of project investment from excess project earnings, possible takeover of a project after expiration of its license upon payment of net investment and severance damages and other matters. We are targeting for PSNH to close on the sale of its hydroelectric generation facilities by the end of the first quarter of 2018.

#### **EMPLOYEES**

As of December 31, 2017, Eversource Energy employed a total of 8,084 employees, excluding temporary employees, of which 1,270 were employed by CL&P, 1,922 were employed by NSTAR Electric, and 918 were employed by PSNH. Approximately 50 percent of our employees are members of the International Brotherhood of Electrical Workers, the Utility Workers Union of America or The United Steelworkers, and are covered by 11 collective bargaining agreements.

#### **INTERNET INFORMATION**

Our website address is [www.eversource.com](http://www.eversource.com). We make available through our website a link to the SEC's EDGAR website (<http://www.sec.gov/edgar/searchedgar/companysearch.html>), at which site Eversource Energy's, CL&P's, NSTAR Electric's and PSNH's Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q, Current Reports on Form 8-K and any amendments to those reports may be reviewed. Information contained on the Company's website or that can be accessed through the website is not incorporated into and does not constitute a part of this Annual Report on Form 10-K. Printed copies of these reports may be obtained free of charge by writing to our Investor Relations Department at Eversource Energy, 107 Selden Street, Berlin, CT 06037.

#### **Item 1A. Risk Factors**

In addition to the matters set forth under "Safe Harbor Statement Under the Private Securities Litigation Reform Act of 1995" included immediately prior to Item 1, *Business*, above, we are subject to a variety of significant risks. Our susceptibility to certain risks, including those discussed in detail below, could exacerbate other risks. These risk factors should be considered carefully in evaluating our risk profile.

##### **Cyberattacks could severely impair operations, negatively impact our business, lead to the disclosure of confidential information and adversely affect our reputation.**

A successful cyberattack on the information technology systems that control our transmission and distribution systems or other assets could impair or prevent us from managing these systems and facilities, operating our systems effectively, or properly managing our data, networks and programs. The breach of certain information technology systems could adversely affect our ability to correctly record, process and report financial information. A major cyber incident could result in significant expenses to investigate and to repair system damage or security breaches and could lead to litigation, fines, other remedial action, heightened regulatory scrutiny and damage to our reputation.

We have instituted safeguards to protect our information technology systems and assets. We devote substantial resources to network and application security, encryption and other measures to protect our computer systems and infrastructure from unauthorized access or misuse and interface with numerous external entities to improve our cybersecurity situational awareness. The FERC, through the North American Electric Reliability Corporation, requires certain safeguards to be implemented to deter cyberattacks. These safeguards may not always be effective due to the evolving nature of cyberattacks.

Any such cyberattacks could result in loss of service to customers and a significant decrease in revenues, which could have a material adverse impact on our financial position, results of operations or cash flows.

##### **Acts of war or terrorism, both threatened and actual, or physical attacks could adversely affect our ability to operate our systems and could adversely affect our financial results and liquidity.**

Acts of war or terrorism, both threatened and actual, or actual physical attacks that damage our transmission and distribution systems or other assets could negatively impact our ability to transmit or distribute energy, distribute water, or operate our systems efficiently or at all. Because our electric transmission systems are part of an interconnected regional grid, we face the risk of blackout due to grid disturbances or disruptions on a neighboring interconnected system. If our assets were physically damaged and were not recovered in a timely manner, it could result in a loss of service to customers and a significant decrease in revenues.

Any such acts of war or terrorism, physical attacks or grid disturbances could result in a significant decrease in revenues, significant expense to repair system damage, costs associated with governmental actions in response to such attacks, and liability claims, all of which could have a material adverse impact on our financial position, results of operations and cash flows.

##### **Strategic development opportunities may not be successful and projects may not commence operation as scheduled or be completed, which could have a material adverse effect on our business prospects.**

We are pursuing broader strategic development investment opportunities that will benefit the New England region related to the construction of electric transmission facilities, off-shore wind electric generation facilities, interconnections to generating resources and other investment opportunities. The development of these activities involve numerous risks. Various factors could result in increased costs or result in delays or cancellation of these projects. Risks include regulatory approval processes, new legislation, economic events or factors, environmental and community concerns, design and siting issues, difficulties in obtaining required rights of way, competition from incumbent utilities and other entities, and actions of strategic partners. Should any of these factors result in such delays or cancellations, our financial position, results of operations, and cash flows could be adversely affected or our future growth opportunities may not be realized as anticipated.

As a result of legislative and regulatory changes, the states in which we provide service have implemented new procedures to select for construction new major electric transmission, natural gas pipeline, off-shore wind and other clean energy facilities. These procedures require the review of competing projects and permit the selection of only those projects that are expected to provide the greatest benefit to customers. If the projects in which we have invested are not selected for construction, or even if our projects are selected, other legislative or regulatory actions could result in our projects not being probable of entering the construction phase, it could have a material adverse effect on our future financial position, results of operations and cash flows.

After being selected as the winning bidder in the Massachusetts clean energy RFP in January 2018, on February 1, 2018, the NHSEC voted to deny the siting application for our Northern Pass project. Following the NHSEC's decision, the Massachusetts EDCs, in coordination with the DOER and the independent evaluator, notified NPT that the EDCs will continue contract negotiations, with the option of discontinuing discussions and terminating its conditional selection by March 27, 2018.

##### **The actions of regulators and legislators can significantly affect our earnings, liquidity and business activities.**

The rates that our electric, natural gas and water companies charge their customers are determined by their state regulatory commissions and by the FERC. These commissions also regulate the companies' accounting, operations, the issuance of certain securities and certain other matters. The FERC also regulates the transmission of electric energy, the sale of electric energy at wholesale, accounting, issuance of certain securities and certain other matters.

Under state and federal law, our electric, natural gas and water companies are entitled to charge rates that are sufficient to allow them an opportunity to recover their reasonable operating and capital costs and a reasonable ROE, to attract needed capital and maintain their financial integrity, while also protecting relevant public interests. Each of these companies prepares and submits periodic rate filings with their respective regulatory commissions for review and approval.

The FERC has jurisdiction over our transmission costs recovery and our allowed ROE. Certain outside parties have filed four complaints against all electric companies under the jurisdiction of ISO-NE alleging that our allowed ROE is unjust and unreasonable. An adverse decision in any of these four complaints could adversely affect our financial position, results of operations or cash flows.

FERC's policy has encouraged competition for transmission projects, even within existing service territories of electric companies. Implementation of FERC's goals, including within our service territories, may expose us to competition for construction of transmission projects, additional regulatory considerations, and potential delay with respect to future transmission projects, which may adversely affect our results of operation.

There is no assurance that the commissions will approve the recovery of all costs incurred by our electric, natural gas and water companies, including costs for construction, operation and maintenance, as well as a reasonable return on their respective regulated assets. The amount of costs incurred by the companies, coupled with increases in fuel and energy prices, could lead to consumer or regulatory resistance to the timely recovery of such costs, thereby adversely affecting our financial position, results of operations or cash flows.

**We outsource certain business functions to third-party suppliers and service providers, and substandard performance by those third parties could harm our business, reputation and results of operations.**

We outsource certain services to third parties in areas including information technology, transaction processing, human resources, payroll and payroll processing and other areas. Outsourcing of services to third parties could expose us to substandard quality of service delivery or substandard deliverables, which may result in missed deadlines or other timeliness issues, non-compliance (including with applicable legal requirements and industry standards) or reputational harm, which could negatively impact our results of operations. We also continue to pursue enhancements to standardize our systems and processes. If any difficulties in the operation of these systems were to occur, they could adversely affect our results of operations, or adversely affect our ability to work with regulators, unions, customers or employees.

**The effects of climate change, including severe storms, could cause significant damage to any of our facilities requiring extensive expenditures, the recovery for which is subject to approval by regulators.**

Climate change creates physical and financial risks. Physical risks from climate change may include an increase in sea levels and changes in weather conditions, such as changes in precipitation and extreme weather events including drought. Customers' energy needs vary with weather conditions, primarily temperature and humidity. For residential customers, heating and cooling represent their largest energy use. For water customers, conservation measures imposed by the communities we serve could impact water usage. To the extent weather conditions are affected by climate change, customers' energy and water usage could increase or decrease depending on the duration and magnitude of the changes.

Severe weather, such as ice and snow storms, hurricanes and other natural disasters, may cause outages and property damage, which may require us to incur additional costs that may not be recoverable from customers. The cost of repairing damage to our operating subsidiaries' facilities and the potential disruption of their operations due to storms, natural disasters or other catastrophic events could be substantial, particularly as regulators and customers demand better and quicker response times to outages. If, upon review, any of our state regulatory authorities finds that our actions were imprudent, some of those restoration costs may not be recoverable from customers. The inability to recover a significant amount of such costs could have an adverse effect on our financial position, results of operations and cash flows.

**Our transmission and distribution systems may not operate as expected, and could require unplanned expenditures, which could adversely affect our financial position, results of operations and cash flows.**

Our ability to properly operate our transmission and distribution systems is critical to the financial performance of our business. Our transmission and distribution businesses face several operational risks, including the breakdown, failure of, or damage to operating equipment, information technology systems, or processes, especially due to age; labor disputes; disruptions in the delivery of electricity, natural gas and water, including impacts on us or our customers; increased capital expenditure requirements, including those due to environmental regulation; catastrophic events such as fires, explosions, or other similar occurrences; extreme weather conditions beyond equipment and plant design capacity; other unanticipated operations and maintenance expenses and liabilities; and potential claims for property damage or personal injuries beyond the scope of our insurance coverage. Many of our transmission projects are expected to alleviate identified reliability issues and reduce customers' costs. However, if the in-service date for one or more of these projects is delayed due to economic events or factors, or regulatory or other delays, the risk of failures in the electricity transmission system may increase. Any failure of our transmission and distribution systems to operate as planned may result in increased capital costs, reduced earnings or unplanned increases in operation and maintenance costs. The inability to recover a significant amount of such costs could have an adverse effect on our financial position, results of operations and cash flows.

**New technology, conservation measures and alternative energy sources could adversely affect our operations and financial results.**

Advances in technology that reduce the costs of alternative methods of producing electric energy to a level that is competitive with that of current electric production methods, could result in loss of market share and customers, and may require us to make significant expenditures to remain competitive. These changes in technology could also alter the channels through which electric customers buy or utilize energy, which could reduce

our revenues or increase our expenses. Economic downturns or periods of high energy supply costs typically can lead to the development of legislative and regulatory policy designed to promote reductions in energy consumption and increased energy efficiency and self-generation by customers. Customers' increased use of energy efficiency measures, distributed generation and energy storage technology could result in lower demand. Similarly, mandatory water conservation imposed due to drought conditions could result in lower demand for water. Reduced demand for electricity due to energy efficiency measures and the use of distributed generation, and reduced demand for water due to mandatory or voluntary conservation efforts, to the extent not substantially offset through ratemaking or decoupling mechanisms, could have a material adverse effect on our financial condition, results of operations and cash flows.

**The unauthorized access to and the misappropriation of confidential and proprietary customer, employee, financial or system operating information could adversely affect our business operations and adversely impact our reputation.**

In the regular course of business, we maintain sensitive customer, employee, financial and system operating information and are required by various federal and state laws to safeguard this information. Cyber intrusions, security breaches, theft or loss of this information by cybercrime or otherwise could lead to the release of critical operating information or confidential customer or employee information, which could adversely affect our business operations or adversely impact our reputation, and could result in significant costs, fines and litigation. We maintain limited privacy protection liability insurance to cover limited damages and defense costs arising from unauthorized disclosure of, or failure to protect, private information, as well as costs for notification to, or for credit card monitoring of, customers, employees and other persons in the event of a breach of private information. This insurance covers amounts paid to avert, prevent or stop a network attack or the disclosure of personal information, and costs of a qualified forensics firm to determine the cause, source and extent of a network attack or to investigate, examine and analyze our network to find the cause, source and extent of a data breach. While we have implemented measures designed to prevent cyberattacks and mitigate their effects should they occur, these measures may not be effective due to the continually evolving nature of efforts to access confidential information.

**Contamination of our water supplies, the failure of dams on reservoirs providing water to our customers, or requirements to repair, upgrade or dismantle any of these dams, may disrupt our ability to distribute water to our customers and result in substantial additional costs, which could adversely affect our financial condition, and results of operations.**

Our water supplies, including water provided to our customers, are subject to possible contamination from naturally occurring compounds or man-made substances.

Our water systems include impounding dams and reservoirs of various sizes. Although we believe our dams are structurally sound and well-maintained, significant damage to these facilities, or a significant decrease in the water in our reservoirs, could adversely affect our ability to provide water to our customers until the facilities and a sufficient amount of water in our reservoirs can be restored. A failure of a dam could result in personal injuries and downstream property damage for which we may be liable. The failure of a dam would also adversely affect our ability to supply water in sufficient quantities to our customers. Any losses or liabilities incurred due to a failure of one of our dams may not be covered by existing insurance, may exceed such insurance coverage limits, or may not be recoverable in rates. Any such losses may make it difficult for us to obtain insurance at acceptable rates in the future, and may have a material adverse effect on our financial condition, results of operations and cash flows.

**Our goodwill is valued and recorded at an amount that, if impaired and written down, could adversely affect our future operating results and total capitalization.**

We have a significant amount of goodwill on our consolidated balance sheet, which, as of December 31, 2017, totaled \$4.4 billion. The carrying value of goodwill represents the fair value of an acquired business in excess of identifiable assets and liabilities as of the acquisition date. We test our goodwill balances for impairment on an annual basis or whenever events occur or circumstances change that would indicate a potential for impairment. A determination that goodwill is deemed to be impaired would result in a non-cash charge that could materially adversely affect our financial position, results of operations and total capitalization. The annual goodwill impairment test in 2017 resulted in a conclusion that our goodwill was not impaired.

**Eversource Energy and its utility subsidiaries are exposed to significant reputational risks, which make them vulnerable to increased regulatory oversight or other sanctions.**

Because utility companies, including our electric, natural gas and water utility subsidiaries, have large customer bases, they are subject to adverse publicity focused on the reliability of their distribution services and the speed with which they are able to respond to electric outages, natural gas leaks and similar interruptions caused by storm damage or other unanticipated events. Adverse publicity of this nature could harm the reputations of Eversource Energy and its subsidiaries; may make state legislatures, utility commissions and other regulatory authorities less likely to view them in a favorable light; and may cause them to be subject to less favorable legislative and regulatory outcomes or increased regulatory oversight. Unfavorable regulatory outcomes can include more stringent laws and regulations governing our operations, such as reliability and customer service quality standards or vegetation management requirements, as well as fines, penalties or other sanctions or requirements. The imposition of any of the foregoing could have a material adverse effect on the business, financial position, results of operations and cash flows of Eversource Energy and each of its utility subsidiaries.

**Limits on our access to and increases in the cost of capital may adversely impact our ability to execute our business plan.**

We use short-term debt and the long-term capital markets as a significant source of liquidity and funding for capital requirements not obtained from our operating cash flow. If access to these sources of liquidity becomes constrained, our ability to implement our business strategy could be

adversely affected. In addition, higher interest rates would increase our cost of borrowing, which could adversely impact our results of operations. A downgrade of our credit ratings or events beyond our control, such as a disruption in global capital and credit markets, could increase our cost of borrowing and cost of capital or restrict our ability to access the capital markets and negatively affect our ability to maintain and to expand our businesses.

**Our counterparties may not meet their obligations to us or may elect to exercise their termination rights, which could adversely affect our earnings.**

We are exposed to the risk that counterparties to various arrangements who owe us money, have contracted to supply us with energy, coal, or other commodities or services, or who work with us as strategic partners, including on significant capital projects, will not be able to perform their obligations, will terminate such arrangements or, with respect to our credit facilities, fail to honor their commitments. Should any of these counterparties fail to perform their obligations or terminate such arrangements, we might be forced to replace the underlying commitment at higher market prices and/or have to delay the completion of, or cancel a capital project. Should any lenders under our credit facilities fail to perform, the level of borrowing capacity under those arrangements could decrease. In any such events, our financial position, results of operations, or cash flows could be adversely affected.

**Costs of compliance with environmental laws and regulations may increase and have an adverse effect on our business and results of operations.**

Our subsidiaries' operations are subject to extensive federal, state and local environmental statutes, rules and regulations that govern, among other things, air emissions, water quality, water discharges, and the management of hazardous and solid waste. Compliance with these requirements requires us to incur significant costs relating to environmental monitoring, maintenance and upgrading of facilities, remediation and permitting. The costs of compliance with existing legal requirements or legal requirements not yet adopted may increase in the future. An increase in such costs, unless promptly recovered, could have an adverse impact on our business and our financial position, results of operations or cash flows.

For further information, see Item 1, *Business - Other Regulatory and Environmental Matters*, included in this Annual Report on Form 10-K.

**Market performance or changes in assumptions may require us to make significant contributions to our pension and other postretirement benefit plans.**

We provide a defined benefit pension plan and other postretirement benefits for a substantial number of employees, former employees and retirees. Our future pension obligations, costs and liabilities are highly dependent on a variety of factors beyond our control. These factors include estimated investment returns, interest rates, discount rates, health care cost trends, benefit changes, salary increases and the demographics of plan participants. If our assumptions prove to be inaccurate, our future costs could increase significantly. In addition, various factors, including underperformance of plan investments and changes in law or regulation, could increase the amount of contributions required to fund our pension plan in the future. Additional large funding requirements, when combined with the financing requirements of our construction program, could impact the timing and amount of future financings and negatively affect our financial position, results of operations or cash flows. For further information, see Note 9A, "Employee Benefits - Pensions and Postretirement Benefits Other Than Pensions," to the financial statements.

**The loss of key personnel or the inability to hire and retain qualified employees could have an adverse effect on our business, financial position and results of operations.**

Our operations depend on the continued efforts of our employees. Retaining key employees and maintaining the ability to attract new employees are important to both our operational and financial performance. We cannot guarantee that any member of our management or any key employee at the Eversource parent or subsidiary level will continue to serve in any capacity for any particular period of time. In addition, a significant portion of our workforce in our subsidiaries, including many workers with specialized skills maintaining and servicing the electric, gas and water infrastructure, will be eligible to retire over the next five to ten years. Such highly skilled individuals cannot be quickly replaced due to the technically complex work they perform. We have developed strategic workforce plans to identify key functions and proactively implement plans to assure a ready and qualified workforce, but cannot predict the impact of these plans on our ability to hire and retain key employees.

**As a holding company with no revenue-generating operations, Eversource parent's liquidity is dependent on dividends from its subsidiaries, its commercial paper program, and its ability to access the long-term debt and equity capital markets.**

Eversource parent is a holding company and as such, has no revenue-generating operations of its own. Its ability to meet its debt service obligations and to pay dividends on its common shares is largely dependent on the ability of its subsidiaries to pay dividends to or repay borrowings from Eversource parent, and/or Eversource parent's ability to access its commercial paper program or the long-term debt and equity capital markets. Prior to funding Eversource parent, the subsidiary companies have financial obligations that must be satisfied, including among others, their operating expenses, debt service, preferred dividends of certain subsidiaries, and obligations to trade creditors. Additionally, the subsidiary companies could retain their free cash flow to fund their capital expenditures in lieu of receiving equity contributions from Eversource parent. Should the subsidiary companies not be able to pay dividends or repay funds due to Eversource parent, or if Eversource parent cannot access its commercial paper programs or the long-term debt and equity capital markets, Eversource parent's ability to pay interest, dividends and its own debt obligations would be restricted.

**Item 1B. Unresolved Staff Comments**

We do not have any unresolved SEC staff comments.

**Item 2. Properties**

**Transmission and Distribution System**

As of December 31, 2017, Eversource and our electric operating subsidiaries owned the following:

Eversource	Electric Distribution		Electric Transmission	
Number of substations owned	508		74	
Transformer capacity (in kVa)	42,810,000		17,012,000	
Overhead lines (in circuit miles)	40,532		3,947	
Capacity range of overhead transmission lines (in kV)	N/A		69 to 345	
Underground lines (distribution in circuit miles and transmission in cable miles)	17,438		405	
Capacity range of underground transmission lines (in kV)	N/A		69 to 345	

	CL&P		NSTAR Electric		PSNH	
	Distribution	Transmission	Distribution	Transmission	Distribution	Transmission
Number of substations owned	182	20	178	34	148	20
Transformer capacity (in kVa)	19,965,000	3,633,000	17,535,000	7,465,000	5,310,000	5,914,000
Overhead lines (in circuit miles)	16,955	1,673	11,404	1,233	12,173	1,041
Capacity range of overhead transmission lines (in kV)	N/A	69 to 345	N/A	69 to 345	N/A	115 to 345
Underground lines (distribution in circuit miles and transmission in cable miles)	6,639	137	8,875	267	1,924	1
Capacity range of underground transmission lines (in kV)	N/A	69 to 345	N/A	115 to 345	N/A	115

	Eversource	CL&P	NSTAR Electric	PSNH
	Underground and overhead line transformers in service	624,472	289,986	170,383
Aggregate capacity (in kVa)	36,140,835	15,684,715	13,996,195	6,459,925

**Electric Generating Plants**

As of December 31, 2017, PSNH owned the following electric generating plants:

Type of Plant	Number of Units	Year Installed	Claimed Capability* (kilowatts)
Steam Plants	5	1952-74	934,940
Hydro	20	1901-83	58,951
Internal Combustion	5	1968-70	101,535
Biomass	1	2006	42,594
<b>Total PSNH Generating Plant</b>	<b>31</b>		<b>1,138,020</b>

\* Claimed capability represents winter ratings as of December 31, 2017. The combined nameplate capacity of the generating plants is approximately 1,200 MW.

On January 10, 2018, Eversource and PSNH completed the sale of PSNH's thermal generation assets, including the steam, internal combustion and biomass units, above. See Note 12, "Assets Held for Sale," in the accompanying Item 8, *Financial Statements and Supplementary Data* for further information.

As of December 31, 2017, NSTAR Electric owned the following solar power facilities:

Type of Plant	Number of Sites	Year Installed	Claimed Capability** (kilowatts)
Solar Fixed Tilt, Photovoltaic	3	2010-14	8,000

\*\* Claimed capability represents the direct current nameplate capacity of the plant.

CL&P does not own any electric generating plants.

### **Natural Gas Distribution System**

As of December 31, 2017, Yankee Gas owned 28 active gate stations, 197 district regulator stations, and approximately 3,362 miles of natural gas main pipeline. Yankee Gas also owns a liquefaction and vaporization plant and above ground storage tank with a storage capacity equivalent of 1.2 Bcf of natural gas in Waterbury, Connecticut.

As of December 31, 2017, NSTAR Gas owned 21 active gate stations, 166 district regulator stations, and approximately 3,292 miles of natural gas main pipeline. Hopkinton, another subsidiary of Eversource, owns a satellite vaporization plant and above ground storage tanks in Acushnet, MA. In addition, Hopkinton owns a liquefaction and vaporization plant with above ground storage tanks in Hopkinton, MA. Combined, the two plants' tanks have an aggregate storage capacity equivalent to 3.5 Bcf of natural gas that is provided to NSTAR Gas under contract.

### **Water Distribution System**

Aquarion's properties consist of water transmission and distribution mains and associated valves, hydrants and service lines, water treatment plants, pumping facilities, wells, tanks, meters, dams, reservoirs, buildings, and other facilities and equipment used for the operation of our systems, including the collection, treatment, storage, and distribution of water.

As of December 31, 2017, Aquarion owned and operated sources of water supply with a combined yield of approximately 131 million gallons per day; 3,614 miles of transmission and distribution mains; 10 surface water treatment plants; 31 dams; and 106 wellfields.

### **Franchises**

**CL&P** Subject to the power of alteration, amendment or repeal by the General Assembly of Connecticut and subject to certain approvals, permits and consents of public authority and others prescribed by statute, CL&P has, subject to certain exceptions not deemed material, valid franchises free from burdensome restrictions to provide electric transmission and distribution services in the respective areas in which it is now supplying such service.

In addition to the right to provide electric transmission and distribution services as set forth above, the franchises of CL&P include, among others, limited rights and powers, as set forth under Connecticut law and the special acts of the General Assembly constituting its charter, to manufacture, generate, purchase and/or sell electricity at retail, including to provide Standard Service, Supplier of Last Resort service and backup service, to sell electricity at wholesale and to erect and maintain certain facilities on public highways and grounds, all subject to such consents and approvals of public authority and others as may be required by law. The franchises of CL&P include the power of eminent domain.

Connecticut law prohibits an electric distribution company from owning or operating generation assets. However, under "An Act Concerning Electricity and Energy Efficiency," enacted in 2007, an electric distribution company, such as CL&P, is permitted to purchase an existing electric generating plant located in Connecticut that is offered for sale, subject to prior approval from the PURA and a determination by the PURA that such purchase is in the public interest.

**NSTAR Electric** Through its charter, which is unlimited in time, NSTAR Electric has the right to engage in the business of delivering and selling electricity within its respective service territory, and has the power incidental thereto and is entitled to all the rights and privileges of and subject to the duties imposed upon electric companies under Massachusetts laws. The locations in public ways for electric transmission and distribution lines are obtained from municipal and other state authorities who, in granting these locations, act as agents for the state. In some cases, the actions of these authorities are subject to appeal to the DPU. The rights to these locations are not limited in time and are subject to the action of these authorities and the legislature. Under Massachusetts law, with the exception of municipal-owned utilities, no other entity may provide electric delivery service to retail customers within NSTAR Electric service territory without the written consent of NSTAR Electric. This consent must be filed with the DPU and the municipality so affected. The franchises of NSTAR Electric include the power of eminent domain.

The Massachusetts restructuring legislation defines service territories as those territories actually served on July 1, 1997 and following municipal boundaries to the extent possible.

The restructuring legislation further provides that until terminated by law or otherwise, distribution companies shall have the exclusive obligation to serve all retail customers within their service territories and no other person shall provide distribution service within such service territories without the written consent of such distribution companies. Pursuant to the Massachusetts restructuring legislation, the DPU (then, the Department of Telecommunications and Energy) was required to define service territories for each distribution company, including NSTAR Electric. The DPU subsequently determined that there were advantages to the exclusivity of service territories and issued a report to the Massachusetts Legislature recommending against, in this regard, any changes to the restructuring legislation.

**PSNH** The NHPUC, pursuant to statutory requirements, has issued orders granting PSNH exclusive franchises to distribute electricity in the respective areas in which it is now supplying such service.

In addition to the right to distribute electricity as set forth above, the franchises of PSNH include, among others, rights and powers to manufacture, generate, purchase, and transmit electricity, to sell electricity at wholesale to other utility companies and municipalities and to erect and maintain certain facilities on certain public highways and grounds, all subject to such consents and approvals of public authority and others as may be required by law. PSNH's status as a public utility gives it the ability to petition the NHPUC for the right to exercise eminent domain for distribution services and for transmission eligible for regional cost allocation.

PSNH is also subject to certain regulatory oversight by the Maine Public Utilities Commission and the Vermont Public Utility Commission.

**NSTAR Gas** Through its charter, which is unlimited in time, NSTAR Gas has the right to engage in the business of delivering and selling natural gas within its respective service territory, and has the power incidental thereto and is entitled to all the rights and privileges of and subject to the duties imposed upon natural gas companies under Massachusetts laws. The locations in public ways for natural gas distribution pipelines are obtained from municipal and other state authorities who, in granting these locations, act as agents for the state. In some cases, the actions of these authorities are subject to appeal to the DPU. The rights to these locations are not limited in time and are subject to the action of these authorities and the legislature. Under Massachusetts law, with the exception of municipal-owned utilities, no other entity may provide natural gas delivery service to retail customers within the NSTAR Gas service territory without the written consent of NSTAR Gas. This consent must be filed with the DPU and the municipality so affected.

**Yankee Gas** Yankee Gas holds valid franchises to sell natural gas in the areas in which Yankee Gas supplies natural gas service, which it acquired either directly or from its predecessors in interest. Generally, Yankee Gas holds franchises to serve customers in areas designated by those franchises as well as in most other areas throughout Connecticut so long as those areas are not occupied and served by another natural gas utility under a valid franchise of its own or are not subject to an exclusive franchise of another natural gas utility or by consent. Yankee Gas' franchises are perpetual but remain subject to the power of alteration, amendment or repeal by the General Assembly of the State of Connecticut, the power of revocation by the PURA and certain approvals, permits and consents of public authorities and others prescribed by statute. Generally, Yankee Gas' franchises include, among other rights and powers, the right and power to manufacture, generate, purchase, transmit and distribute natural gas and to erect and maintain certain facilities on public highways and grounds, and the right of eminent domain, all subject to such consents and approvals of public authorities and others as may be required by law.

**Aquarion Water Company of Connecticut** AWC-CT derives its rights and franchises to operate from special acts of the Connecticut General Assembly and subject to certain approvals, permits and consents of public authority and others prescribed by statute and by its charter, AWC-CT has, with minor exceptions, solid franchises free from burdensome restrictions and unlimited as to time, and is authorized to sell potable water in the towns (or parts thereof) in which water is now being supplied by AWC-CT.

In addition to the right to sell water as set forth above, the franchises of AWC-CT include rights and powers to erect and maintain certain facilities on public highways and grounds, all subject to such consents and approvals of public authority and others as may be required by law. Under the Connecticut General Statutes, AWC-CT may, upon payment of compensation, take and use such lands, springs, streams or ponds, or such rights or interests therein as the Connecticut Superior Court, upon application, may determine is necessary to enable AWC-CT to supply potable water for public or domestic use in its franchise areas.

**Aquarion Water Company of Massachusetts** Through its charters, which are unlimited in time, AWC-MA has the right to engage in the business of distributing and selling water within its service territories, and has the power incidental thereto and is entitled to all the rights and privileges of and subject to the duties imposed upon water companies under Massachusetts laws. AWC-MA has the right to construct and maintain its mains and distribution pipes in and under any public ways and to take and hold water within its respective service territories. Subject to DPU regulation, AWC-MA has the right to establish and fix rates for use of the water distributed and to establish reasonable regulations regarding same. Certain of the towns within our service area have the right, at any time, to purchase the corporate property and all rights and privileges of AWC-MA according to pricing formulas and procedures specifically described in AWC-MA's respective charters and in compliance with Massachusetts law.

**Aquarion Water Company of New Hampshire** The NHPUC, pursuant to statutory law, has issued orders granting and affirming AWC-NH's exclusive franchise to own, operate, and manage plant and equipment and any part of the same, for the conveyance of water for the public located within its franchise territory. That franchise territory encompasses the towns of Hampton, North Hampton and Rye. Subject to NHPUC's regulations, AWC-NH has the right to establish and fix rates for use of the water distributed and to establish reasonable regulations regarding the same.

In addition to the right to provide water supply, the franchise also allows AWC-NH to sell water at wholesale to other water utilities and municipalities and to construct plant and equipment and maintain such plant and equipment on certain public highways and grounds, all subject to such consents and approvals of public authority and others as may be required by law.

AWC-NH's status as a regulated public utility gives it the ability to petition the NHPUC for the right to exercise eminent domain for the establishment of plant and equipment. It can also petition the NHPUC for exemption from the operation of any local ordinance when certain utility structures are reasonably necessary for the convenience or welfare of the public and the local conditions, and, if the purpose of the structure relates to water supply withdrawal, the exemption is recommended by the New Hampshire Department of Environmental Services.

### **Item 3. Legal Proceedings**

#### **1. Yankee Companies v. U.S. Department of Energy**

*DOE Phase I Damages* - In 1998, the Yankee Companies filed separate complaints against the DOE in the Court of Federal Claims seeking monetary damages resulting from the DOE's failure to begin accepting spent nuclear fuel for disposal by January 31, 1998 pursuant to the terms of the 1983 spent fuel and high-level waste disposal contracts between the Yankee Companies and the DOE ("DOE Phase I Damages"). Phase I covered damages for the years 1998 through 2002. Following multiple appeals and cross-appeals in December 2012, the judgment awarding \$39.6 million, \$38.3 million and \$81.7 million to CYAPC, YAEC and MYAPC, respectively, became final.

In January 2013, the proceeds from the DOE Phase I Damages Claim were received by the Yankee Companies and transferred to each Yankee Company's respective decommissioning trust.

In June 2013, FERC approved CYAPC, YAEC and MYAPC to reduce rates in their wholesale power contracts through the application of the DOE proceeds for the benefit of customers. Changes to the terms of the wholesale power contracts became effective on July 1, 2013. In accordance with the FERC order, CL&P, NSTAR Electric and PSNH began receiving the benefit of the DOE proceeds, and the benefits have been passed on to customers.

On September 17, 2014, in accordance with the MYAPC refund plan, MYAPC returned a portion of the DOE Phase I Damages proceeds to the member companies, including CL&P, NSTAR Electric and PSNH, in the amount of \$3.2 million, \$1.9 million and \$1.4 million, respectively.

*DOE Phase II Damages* - In December 2007, the Yankee Companies each filed subsequent lawsuits against the DOE seeking recovery of actual damages incurred related to the alleged failure of the DOE to provide for a permanent facility to store spent nuclear fuel generated in years 2001 through 2008 for CYAPC and YAEC and from 2002 through 2008 for MYAPC ("DOE Phase II Damages"). In November 2013, the court issued a final judgment awarding \$126.3 million, \$73.3 million, and \$35.8 million to CYAPC, YAEC and MYAPC, respectively. On January 14, 2014, the Yankee Companies received a letter from the U.S. Department of Justice stating that the DOE will not appeal the court's final judgment.

In March and April 2014, CYAPC, YAEC and MYAPC received payment of \$126.3 million, \$73.3 million and \$35.8 million, respectively, of the DOE Phase II Damages proceeds and made the required informational filing with FERC in accordance with the process and methodology outlined in the 2013 FERC order. The Yankee Companies returned the DOE Phase II Damages proceeds to the member companies, including CL&P, NSTAR Electric and PSNH, for the benefit of their respective customers, on June 1, 2014. Refunds to CL&P's, NSTAR Electric's and PSNH's customers for these DOE proceeds began in the third quarter of 2014 and all refunds under these proceedings have been disbursed.

*DOE Phase III Damages* - In August 2013, the Yankee Companies each filed subsequent lawsuits against the DOE seeking recovery of actual damages incurred in the years 2009 through 2012 ("DOE Phase III"). The DOE Phase III trial concluded on July 1, 2015, followed by a post-trial briefing that concluded on October 4, 2015. On March 25, 2016, the court issued its decision and awarded CYAPC, YAEC and MYAPC damages of \$32.6 million, \$19.6 million and \$24.6 million, respectively. In total, the Yankee Companies were awarded \$76.8 million of the \$77.9 million in damages sought in the DOE Phase III. The decision became final on July 18, 2016, and the Yankee Companies received the awards from the DOE on October 14, 2016. The Yankee Companies received FERC approval of their proposed distribution of certain amounts of the awarded damages proceeds to member companies, including CL&P, NSTAR Electric and PSNH, which CYAPC and MYAPC made in December 2016. MYAPC also refunded \$56.5 million from its spent nuclear fuel trust, a portion of which was also refunded to the Eversource utility subsidiaries. In total, Eversource received \$26.1 million, of which CL&P, NSTAR Electric and PSNH received \$13.6 million, \$8.6 million and \$3.9 million, respectively. All refunds under these proceedings have been disbursed.

*DOE Phase IV Damages* - On May 22, 2017, each of the Yankee Companies filed subsequent lawsuits against the DOE in the Court of Federal Claims seeking monetary damages totaling approximately \$100 million for CYAPC, YAEC and MYAPC, resulting from the DOE's failure to begin accepting spent nuclear fuel for disposal covering the years from 2013 to 2016 ("DOE Phase IV"). The DOE Phase IV trial is expected to begin in 2018.

## 2. Other Legal Proceedings

For further discussion of legal proceedings, see Item 1, *Business*: "- Electric Distribution Segment," "- Electric Transmission Segment," and "- Natural Gas Distribution Segment" for information about various state and federal regulatory and rate proceedings, civil lawsuits related thereto, and information about proceedings relating to power, transmission and pricing issues; "- Nuclear Fuel Storage" for information related to nuclear waste; and "- Other Regulatory and Environmental Matters" for information about proceedings involving water and air quality requirements, toxic substances and hazardous waste, electric and magnetic fields, and other matters. In addition, see Item 1A, *Risk Factors*, for general information about several significant risks.

## Item 4. **Mine Safety Disclosures**

Not applicable.

## EXECUTIVE OFFICERS OF THE REGISTRANT

The following table sets forth the executive officers of Eversource Energy as of February 23, 2018. All of the Company's officers serve terms of one year and until their successors are elected and qualified:

<b>Name</b>	<b>Age</b>	<b>Title</b>
James J. Judge	62	President and Chief Executive Officer
Philip J. Lembo	62	Executive Vice President and Chief Financial Officer
Gregory B. Butler	60	Executive Vice President and General Counsel
Christine M. Carmody	55	Executive Vice President-Human Resources and Information Technology
Joseph R. Nolan, Jr.	54	Executive Vice President-Customer and Corporate Relations
Leon J. Olivier	70	Executive Vice President-Enterprise Energy Strategy and Business Development
Werner J. Schweiger	58	Executive Vice President and Chief Operating Officer
Jay S. Buth	48	Vice President, Controller and Chief Accounting Officer

*James J. Judge.* Mr. Judge has served as Chairman of the Board, President and Chief Executive Officer of Eversource Energy since May 3, 2017; as a Trustee of Eversource Energy and as Chairman of CL&P, NSTAR Electric and PSNH since May 4, 2016; and as Chairman, President and Chief Executive Officer of Eversource Service and Chairman of NSTAR Gas and Yankee Gas since May 9, 2016. Mr. Judge has served as a Director of CL&P, PSNH, Yankee Gas and Eversource Service since April 10, 2012; and of NSTAR Electric and NSTAR Gas since September 27, 1999. Previously, Mr. Judge served as President and Chief Executive Officer of Eversource Energy from May 4, 2016 until May 3, 2017; as Chairman of WMECO from May 4, 2016 until December 31, 2017; as a Director of WMECO from April 10, 2012 until December 31, 2017; and as Executive Vice President and Chief Financial Officer of Eversource Energy, CL&P, NSTAR Electric, PSNH and WMECO from April 10, 2012 until May 4, 2016; of NSTAR Gas, Yankee Gas and Eversource Service from April 10, 2012 until May 9, 2016. Mr. Judge serves as a director of Analogic Corporation and as chairman of its audit committee. He serves on the Board of Directors of the Edison Electric Institute and the Massachusetts Competitive Partnership. He has also served on the Board of Directors of the United Way of Massachusetts Bay and Merrimack Valley. Mr. Judge has served as Chairman of the Board of Eversource Energy Foundation, Inc. since May 9, 2016; and as a Director since April 10, 2012. He previously served as Treasurer of the Eversource Energy Foundation, Inc. from May 10, 2012 until May 9, 2016. He has served as a Trustee of the NSTAR Foundation since December 12, 1995.

*Philip J. Lembo.* Mr. Lembo has served as Executive Vice President and Chief Financial Officer of Eversource Energy since May 3, 2017; and of CL&P, NSTAR Electric, NSTAR Gas, PSNH, Yankee Gas and Eversource Service since March 31, 2017. Mr. Lembo has served as a Director of CL&P, NSTAR Electric and PSNH since May 4, 2016; and of NSTAR Gas, Yankee Gas and Eversource Service since May 9, 2016. Mr. Lembo previously served as Executive Vice President and Chief Financial Officer of WMECO from May 3, 2017 until December 31, 2017; as a Director of WMECO from May 4, 2016 until December 31, 2017; as Executive Vice President, Chief Financial Officer and Treasurer of Eversource Energy from August 8, 2016 until May 3, 2017; of CL&P, NSTAR Electric, PSNH, WMECO, NSTAR Gas, Yankee Gas and Eversource Service from August 8, 2016 until March 31, 2017; as Senior Vice President, Chief Financial Officer and Treasurer of Eversource Energy, CL&P, NSTAR Electric, PSNH and WMECO from May 4, 2016 until August 8, 2016; and of NSTAR Gas, Yankee Gas and Eversource Service from May 9, 2016 until August 8, 2016; as Vice President and Treasurer of Eversource Energy, CL&P, PSNH and WMECO from April 10, 2012 until May 4, 2016; and of Yankee Gas and Eversource Service from April 10, 2012 until May 9, 2016. Mr. Lembo served as Vice President and Treasurer of NSTAR Electric and NSTAR Gas from March 29, 2006 until May 4, 2016. Mr. Lembo has served as a Director of Eversource Energy Foundation, Inc. since May 9, 2016. He previously served as Treasurer of Eversource Energy Foundation, Inc. from May 9, 2016 until March 31, 2017. He has served as a Trustee of the NSTAR Foundation since May 9, 2016.

*Gregory B. Butler.* Mr. Butler has served as Executive Vice President and General Counsel of Eversource Energy, CL&P, NSTAR Electric, NSTAR Gas, PSNH, Yankee Gas and Eversource Service since August 8, 2016. Mr. Butler has served as a Director of NSTAR Electric and NSTAR Gas since April 10, 2012; of Eversource Service since November 27, 2012; and of CL&P, PSNH and Yankee Gas since April 22, 2009. Mr. Butler previously served as Executive Vice President and General Counsel of WMECO from August 8, 2016 until December 31, 2017; as a Director of WMECO from April 22, 2009 until December 31, 2017; as Senior Vice President and General Counsel of Eversource Energy from May 1, 2014 until August 8, 2016; of NSTAR Electric and NSTAR Gas from April 10, 2012 until August 8, 2016; of CL&P, PSNH, WMECO, Yankee Gas and Eversource Service from March 9, 2006 until August 8, 2016; and as Senior Vice President, General Counsel and Secretary of Eversource Energy from April 10, 2012 until May 1, 2014. He has served as a Director of Eversource Energy Foundation, Inc. since December 1, 2002. He has been a Trustee of the NSTAR Foundation since April 10, 2012.

*Christine M. Carmody.* Ms. Carmody has served as Executive Vice President-Human Resources and Information Technology of Eversource Energy and Eversource Service since August 8, 2016. Ms. Carmody has served as a Director of Eversource Service since November 27, 2012. Previously Ms. Carmody served as Senior Vice President-Human Resources of Eversource Energy from May 4, 2016 until August 8, 2016; of Eversource Service from April 10, 2012 until August 8, 2016; as Senior Vice President-Human Resources of CL&P, PSNH, WMECO and Yankee Gas from November 27, 2012 until September 29, 2014; of NSTAR Electric and NSTAR Gas from August 1, 2008 until September 29, 2014; and as a Director of CL&P, PSNH, WMECO and Yankee Gas from April 10, 2012 until September 29, 2014; and of NSTAR Electric and NSTAR Gas from November 27, 2012 until September 29, 2014. Ms. Carmody has served as a Director of Eversource Energy Foundation, Inc. since April 10, 2012. She has served as a Trustee of the NSTAR Foundation since August 1, 2008.

*Joseph R. Nolan, Jr.* Mr. Nolan has served as Executive Vice President-Customer and Corporate Relations of Eversource Energy and Eversource Service since August 8, 2016. Mr. Nolan has served as a Director of Eversource Service since November 27, 2012. Previously Mr. Nolan served as Senior Vice President-Corporate Relations of Eversource Energy from May 4, 2016 until August 8, 2016; of Eversource Service from April 10, 2012 to August 8, 2016; of NSTAR Electric and NSTAR Gas from April 10, 2012 until September 29, 2014; and of CL&P, PSNH, WMECO and Yankee Gas from November 27, 2012 until September 29, 2014. Mr. Nolan previously served as a Director of CL&P, PSNH, WMECO and Yankee Gas from April 10, 2012 until September 29, 2014; and of NSTAR Electric and NSTAR Gas from November 27, 2012 until September 29,

2014. Mr. Nolan has served as a Director of Eversource Energy Foundation, Inc. since April 10, 2012, and as Executive Director of Eversource Energy Foundation, Inc. since October 15, 2013. He has served as a Trustee of the NSTAR Foundation since October 1, 2000.

*Leon J. Olivier.* Mr. Olivier has served as Executive Vice President-Enterprise Energy Strategy and Business Development of Eversource Energy since September 2, 2014; and of Eversource Service since August 11, 2014. Mr. Olivier has served as a Director of Eversource Service since January 17, 2005. Mr. Olivier previously served as Executive Vice President and Chief Operating Officer of Eversource Energy from May 13, 2008 until September 2, 2014; of Eversource Service from May 13, 2008 until August 11, 2008; as Chief Executive Officer of NSTAR Electric and NSTAR Gas from April 10, 2012 until August 11, 2014; of CL&P, PSNH, WMECO and Yankee Gas from January 15, 2007 until August 11, 2014; and of CL&P from September 10, 2001 until September 29, 2014; as a Director of NSTAR Electric and NSTAR Gas from November 27, 2012 until September 29, 2014; of PSNH, WMECO and Yankee Gas from January 17, 2005 until September 29, 2014; and of CL&P from September 10, 2001 until September 29, 2014. He has served as a Director of Eversource Energy Foundation, Inc. since April 1, 2006. Mr. Olivier has served as a Trustee of the NSTAR Foundation since April 10, 2012.

*Werner J. Schweiger.* Mr. Schweiger has served as Executive Vice President and Chief Operating Officer of Eversource Energy since September 2, 2014; of Eversource Service since August 11, 2014; and as Chief Executive Officer of CL&P, NSTAR Electric, NSTAR Gas, PSNH and Yankee Gas since August 11, 2014. Mr. Schweiger has served as a Director of Eversource Service, NSTAR Gas and Yankee Gas since September 29, 2014; and of CL&P, PSNH and NSTAR Electric since May 28, 2013. He previously served as Chief Executive Officer of WMECO from August 11, 2014 until December 31, 2017; as a Director of WMECO from May 28, 2013 until December 31, 2017; as President of CL&P from June 2, 2015 until June 27, 2016; as President of NSTAR Gas and Yankee Gas from September 29, 2014 until November 10, 2014; as President-Electric Distribution of Eversource Service from January 16, 2013 until August 11, 2014; as President of NSTAR Electric from April 10, 2012 until January 16, 2013; and as a Director of NSTAR Electric from November 27, 2012 until January 16, 2013. Mr. Schweiger has served as a Director of Eversource Energy Foundation, Inc. since September 29, 2014. He has served as a Trustee of the NSTAR Foundation since September 29, 2014.

*Jay S. Buth.* Mr. Buth has served as Vice President, Controller and Chief Accounting Officer of Eversource Energy, CL&P, NSTAR Electric, NSTAR Gas, PSNH, Yankee Gas and Eversource Service since April 10, 2012. Previously, Mr. Buth served as Vice President, Controller and Chief Accounting Officer of WMECO from April 10, 2012 until December 31, 2017; and as Vice President-Accounting and Controller of Eversource Energy, CL&P, PSNH, WMECO, Yankee Gas and Eversource Service from June 9, 2009 until April 10, 2012.

**PART II**

**Item 5. Market for the Registrants' Common Equity, Related Stockholder Matters and Issuer Purchases of Equity Securities**

(a) Market Information and (c) Dividends

Eversource. Our common shares are listed on the New York Stock Exchange. The ticker symbol is "ES." The high and low sales prices of our common shares and the dividends declared, for the past two years, by quarter, are shown below.

Year	Quarter	High	Low	Dividends Declared
2017	First	\$ 60.36	\$ 54.08	\$ 0.4750
	Second	63.34	58.11	0.4750
	Third	64.19	59.55	0.4750
	Fourth	66.15	59.59	0.4750
2016	First	\$ 58.81	\$ 50.01	\$ 0.4450
	Second	59.95	53.90	0.4450
	Third	60.44	53.08	0.4450
	Fourth	55.74	50.56	0.4450

Information with respect to dividend restrictions for us, CL&P, NSTAR Electric and PSNH is contained in Item 8, *Financial Statements and Supplementary Data*, in the *Combined Notes to Financial Statements*, within this Annual Report on Form 10-K.

There is no established public trading market for the common stock of CL&P, NSTAR Electric and PSNH. All of the common stock of CL&P, NSTAR Electric and PSNH is held solely by Eversource.

Common stock dividends approved and paid to Eversource during the year were as follows:

(Millions of Dollars)	For the Years Ended December 31,	
	2017	2016
CL&P	\$ 254.8	\$ 199.6
NSTAR Electric	272.0	316.3
PSNH <sup>(1)</sup>	23.9	77.6

<sup>(1)</sup> The 2017 amount does not include \$150.0 million of dividends declared but not paid as of December 31, 2017.

(b) Holders

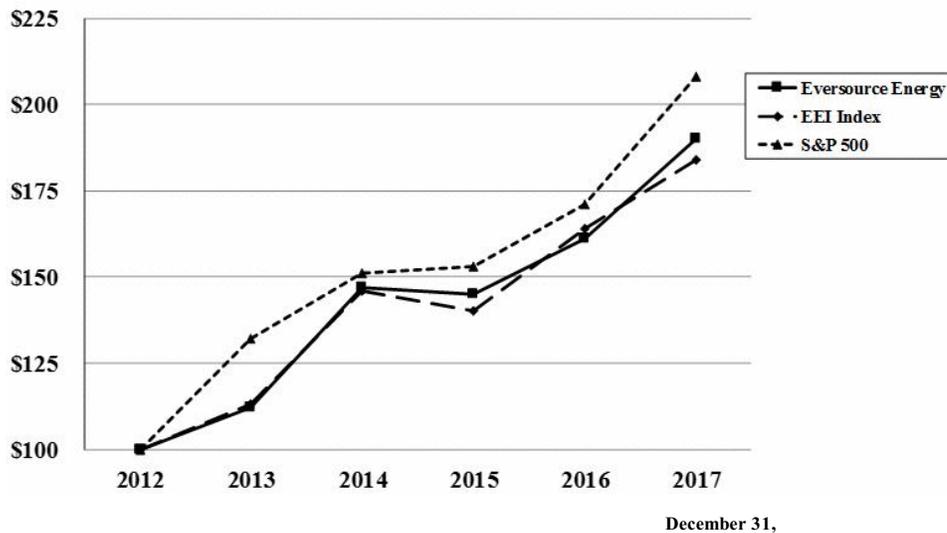
As of January 31, 2018, there were 37,428 registered common shareholders of our company on record. As of the same date, there were a total of 316,885,808 shares issued.

(d) Securities Authorized for Issuance Under Equity Compensation Plans

For information regarding securities authorized for issuance under equity compensation plans, see Item 12, *Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters*, included in this Annual Report on Form 10-K.

(e) Performance Graph

The performance graph below illustrates a five-year comparison of cumulative total returns based on an initial investment of \$100 in 2012 in Eversource Energy common stock, as compared with the S&P 500 Stock Index and the EEI Index for the period 2012 through 2017, assuming all dividends are reinvested.



	2012	2013	2014	2015	2016	2017
Eversource Energy	\$100	\$112	\$147	\$145	\$161	\$190
EEI Index	\$100	\$113	\$146	\$140	\$164	\$184
S&P 500	\$100	\$132	\$151	\$153	\$171	\$208

Purchases of Equity Securities by the Issuer and Affiliated Purchasers

The following table discloses purchases of our common shares made by us or on our behalf for the periods shown below. The common shares purchased consist of open market purchases made by the Company or an independent agent. These share transactions related to shares awarded under the Company's Incentive Plan and Dividend Reinvestment Plan and matching contributions under the Eversource 401k Plan.

Period	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Approximate Dollar Value of Shares that May Yet Be Purchased Under the Plans and Programs (at month end)
October 1 - October 31, 2017	101,737	\$ 60.52	—	—
November 1 - November 30, 2017	6,411	64.22	—	—
December 1 - December 31, 2017	190,873	62.86	—	—
Total	299,021	\$ 62.09	—	—

**Item 6. Selected Consolidated Financial Data**

**Eversource Selected Consolidated Financial Data (Unaudited)**

(Thousands of Dollars, except percentages and common share information)

	2017	2016	2015	2014	2013
<b>Balance Sheet Data:</b>					
Property, Plant and Equipment, Net	\$ 23,617,463	\$ 21,350,510	\$ 19,892,441	\$ 18,647,041	\$ 17,576,186
Total Assets	36,220,386	32,053,173	30,580,309	29,740,387	27,760,315
Common Shareholders' Equity	11,086,242	10,711,734	10,352,215	9,976,815	9,611,528
Noncontrolling Interest - Preferred Stock of Subsidiaries	155,570	155,568	155,568	155,568	155,568
Long-Term Debt <sup>(a)</sup>	12,325,520	9,603,237	9,034,457	8,851,600	8,310,179
Obligations Under Capital Leases <sup>(a)</sup>	9,898	8,924	8,222	9,434	10,744
<b>Income Statement Data:</b>					
Operating Revenues	\$ 7,751,952	\$ 7,639,129	\$ 7,954,827	\$ 7,741,856	\$ 7,301,204
Net Income	\$ 995,515	\$ 949,821	\$ 886,004	\$ 827,065	\$ 793,689
Net Income Attributable to Noncontrolling Interests	7,519	7,519	7,519	7,519	7,682
Net Income Attributable to Common Shareholders	\$ 987,996	\$ 942,302	\$ 878,485	\$ 819,546	\$ 786,007
<b>Common Share Data:</b>					
Net Income Attributable to Common Shareholders:					
Basic Earnings Per Common Share	\$ 3.11	\$ 2.97	\$ 2.77	\$ 2.59	\$ 2.49
Diluted Earnings Per Common Share	\$ 3.11	\$ 2.96	\$ 2.76	\$ 2.58	\$ 2.49
Dividends Declared Per Common Share	\$ 1.90	\$ 1.78	\$ 1.67	\$ 1.57	\$ 1.47
Market Price - Closing (end of year) <sup>(b)</sup>	\$ 63.18	\$ 55.23	\$ 51.07	\$ 53.52	\$ 42.39
Book Value Per Common Share (end of year)	\$ 34.98	\$ 33.80	\$ 32.64	\$ 31.47	\$ 30.49
Tangible Book Value Per Common Share (end of year) <sup>(c)</sup>	\$ 21.00	\$ 22.70	\$ 21.54	\$ 20.37	\$ 19.32
Rate of Return Earned on Average Common Equity (%) <sup>(d)</sup>	9.1	9.0	8.7	8.4	8.3
Market-to-Book Ratio (end of year) <sup>(e)</sup>	1.8	1.6	1.6	1.7	1.4

**CL&P Selected Financial Data (Unaudited)**

(Thousands of Dollars)

	2017	2016	2015	2014	2013
<b>Balance Sheet Data:</b>					
Property, Plant and Equipment, Net	\$ 8,271,030	\$ 7,632,392	\$ 7,156,809	\$ 6,809,664	\$ 6,451,259
Total Assets	10,630,246	10,035,044	9,592,957	9,344,400	8,965,906
Common Stockholder's Equity	3,587,127	3,470,387	3,140,717	2,936,767	2,702,494
Preferred Stock Not Subject to Mandatory Redemption	116,200	116,200	116,200	116,200	116,200
Long-Term Debt <sup>(a)</sup>	3,059,135	2,766,010	2,763,682	2,841,951	2,741,208
Obligations Under Capital Leases <sup>(a)</sup>	5,711	6,767	7,624	8,439	9,309
<b>Income Statement Data:</b>					
Operating Revenues	2,887,359	2,805,955	2,802,675	2,692,582	2,442,341
Net Income	376,726	334,254	299,360	287,754	279,412
<b>Common Stock Data:</b>					
Cash Dividends on Common Stock	254,800	199,599	196,000	171,200	151,999

<sup>(a)</sup> Includes portions due within one year.

<sup>(b)</sup> Market price information reflects closing prices as reflected by the New York Stock Exchange.

<sup>(c)</sup> Common Shareholders' Equity adjusted for goodwill and intangibles divided by total common shares outstanding.

<sup>(d)</sup> Net Income Attributable to Common Shareholders divided by average Common Shareholders' Equity.

<sup>(e)</sup> The closing market price divided by the book value per share.

See the *Combined Notes to Financial Statements* in this Annual Report on Form 10-K for a description of the acquisition of Aquarion on December 4, 2017, the classification as held for sale of PSNH's thermal and hydroelectric generating assets as result of generation divestiture, and any accounting changes materially affecting the comparability of the information reflected in the tables above.

## Item 7. Management's Discussion and Analysis of Financial Condition and Results of Operations

### EVERSOURCE ENERGY AND SUBSIDIARIES

The following discussion and analysis should be read in conjunction with our consolidated financial statements and related combined notes included in this combined Annual Report on Form 10-K. References in this Annual Report on Form 10-K to "Eversource," the "Company," "we," "us," and "our" refer to Eversource Energy and its consolidated subsidiaries. All per-share amounts are reported on a diluted basis. The consolidated financial statements of Eversource, NSTAR Electric and PSNH and the financial statements of CL&P are herein collectively referred to as the "financial statements."

Refer to the Glossary of Terms included in this combined Annual Report on Form 10-K for abbreviations and acronyms used throughout this *Management's Discussion and Analysis of Financial Condition and Results of Operations*.

The only common equity securities that are publicly traded are common shares of Eversource. The earnings and EPS of each business discussed below do not represent a direct legal interest in the assets and liabilities of such business but rather represent a direct interest in our assets and liabilities, as a whole. EPS by business is a financial measure not recognized under GAAP that is calculated by dividing the Net Income Attributable to Common Shareholders of each business by the weighted average diluted Eversource common shares outstanding for the period. The discussion below also includes non-GAAP financial measures referencing our 2015 earnings and EPS excluding certain integration costs incurred by Eversource parent and our Electric and Natural Gas companies. We use these non-GAAP financial measures to evaluate and to provide details of earnings by business and to more fully compare and explain our 2017, 2016 and 2015 results without including the impact of these items. Due to the nature and significance of these items on Net Income Attributable to Common Shareholders, we believe that the non-GAAP presentation is a meaningful representation of our financial performance and provides additional and useful information to readers of this report in analyzing historical and future performance by business. These non-GAAP financial measures should not be considered as an alternative to reported Net Income Attributable to Common Shareholders or EPS determined in accordance with GAAP as an indicator of operating performance.

Reconciliations of the non-GAAP financial measures to the most directly comparable GAAP measures of consolidated diluted EPS and Net Income Attributable to Common Shareholders are included under "Financial Condition and Business Analysis – Overview – Consolidated" and "Financial Condition and Business Analysis – Overview – Electric and Natural Gas Companies" in this *Management's Discussion and Analysis of Financial Condition and Results of Operations*, herein.

The results of Aquarion and its subsidiaries, hereinafter referred to as "Aquarion," are included from the date of the acquisition, December 4, 2017, through December 31, 2017 throughout this *Management's Discussion and Analysis of Financial Condition and Results of Operations*.

#### Financial Condition and Business Analysis

##### Executive Summary

##### *Results and Future Outlook:*

- We earned \$988.0 million, or \$3.11 per share, in 2017, compared with \$942.3 million, or \$2.96 per share, in 2016.
- Our electric distribution segment, which includes generation results, earned \$497.4 million, or \$1.57 per share, in 2017, compared with \$462.8 million, or \$1.46 per share, in 2016. Our electric transmission segment earned \$391.9 million, or \$1.23 per share, in 2017, compared with \$370.8 million, or \$1.16 per share, in 2016. Our natural gas distribution segment earned \$74.6 million, or \$0.23 per share, in 2017, compared with \$77.7 million, or \$0.24 per share, in 2016.
- Eversource parent and other companies earned \$24.1 million, or \$0.08 per share, in 2017, compared with \$31.0 million, or \$0.10 per share, in 2016.
- We currently project 2018 earnings of between \$3.20 per share and \$3.30 per share.

##### *Liquidity:*

- Cash flows provided by operating activities totaled \$2.0 billion in 2017, compared with \$2.2 billion in 2016. Investments in property, plant and equipment totaled \$2.3 billion in 2017 and \$2.0 billion in 2016. Cash and cash equivalents totaled \$38.2 million as of December 31, 2017, compared with \$30.3 million as of December 31, 2016.
- In 2017, we issued \$2.5 billion of new long-term debt, consisting of \$1.2 billion by Eversource parent, \$700 million by NSTAR Electric, \$525 million by CL&P and \$75 million by Yankee Gas. Proceeds from these new issuances were used primarily to pay short-term borrowings and repay long-term debt at maturity. In 2017, Eversource, NSTAR Electric, CL&P, PSNH and NSTAR Gas repaid, at maturity, \$745 million, \$400 million, \$250 million, \$70 million and \$25 million, respectively, of previously issued long-term debt.

- In 2017, we paid cash dividends on common shares of \$602.1 million, compared with \$564.5 million in 2016. On February 7, 2018, our Board of Trustees approved a common share dividend of \$0.505 per share, payable on March 30, 2018 to shareholders of record as of March 6, 2018. The 2018 dividend represents an increase of 6.3 percent over the dividend paid in December 2017, and is the equivalent to dividends on common shares of approximately \$640 million on an annual basis.
- We project to make capital expenditures of \$10.8 billion from 2018 through 2021, of which we expect \$5.7 billion to be in our electric and natural gas distribution segments, \$4.1 billion to be in our electric transmission segment and \$0.4 billion to be in our water utility business. We also project to invest \$0.5 billion in information technology and facilities upgrades and enhancements. These projections do not include any expected investments related to Bay State Wind.

*Strategic Items:*

- On January 25, 2018, Northern Pass was selected from the 46 proposals submitted as the winning bidder in the Massachusetts clean energy request for proposal ("RFP"), which successfully positioned Northern Pass to provide a firm delivery of hydropower to Massachusetts. Northern Pass is Eversource's planned 1,090 MW HVDC transmission line from the Québec-New Hampshire border to Franklin, New Hampshire and an associated alternating current radial transmission line between Franklin and Deerfield, New Hampshire. On February 1, 2018, the New Hampshire Site Evaluation Committee ("NHSEC") voted to deny Northern Pass' siting application. We intend to seek reconsideration of the NHSEC's decision and to review all options for moving this critical clean energy project forward. As of December 31, 2017, we have approximately \$277 million in capitalized costs associated with Northern Pass.
- On December 20, 2017, Bay State Wind submitted two proposals, one for 400 MW and the other for 800 MW, in response to the Massachusetts clean energy RFP.
- On December 4, 2017, Eversource completed the acquisition of Aquarion (formerly Macquarie Utilities Inc.) from Macquarie Infrastructure Partners for \$1.675 billion, consisting of approximately \$880 million in cash and \$795 million of assumed debt. As a result, Aquarion became a wholly-owned subsidiary of Eversource.

*Legislative, Regulatory, Policy and Other Items:*

- On November 30, 2017, the DPU issued its decision in the NSTAR Electric distribution rate case, which approved an annual distribution rate increase of \$37 million, with rates effective February 1, 2018. As a result of this decision, we recognized an aggregate \$44.1 million pre-tax benefit to earnings in 2017. On January 3, 2018, NSTAR Electric filed a motion to reflect a revenue requirement reduction of \$56 million due to the decrease in the federal corporate income tax rate, as part of the "Tax Cuts and Jobs Act", resulting in an annual net decrease in rates of \$19 million.
- On January 11, 2018, CL&P filed a distribution rate case settlement agreement for approval with PURA, which included, among other things, rate increases of \$97.1 million, \$32.7 million and \$24.7 million, effective May 1, 2018, 2019, and 2020, respectively, an authorized regulatory ROE of 9.25 percent, and 53 percent common equity in CL&P's capital structure. The rate increases associated with the settlement agreement will be reduced by the impact of the decrease in the federal corporate income tax rate, as part of the "Tax Cuts and Jobs Act", which we currently estimate to average approximately \$45 million to \$50 million per year.
- On December 22, 2017, the "Tax Cuts and Jobs Act" (the "Act") became law, which amended existing federal tax rules and included numerous provisions that impacted corporations. In particular, the Act reduced the federal corporate income tax rate from 35 percent to 21 percent effective January 1, 2018. As of December 31, 2017, we estimated approximately \$2.9 billion of provisional regulated excess ADIT liabilities that we expect to benefit our customers in future periods. The ultimate amount and timing of when certain income tax benefits resulting from the Act benefit our customers will vary by jurisdiction.
- On January 10, 2018, PSNH completed the sale of its thermal generation facilities. In accordance with the Purchase and Sale Agreement, the original purchase price of \$175 million was adjusted to reflect working capital adjustments, closing date adjustments and proration of taxes and fees prior to closing, totaling \$40.9 million, resulting in net proceeds of \$134.1 million. We are targeting for PSNH to complete the sale of its hydroelectric generation facilities by the end of the first quarter of 2018.

Overview

*Consolidated:* Below is a summary of our earnings by business, which also reconciles the non-GAAP financial measure of EPS by business to the most directly comparable GAAP measure of diluted EPS, for the years ended December 31, 2017, 2016 and 2015. Also included in the summary for the year ended December 31, 2015, is a reconciliation of the non-GAAP financial measure of consolidated non-GAAP earnings to the most directly comparable GAAP measure of consolidated Net Income Attributable to Common Shareholders.

	For the Years Ended December 31,					
	2017		2016		2015	
	Amount	Per Share	Amount	Per Share	Amount	Per Share
<i>(Millions of Dollars, Except Per Share Amounts)</i>						
Net Income Attributable to Common Shareholders (GAAP)	\$ 988.0	\$ 3.11	\$ 942.3	\$ 2.96	\$ 878.5	\$ 2.76
Electric and Natural Gas Companies	\$ 963.9	\$ 3.03	\$ 911.3	\$ 2.86	\$ 884.8	\$ 2.78
Eversource Parent and Other Companies	24.1	0.08	31.0	0.10	9.5	0.03
Non-GAAP Earnings	N/A	N/A	N/A	N/A	894.3	2.81
Integration Costs (after-tax) <sup>(1)</sup>	—	—	—	—	(15.8)	(0.05)
Net Income Attributable to Common Shareholders (GAAP)	\$ 988.0	\$ 3.11	\$ 942.3	\$ 2.96	\$ 878.5	\$ 2.76

(1) The 2015 integration costs were associated with our branding efforts and severance costs.

*Electric and Natural Gas Companies:* Our electric and natural gas companies consist of the electric distribution (including PSNH's generation facilities and NSTAR Electric's solar power facilities), electric transmission and natural gas distribution segments. A summary of our segment earnings and EPS is as follows:

	For the Years Ended December 31,					
	2017		2016		2015	
	Amount	Per Share	Amount	Per Share	Amount	Per Share
<i>(Millions of Dollars, Except Per Share Amounts)</i>						
Electric Distribution	\$ 497.4	\$ 1.57	\$ 462.8	\$ 1.46	\$ 507.9	\$ 1.59
Electric Transmission	391.9	1.23	370.8	1.16	304.5	0.96
Natural Gas Distribution	74.6	0.23	77.7	0.24	72.4	0.23
Non-GAAP Earnings	N/A	N/A	N/A	N/A	884.8	2.78
Integration Costs (after-tax) <sup>(1)</sup>	—	—	—	—	(0.8)	—
Net Income - Electric and Natural Gas Companies	\$ 963.9	\$ 3.03	\$ 911.3	\$ 2.86	\$ 884.0	\$ 2.78

(1) The 2015 Electric and Natural Gas Companies' integration costs include severance in connection with cost saving initiatives.

Our electric distribution segment earnings increased \$34.6 million in 2017, as compared to 2016, due primarily to a lower effective tax rate, lower non-tracked operations and maintenance expense, higher lost base revenues at NSTAR Electric and higher distribution revenues at CL&P due in part to a higher rate base for the system resiliency program, partially offset by higher depreciation expense, lower sales volumes primarily driven by the mild summer weather in 2017, as compared to 2016 (primarily at NSTAR Electric), and higher property tax expense.

Our electric transmission segment earnings increased \$21.1 million in 2017, as compared to 2016, due primarily to a higher transmission rate base as a result of our continued investment in our transmission infrastructure, partially offset by the absence in 2017 of the FERC-allowed recovery of certain previously expensed merger-related costs in 2016, and a lower benefit in the second quarter of 2017 related to the annual billing and cost reconciliation filing with the FERC.

Our natural gas distribution segment earnings decreased \$3.1 million in 2017, as compared to 2016, due primarily to higher depreciation expense, lower demand revenues in Connecticut driven by lower peak usage in 2017, as compared to 2016, higher non-tracked operations and maintenance expense, and higher property tax expense, partially offset by higher sales volumes driven by colder winter weather in the fourth quarter of 2017, as compared to 2016.

*Eversource Parent and Other Companies:* Eversource parent and other companies earned \$24.1 million in 2017, compared with \$31.0 million in 2016. The decrease in earnings was due primarily to a higher effective tax rate, higher interest expense and the absence in 2017 of the earnings and gain on the sale of an unregulated business in 2016. These decreases were partially offset by the 2017 DPU-allowed recovery of certain previously expensed merger-related costs in NSTAR Electric's distribution rates, and increased gains on investments recorded in 2017.

*Electric and Natural Gas Sales Volumes:* Weather, fluctuations in energy supply costs, conservation measures (including utility-sponsored energy efficiency programs), and economic conditions affect customer energy usage. Industrial sales volumes are less sensitive to temperature variations than residential and commercial sales volumes. In our service territories, weather impacts electric sales volumes during the summer and both electric and natural gas sales volumes during the winter; however, natural gas sales volumes are more sensitive to temperature variations than are electric sales volumes. Customer heating or cooling usage may not directly correlate with historical levels or with the level of degree-days that occur.

Fluctuations in retail electric sales volumes at certain of our electric utilities impact earnings ("Traditional" in the table below). For others, fluctuations in retail electric sales volumes do not impact earnings due to their regulatory commission approved distribution revenue decoupling mechanisms ("Decoupled" in the table below). These distribution revenues are decoupled from their customer sales volumes, which breaks the relationship between sales volumes and revenues recognized.

In 2017 and 2016, NSTAR Electric operated under two different rate structures based on its service territory geography. For customers that were served in eastern Massachusetts, including metropolitan Boston, Cape Cod and Martha's Vineyard, NSTAR Electric operated using Traditional rates. For customers that were served in western Massachusetts, including the metropolitan Springfield region, NSTAR Electric operated using Decoupled rates. Effective February 1, 2018, all of NSTAR Electric's distribution revenues were decoupled as a result of the

DPU-approved rate decision. See "Regulatory Developments and Rate Matters - Massachusetts - NSTAR Electric Distribution Rate Case Decision" in this *Management's Discussion and Analysis of Financial Condition and Results of Operations*.

CL&P and NSTAR Electric (for its western Massachusetts customer rates) reconciled their annual base distribution rate recovery amounts to their pre-established levels of baseline distribution delivery service revenues of \$1.059 billion and \$132.4 million, respectively, through December 31, 2017. Effective February 1, 2018, NSTAR Electric, operating entirely under decoupled rates, will reconcile its annual base distribution rate recovery to its new baseline of \$974.8 million. Any difference between the allowed level of distribution revenue and the actual amount realized during a 12-month period is adjusted through rates in the following period.

Fluctuations in natural gas sales volumes in Connecticut impact earnings ("Traditional" in the table below). In Massachusetts, fluctuations in natural gas sales volumes do not impact earnings due to the DPU-approved natural gas distribution revenue decoupling mechanism approved in the last rate case decision ("Decoupled" in the table below). These distribution revenues are decoupled from their customer sales volumes, which breaks the relationship between sales volumes and revenues recognized.

A summary of our retail electric GWh sales volumes and our firm natural gas sales volumes in MMcf and percentage changes is as follows:

	Electric			Firm Natural Gas		
	For the Year Ended December 31, 2017 Compared to 2016			For the Year Ended December 31, 2017 Compared to 2016		
	Sales Volumes (GWh)		Percentage Decrease	Sales Volumes (MMcf)		Percentage Increase/(Decrease)
2017	2016	2017		2016		
Traditional:						
Residential	9,453	9,654	(2.1)%	15,502	15,118	2.5 %
Commercial	15,958	16,267	(1.9)%	20,649	19,846	4.0 %
Industrial	2,444	2,558	(4.5)%	10,806	10,350	4.4 %
Total - Traditional	27,855	28,479	(2.2)%	46,957	45,314	3.6 %
Decoupled:						
Residential	11,043	11,347	(2.7)%	21,919	20,616	6.3 %
Commercial	10,612	10,940	(3.0)%	21,859	21,583	1.3 %
Industrial	2,736	2,876	(4.9)%	5,882	5,833	0.8 %
Total - Decoupled	24,391	25,163	(3.1)%	49,660	48,032	3.4 %
Special Contracts <sup>(1)</sup>	N/A	N/A	N/A	4,409	4,696	(6.1)%
Total - Decoupled and Special Contracts	24,391	25,163	(3.1)%	54,069	52,728	2.5 %
Total Sales Volumes	52,246	53,642	(2.6)%	101,026	98,042	3.0 %

(1) Special contracts are unique to the natural gas distribution customers who take service under such an arrangement and generally specify the amount of distribution revenue to be paid to Yankee Gas regardless of the customers' usage.

Retail electric sales volumes at our electric utilities with a traditional rate structure (the eastern region of NSTAR Electric and PSNH) were lower in 2017, as compared to 2016, due primarily to the mild summer weather in 2017, as compared to 2016. Cooling degree days in 2017 were 14.7 percent lower in the Boston metropolitan area and 22.7 percent lower in New Hampshire, as compared to 2016. Sales volumes were positively impacted by improved economic conditions across our service territories, but this trend was offset by lower customer usage driven by the impact of increased customer energy conservation efforts.

On January 28, 2016, Eversource received approval of a three-year energy efficiency plan in Massachusetts, which included recovery of LBR in the NSTAR Electric eastern Massachusetts service territory until it was covered under a decoupled rate structure, which occurred on February 1, 2018. NSTAR Electric recorded LBR related to reductions in sales volume as a result of successful energy efficiency programs. LBR was recovered from retail customers through rates. NSTAR Electric recognized LBR of \$73.7 million and \$60.7 million in 2017 and 2016, respectively.

Our firm natural gas sales volumes are subject to many of the same influences as our retail electric sales volumes. In addition, they have benefited from customer growth in both of our natural gas distribution companies. Consolidated firm natural gas sales volumes were higher in 2017, as compared to 2016, due primarily to colder winter weather in the fourth quarter of 2017, as compared to 2016. Heating degree days in 2017 were 2.5 percent higher in Connecticut, as compared to 2016. Sales volumes were also positively impacted by improved economic conditions across our natural gas service territories.

#### Liquidity

*Consolidated:* Cash and cash equivalents totaled \$38.2 million as of December 31, 2017, compared with \$30.3 million as of December 31, 2016.

*Long-Term Debt Issuances and Repayments:* The following table summarizes long-term debt issuances and repayments:

<i>(Millions of Dollars)</i>	<b>Issue Date</b>	<b>Issuances/(Repayments)</b>	<b>Maturity Date</b>	<b>Use of Proceeds</b>
<b>CL&amp;P:</b>				
3.20% 2017 Series A First Mortgage Bonds	March 2017	\$ 300.0	2027	Repay short-term debt borrowings
4.30% 2014 Series A First Mortgage Bonds <sup>(1)</sup>	August 2017	225.0	2044	Refinance short-term debt and fund working capital and capital expenditures
5.375% 2007 Series A First Mortgage Bonds	March 2007	(150.0)	2017	N/A
5.75% 2007 Series C First Mortgage Bonds	September 2007	(100.0)	2017	N/A
<b>NSTAR Electric:</b>				
3.20% Debentures	May 2017	350.0	2027	Repay short-term borrowings and fund capital expenditures and working capital
3.20% Debentures <sup>(2)</sup>	October 2017	350.0	2027	Redeem long-term debt that matured in 2017
5.625% Debentures	November 2007	(400.0)	2017	N/A
<b>PSNH:</b>				
6.15% Series N First Mortgage Bonds	September 2007	(70.0)	2017	N/A
<b>Other:</b>				
Yankee Gas 3.02% Series N First Mortgage Bonds	September 2017	75.0	2027	Repay short-term borrowings
NSTAR Gas 7.04% Series M First Mortgage Bonds	September 1997	(25.0)	2017	N/A
Eversource Parent 2.75% Series K Senior Notes	March 2017	300.0	2022	Repay short-term borrowings
Eversource Parent 2.75% Series K Senior Notes <sup>(3)</sup>	October 2017	450.0	2022	Repay short-term borrowings
Eversource Parent 2.90% Series L Senior Notes	October 2017	450.0	2024	Repay short-term borrowings
Eversource Parent 2.50% Series I Senior Notes <sup>(4)</sup>	January 2018	200.0	2021	Repay long-term debt due to mature in 2018 and repay short-term borrowings
Eversource Parent 3.30% Series M Senior Notes	January 2018	450.0	2028	Repay long-term debt due to mature in 2018
Eversource Parent 1.60% Series G Senior Notes <sup>(5)</sup>	January 2015	(150.0)	2018	N/A

- (1) These bonds are part of the existing series initially issued by CL&P in 2014. The aggregate outstanding principal amount for these bonds is now \$475 million.
- (2) These debentures are part of the same series initially issued by NSTAR Electric in May 2017. The aggregate outstanding principal amount for these debentures is now \$700 million.
- (3) These notes are part of the same series issued by Eversource parent in March 2017. The aggregate outstanding principal amount for these notes is now \$750 million.
- (4) These notes are part of the same series issued by Eversource parent in March 2016. The aggregate outstanding principal amount for these notes is now \$450 million.
- (5) Represents a repayment at maturity on January 15, 2018.

*Commercial Paper Programs and Credit Agreements:* Eversource parent has a \$1.45 billion commercial paper program allowing Eversource parent to issue commercial paper as a form of short-term debt. Eversource parent, CL&P, PSNH, NSTAR Gas and Yankee Gas are also parties to a five-year \$1.45 billion revolving credit facility. On December 8, 2017, Eversource parent amended and restated the revolving credit facility. The amended and restated revolving credit facility terminates on December 8, 2022 and serves to backstop Eversource parent's \$1.45 billion commercial paper program. There were no borrowings outstanding on the revolving credit facility as of December 31, 2017 or 2016.

NSTAR Electric has a \$650 million commercial paper program allowing NSTAR Electric to issue commercial paper as a form of short-term debt. On December 8, 2017, NSTAR Electric increased its commercial paper program from \$450 million to \$650 million. NSTAR Electric is also a party to a five-year \$650 million revolving credit facility. On December 8, 2017, NSTAR Electric amended and restated the revolving credit facility, increasing it from \$450 million to \$650 million. The amended and restated revolving credit facility terminates on December 8, 2022 and serves to backstop NSTAR Electric's \$650 million commercial paper program. There were no borrowings outstanding on the revolving credit facility as of December 31, 2017 or 2016.

The amount of borrowings outstanding and available under the commercial paper programs and revolving credit facility was as follows:

<i>(Millions of Dollars)</i>	<b>Borrowings Outstanding as of December 31,</b>		<b>Available Borrowing Capacity as of December 31,</b>		<b>Weighted-Average Interest Rate as of December 31,</b>	
	<b>2017</b>	<b>2016</b>	<b>2017</b>	<b>2016</b>	<b>2017</b>	<b>2016</b>
Eversource Parent Commercial Paper Program	\$ 979.3	\$ 1,022.0	\$ 470.7	\$ 428.0	1.86%	0.88%
NSTAR Electric Commercial Paper Program	234.0	126.5	416.0	323.5	1.55%	0.71%
Revolving Credit Facility <sup>(1)</sup>	76.0	N/A	24.0	N/A	2.66%	N/A

<sup>(1)</sup> Aquarion has a \$100.0 million revolving credit facility, which expires on August 19, 2019.

Amounts outstanding under the commercial paper programs and revolving credit facility are included in Notes Payable for Eversource and NSTAR Electric and are classified in current liabilities on the balance sheets as all borrowings are outstanding for no more than 364 days at one time. As a result of the Eversource parent long-term debt issuances on January 8, 2018, the net proceeds of which were used to repay short-term borrowings

outstanding under its commercial paper program, \$201.2 million of commercial paper borrowings under the Eversource parent commercial paper program were reclassified to Long-Term Debt as of December 31, 2017.

As of December 31, 2017, there were intercompany loans from Eversource parent of \$69.5 million to CL&P and \$262.9 million to PSNH. As of December 31, 2016, there were intercompany loans from Eversource parent of \$80.1 million to CL&P, \$160.9 million to PSNH and \$51.0 million to NSTAR Electric. These intercompany loans from Eversource parent are included in Notes Payable to Eversource Parent and are classified in current liabilities on the respective subsidiary's balance sheets. Intercompany loans from Eversource parent are eliminated in consolidation on Eversource's balance sheets.

*Cash Flows:* Cash flows provided by operating activities totaled \$2.0 billion in 2017, compared with \$2.2 billion in 2016. The decrease in operating cash flows was due primarily to the \$166.3 million net unfavorable impact as a result of the change in income tax payments made, or refunds received, in 2017 when compared to 2016. This unfavorable impact was primarily the result of the December 2015 legislation, which extended the accelerated deduction of depreciation from 2015 to 2019. The legislation resulted in a significant refund of approximately \$275 million, which we received in the first quarter of 2016. Additionally, there was an increase of \$84.1 million in Pension and PBOP Plan cash contributions made in 2017, as compared to 2016, a decrease of \$59.8 million related to the absence in 2017 of the Yankee Companies' DOE Damages received in 2016, and the unfavorable impact related to the timing of regulatory recoveries, which were significantly impacted by NSTAR Electric's timing of collections of purchased power and transmission costs. Partially offsetting these unfavorable impacts was the benefit related to the timing of collections and payments of our working capital items, including accounts payable.

In 2017, we paid cash dividends of \$602.1 million, or \$1.90 per common share, compared with \$564.5 million, or \$1.78 per common share in 2016. Our quarterly common share dividend payment was \$0.475 per share, in 2017, as compared to \$0.445 per common share in 2016. On February 7, 2018, our Board of Trustees approved a common share dividend of \$0.505 per share, payable on March 30, 2018 to shareholders of record as of March 6, 2018. The 2018 dividend represents an increase of 6.3 percent over the dividend paid in December 2017, and is the equivalent to dividends on common shares of approximately \$640 million on an annual basis.

In 2017, CL&P, NSTAR Electric and PSNH paid \$254.8 million, \$272.0 million and \$23.9 million, respectively, in common stock dividends to Eversource parent.

Investments in Property, Plant and Equipment on the statements of cash flows do not include amounts incurred on capital projects but not yet paid, cost of removal, AFUDC related to equity funds, and the capitalized portions of pension expense. In 2017, investments for Eversource, CL&P, NSTAR Electric and PSNH were \$2.3 billion, \$824.4 million, \$719.6 million and \$312.7 million, respectively.

Eversource completed the acquisition of Aquarion from Macquarie Infrastructure Partners on December 4, 2017 for \$1.675 billion, consisting of approximately \$880 million in cash and \$795 million of assumed debt.

Eversource, CL&P, NSTAR Electric and PSNH each use its available capital resources to fund its respective construction expenditures, meet debt requirements, pay operating costs, including storm-related costs, pay dividends and fund other corporate obligations, such as pension contributions. Eversource's regulated companies recover their electric and natural gas distribution construction expenditures as the related project costs are depreciated over the life of the assets. This impacts the timing of the revenue stream designed to fully recover the total investment plus a return on the equity and debt used to finance the investments. The current growth in Eversource's construction expenditures utilizes a significant amount of cash for projects that have a long-term return on investment and recovery period, totaling approximately \$2.3 billion in cash capital spend in 2017. In addition, growth in Eversource's key business initiatives in 2017 required cash contributions of \$32.6 million, which are recognized as long-term assets. These factors have resulted in current liabilities exceeding current assets by \$1.1 billion, \$338.1 million, \$137.5 million, and \$183.1 million at Eversource, CL&P, NSTAR Electric and PSNH, respectively, as of December 31, 2017.

As of December 31, 2017, \$961.0 million of Eversource's long-term debt, including \$450.0 million, \$300.0 million, \$110.0 million, \$100.0 million and \$1 million for Eversource parent, CL&P, PSNH, Yankee Gas and Aquarion, respectively, will be paid within the next 12 months. Included in the current portion of long-term debt is \$35.4 million related to fair value adjustments from our business combinations that will be amortized within the next 12 months and have no cash flow impact. Eversource, with its strong credit ratings, has several options available in the financial markets to repay or refinance these maturities with the issuance of new long-term debt. Eversource, CL&P, NSTAR Electric and PSNH will reduce their short-term borrowings with operating cash flows or with the issuance of new long-term debt, determined by considering capital requirements and maintenance of Eversource's credit rating and profile. We expect the future operating cash flows of Eversource, CL&P, NSTAR Electric and PSNH, along with the access to financial markets, will be sufficient to meet any future operating requirements and capital investment forecasted opportunities.

*Credit Ratings:* On December 5, 2017, S&P upgraded Eversource and its subsidiaries' corporate credit rating to A+ and changed the outlook to stable.

A summary of our corporate credit ratings and outlooks by Moody's, S&P and Fitch is as follows:

	Moody's		S&P		Fitch	
	Current	Outlook	Current	Outlook	Current	Outlook
Eversource Parent	Baa1	Stable	A+	Stable	BBB+	Positive
CL&P	Baa1	Stable	A+	Stable	A-	Stable
NSTAR Electric	A2	Stable	A+	Stable	A	Stable
PSNH	A3	Stable	A+	Stable	A-	Stable

A summary of the current credit ratings and outlooks by Moody's, S&P and Fitch for senior unsecured debt of Eversource parent and NSTAR Electric, and senior secured debt of CL&P and PSNH is as follows:

	Moody's		S&P		Fitch	
	Current	Outlook	Current	Outlook	Current	Outlook
Eversource Parent	Baa1	Stable	A	Stable	BBB+	Positive
CL&P	A2	Stable	AA-	Stable	A+	Stable
NSTAR Electric	A2	Stable	A+	Stable	A+	Stable
PSNH	A1	Stable	AA-	Stable	A+	Stable

#### Business Development and Capital Expenditures

Our consolidated capital expenditures, including amounts incurred but not paid, cost of removal, AFUDC, and the capitalized portions of pension expense (all of which are non-cash factors), totaled \$2.5 billion in 2017, \$2.2 billion in 2016, and \$1.9 billion in 2015. These amounts included \$165.9 million in 2017, \$137.7 million in 2016, and \$102.0 million in 2015 related to information technology and facilities upgrades and enhancements, primarily at Eversource Service and The Rocky River Realty Company.

*Aquarion:* On December 4, 2017, Eversource acquired Aquarion (formerly Macquarie Utilities Inc.) from Macquarie Infrastructure Partners for \$1.675 billion, consisting of approximately \$880 million in cash and \$795 million of assumed Aquarion debt. As a result, Aquarion became a wholly-owned subsidiary of Eversource. Aquarion is a regulated water utility holding company that operates three separate regulated water utilities in Connecticut, Massachusetts and New Hampshire. Aquarion collects, treats and distributes water to residential, commercial and industrial customers, to other utilities for resale, and for private and municipal fire protection.

*Bay State Wind:* Bay State Wind is a proposed offshore wind project being jointly developed by Eversource and Denmark-based Ørsted. Bay State Wind will be located in a 300-square-mile area approximately 25 miles off the coast of Massachusetts that has the ultimate potential to generate more than 2,000 MW of clean, renewable energy. Eversource and Ørsted each hold a 50 percent ownership interest in Bay State Wind.

On June 29, 2017, the Bureau of Ocean Energy Management ("BOEM") approved the project's Site Assessment Plan ("SAP"), the first BOEM approval of an offshore wind SAP in the U.S.

In August 2016, Massachusetts passed clean energy legislation that requires EDCs to jointly solicit RFPs and enter into long-term contracts for offshore wind, creating RFP opportunities for projects like Bay State Wind. On June 29, 2017, the Massachusetts RFP was issued, seeking bids for a minimum of 400 MW of offshore wind capacity. The RFP stated that bids of up to 800 MW would be considered, provided they demonstrated significant net economic benefits to customers. On December 20, 2017, Bay State Wind submitted two proposals, one for 400 MW and the other for 800 MW, in response to the Massachusetts clean energy RFP.

For more information regarding the clean energy legislation, see "Regulatory Developments and Rate Matters – Massachusetts – Massachusetts RFPs" in this *Management's Discussion and Analysis of Financial Condition and Results of Operations*.

#### *Electric Transmission Business:*

Our consolidated electric transmission business capital expenditures increased by \$35.4 million in 2017, as compared to 2016. A summary of electric transmission capital expenditures by company is as follows:

(Millions of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
CL&P	\$ 431.5	\$ 338.3	\$ 252.9
NSTAR Electric	301.9	398.7	354.2
PSNH	155.6	119.0	161.2
NPT	43.3	40.9	38.3
Total Electric Transmission Segment	\$ 932.3	\$ 896.9	\$ 806.6

Northern Pass: Northern Pass is Eversource's planned 1,090 MW HVDC transmission line that will interconnect from the Québec-New Hampshire border to Franklin, New Hampshire and an associated alternating current radial transmission line between Franklin and Deerfield, New Hampshire.

Northern Pass has achieved several key milestones, including the following:

- Receiving NHPUC approval on February 12, 2018 for the proposed lease of certain land and easement rights from PSNH to NPT, concluding that the lease is in the public interest;
- Receiving the U.S. Forest Service Record of Decision on January 5, 2018, which allows NPT to install approximately 11 miles of underground transmission lines in areas along existing roads through the White Mountain National Forest;
- Receiving the Province of Québec permit granted to HQ on December 21, 2017 to construct the hydroelectric transmission line that will connect at the border of New Hampshire;
- Receiving the DOE Record of Decision and Presidential Permit on November 16, 2017, which will allow construction of transmission facilities at the Québec-New Hampshire border; and
- Receiving the DOE final Environmental Impact Statement issued on August 10, 2017, which concluded that the proposed Northern Pass route is the preferred alternative, providing substantial benefits with only minimal impacts.

On January 25, 2018, Northern Pass was selected from the 46 proposals submitted as the winning bidder in the Massachusetts clean energy request for proposal ("RFP"), which successfully positioned Northern Pass to provide a firm delivery of hydropower to Massachusetts. On February 1, 2018, the NHSEC voted to deny Northern Pass' siting application. On February 14, 2018, pursuant to the NHSEC's decision, the Massachusetts EDCs, in coordination with the DOER and an independent evaluator, notified NPT that the EDCs will continue contract negotiations, with the option of discontinuing discussions and terminating its conditional selection by March 27, 2018.

Consistent with Eversource's and HQ's long-term relationship to bring clean energy into New England, Eversource and HQ continue to support Northern Pass and the many benefits this project will bring to our customers and region. We intend to seek reconsideration of the NHSEC's decision and to review all options for moving this critical clean energy project forward.

As of December 31, 2017, we have approximately \$277 million in capitalized costs associated with Northern Pass. We continue to believe that the Northern Pass project is probable of being placed in service. If in the future, events and changes in circumstances indicate that the Northern Pass project's capitalized costs may not be fully recoverable, we will then evaluate those costs for impairment. Should we conclude that these capitalized costs are impaired, this would have a significant negative impact on our financial position, results of operations, and cash flows.

For more information regarding the Massachusetts clean energy RFP, see "Regulatory Developments and Rate Matters – Massachusetts –Massachusetts RFPs" in this Management's Discussion and Analysis of Financial Condition and Results of Operations.

Greater Boston Reliability Solution: In February 2015, ISO-NE selected the Greater Boston and New Hampshire Solution (the "Solution"), proposed by Eversource and National Grid, to satisfy the requirements identified in the Greater Boston study. The Solution consists of a portfolio of electric transmission upgrades covering southern New Hampshire and northern Massachusetts and continuing into the greater Boston metropolitan area, of which 28 upgrades are in Eversource's service territory. The NHSEC issued its written order approving the New Hampshire upgrades on October 4, 2016. We are currently pursuing the necessary regulatory and siting application approvals in Massachusetts. To date, we have received approval for three of these projects from the Massachusetts Energy Facilities Siting Board. Construction has also begun on multiple smaller projects, several of which have been placed in service. All upgrades are expected to be completed by the end of 2019. We estimate our portion of the investment in the Solution will be approximately \$560 million, of which \$235.8 million has been capitalized through December 31, 2017.

GHCC: The Greater Hartford Central Connecticut ("GHCC") projects, which have been approved by ISO-NE, consist of 27 projects with an expected investment of approximately \$350 million that are expected to be placed in service through 2019. As of December 31, 2017, 18 projects have been placed in service, and six projects are in active construction. As of December 31, 2017, CL&P had capitalized \$210.0 million in costs associated with GHCC.

Seacoast Reliability Project: On April 12, 2016, PSNH filed a siting application with the NHSEC for the Seacoast Reliability Project, a 13-mile, 115kV transmission line within several New Hampshire communities, which proposes to use a combination of overhead, underground and underwater line design to help meet the growing demand for electricity in the Seacoast region. In June 2016, the NHSEC accepted our application as complete. The New Hampshire Department of Environmental Services has experienced delays with the issuance of permit conditions and now expects to complete its review in February 2018. As a result, siting hearings have yet to be rescheduled and we now expect the NHSEC decision in late-2018. This project is expected to be completed by the end of 2019. We estimate our investment in this project to be approximately \$84 million, of which, PSNH had capitalized \$24.5 million in costs, through December 31, 2017.

*Distribution Business:*

A summary of distribution capital expenditures by company is as follows:

<i>(Millions of Dollars)</i>	For the Years Ended December 31,						Total Electric and Natural Gas Distribution Segments
	CL&P	NSTAR Electric	PSNH	Total Electric	Natural Gas		
<b>2017</b>							
Basic Business	\$ 214.0	\$ 166.1	\$ 67.2	\$ 447.3	\$ 67.7	\$ 515.0	
Aging Infrastructure	180.7	95.4	87.8	363.9	219.9	583.8	
Load Growth and Other	52.3	96.6	13.2	162.1	47.7	209.8	
Total Distribution	447.0	358.1	168.2	973.3	335.3	1,308.6	
Solar Power and Generation	—	100.1	8.5	108.6	—	108.6	
Total	\$ 447.0	\$ 458.2	\$ 176.7	\$ 1,081.9	\$ 335.3	\$ 1,417.2	
<b>2016</b>							
Basic Business	\$ 179.8	\$ 146.0	\$ 70.0	\$ 395.8	\$ 70.7	\$ 466.5	
Aging Infrastructure	144.7	105.7	84.7	335.1	155.9	491.0	
Load Growth and Other	48.6	89.2	17.3	155.1	44.2	199.3	
Total Distribution	373.1	340.9	172.0	886.0	270.8	1,156.8	
Generation	—	—	17.5	17.5	—	17.5	
Total	\$ 373.1	\$ 340.9	\$ 189.5	\$ 903.5	\$ 270.8	\$ 1,174.3	
<b>2015</b>							
Basic Business	\$ 141.1	\$ 126.9	\$ 59.2	\$ 327.2	\$ 46.8	\$ 374.0	
Aging Infrastructure	151.0	121.6	57.3	329.9	122.3	452.2	
Load Growth and Other	42.2	58.5	25.5	126.2	43.5	169.7	
Total Distribution	334.3	307.0	142.0	783.3	212.6	995.9	
Generation	—	—	33.3	33.3	—	33.3	
Total	\$ 334.3	\$ 307.0	\$ 175.3	\$ 816.6	\$ 212.6	\$ 1,029.2	

For the electric distribution business, basic business includes the purchase of meters, tools, vehicles, information technology, transformer replacements, equipment facilities, and the relocation of plant. Aging infrastructure relates to reliability and the replacement of overhead lines, plant substations, underground cable replacement, and equipment failures. Load growth and other includes requests for new business and capacity additions on distribution lines and substation additions and expansions. For the natural gas distribution business, basic business addresses daily operational needs including meters, pipe relocations due to public works projects, vehicles, and tools. Aging infrastructure projects seek to improve the reliability of the system through enhancements related to cast iron and bare steel replacement of main and services, corrosion mediation, and station upgrades. Load growth and other reflects growth in existing service territories including new developments, installation of services, and expansion.

The natural gas distribution segment's capital spending program increased by \$64.5 million in 2017, as compared to 2016, primarily due to an increased investment in system replacement and reliability, as well as upgrades to our LNG facilities. We expect the LNG facility upgrades to cost approximately \$200 million and to be placed in service in late 2019.

**Projected Capital Expenditures:** A summary of the projected capital expenditures for the regulated companies' electric transmission and for the total electric distribution, solar development and natural gas distribution businesses for 2018 through 2021, including information technology and facilities upgrades and enhancements on behalf of the regulated companies, is as follows:

(Millions of Dollars)	Years					2018-2021 Total
	2018	2019	2020	2021		
CL&P Transmission	\$ 390	\$ 228	\$ 155	\$ 128	\$ 901	
NSTAR Electric Transmission	333	293	267	248	1,141	
PSNH Transmission	149	144	138	147	578	
NPT	300	718	436	70	1,524	
<i>Total Electric Transmission</i>	<i>\$ 1,172</i>	<i>\$ 1,383</i>	<i>\$ 996</i>	<i>\$ 593</i>	<i>\$ 4,144</i>	
Electric Distribution	\$ 1,094	\$ 963	\$ 984	\$ 940	\$ 3,981	
Solar Development	76	—	—	—	76	
Natural Gas Distribution	422	425	380	389	1,616	
<i>Total Distribution</i>	<i>\$ 1,592</i>	<i>\$ 1,388</i>	<i>\$ 1,364</i>	<i>\$ 1,329</i>	<i>\$ 5,673</i>	
Water	\$ 100	\$ 102	\$ 108	\$ 125	\$ 435	
Information Technology and All Other	\$ 178	\$ 124	\$ 111	\$ 112	\$ 525	
Total	\$ 3,042	\$ 2,997	\$ 2,579	\$ 2,159	\$ 10,777	

The projections do not include investments related to Bay State Wind. Actual capital expenditures could vary from the projected amounts for the companies and years above.

#### FERC Regulatory Issues

**FERC ROE Complaints:** Four separate complaints have been filed at the FERC by combinations of New England state attorneys general, state regulatory commissions, consumer advocates, consumer groups, municipal parties and other parties (collectively the "Complainants"). In each of the first three complaints, the Complainants challenged the NETOs' base ROE of 11.14 percent that had been utilized since 2005 and sought an order to reduce it prospectively from the date of the final FERC order and for the separate 15-month complaint periods. In the fourth complaint, filed April 29, 2016, the Complainants challenged the NETOs' base ROE of 10.57 percent and the maximum ROE for transmission incentive ("incentive cap") of 11.74 percent, asserting that these ROEs were unjust and unreasonable.

In response to appeals of the FERC decision in the first complaint filed by the NETOs and the Complainants, the U.S. Court of Appeals for the D.C. Circuit (the "Court") issued a decision on April 14, 2017 vacating and remanding the FERC's decision. The Court found that the FERC failed to make an explicit finding that the 11.14 percent base ROE was unjust and unreasonable, as required under Section 206 of the Federal Power Act, before it set a new base ROE. The Court also found that the FERC did not provide a rational connection between the record evidence and its decision to select the midpoint of the upper half of the zone of reasonableness for the new base ROE.

Hearings on the fourth complaint were held in December 2017 before the Administrative Law Judge ("ALJ"), who is expected to issue an initial decision in March 2018.

A summary of the four separate complaints and the base ROEs pertinent to those complaints are as follows:

Complaint	15-Month Time Period of Complaint (Beginning as of Complaint Filing Date)	Original Base ROE Authorized by FERC at Time of Complaint Filing Date <sup>(1)</sup>	Base ROE Subsequently Authorized by FERC for First Complaint Period and also Effective from October 16, 2014 through April 14, 2017 <sup>(1)</sup>	Reserve (Pre-Tax and Excluding Interest) as of December 31, 2017 (in millions)	FERC ALJ Recommendation of Base ROE on Second and Third Complaints (Issued March 22, 2016)
First	10/1/2011 - 12/31/2012	11.14%	10.57%	\$— <sup>(2)</sup>	N/A
Second	12/27/2012 - 3/26/2014	11.14%	N/A	39.1 <sup>(3)</sup>	9.59%
Third	7/31/2014 - 10/30/2015	11.14%	10.57%	—	10.90%
Fourth	4/29/2016 - 7/28/2017	10.57%	10.57%	—	N/A

- (1) The ROE billed during the period October 1, 2011 through October 15, 2014 consisted of a base ROE of 11.14 percent and incentives up to 13.1 percent. On October 16, 2014, the FERC set the base ROE at 10.57 percent and an incentive cap at 11.74 percent for the first complaint period and also effective from the date of the FERC order on October 16, 2014. This FERC order was vacated on April 14, 2017.
- (2) CL&P, NSTAR Electric and PSNH have refunded all amounts associated with the first complaint period, totaling \$38.9 million (pre-tax and excluding interest) at Eversource (consisting of \$22.4 million at CL&P, \$13.7 million at NSTAR Electric and \$2.8 million at PSNH), reflecting both the base ROE and incentive cap prescribed by the FERC order.
- (3) The reserve represents the difference between the billed rates during the second complaint period and a 10.57 percent base ROE and 11.74 percent incentive cap. The reserve consisted of \$21.4 million for CL&P, \$14.6 million for NSTAR Electric and \$3.1 million for PSNH as of December 31, 2017.

On June 5, 2017, the NETOs, including Eversource, submitted a filing to the FERC to reinstate the base ROE of 11.14 percent with an associated ROE incentive cap of 13.5 percent effective June 8, 2017, as these were the last ROEs lawfully in effect for transmission billing purposes prior to the FERC order vacated by the Court on April 14, 2017. On October 6, 2017, the FERC did not accept the NETOs filing, temporarily leaving in place the ROEs (10.57 percent base ROE with an 11.74 percent incentive cap ROE) set in the first complaint proceeding until the FERC addresses the Court's decision. On November 6, 2017, the NETOs submitted a request for rehearing of the FERC's October 6, 2017 Order rejecting the compliance filing.

On October 5, 2017, the NETOs filed a series of motions, requesting that the FERC dismiss the four complaint proceedings. Alternatively, if the FERC does not dismiss the proceedings, the NETOs requested that the FERC consolidate all four complaint proceedings for expeditious resolution and/or stay the trial in the fourth complaint proceeding and resolve it based on the standards set in the April 14, 2017 Court decision.

At this time, the Company cannot reasonably estimate a range of gain or loss for the complaint proceedings. No events in 2017 provided a reasonable basis for a change to the reserve balance of \$39.1 million (pre-tax, excluding interest) for the second complaint period, and the Company has not changed its reserve or recognized ROEs for any of the complaint periods.

Management cannot at this time predict the ultimate effect of the Court decision or future FERC action on any of the complaint periods or the estimated impacts on the financial position, results of operations or cash flows of Eversource, CL&P, NSTAR Electric or PSNH.

The average impact of a 10 basis point change to the base ROE for each of the 15-month complaint periods would affect Eversource's after-tax earnings by approximately \$3 million.

#### Regulatory Developments and Rate Matters

##### *Electric, Natural Gas, and Water Utility Base Distribution Rates:*

Each Eversource utility subsidiary is subject to the regulatory jurisdiction of the state in which it operates: CL&P, Yankee Gas and Aquarion operate in Connecticut and are subject to PURA regulation; NSTAR Electric, NSTAR Gas and Aquarion operate in Massachusetts and are subject to DPU regulation; and PSNH and Aquarion operate in New Hampshire and are subject to NHPUC regulation. The regulated companies' distribution rates are set by their respective state regulatory commissions, and their tariffs include mechanisms for periodically adjusting their rates for the recovery of specific incurred costs.

In Connecticut, electric and natural gas utilities are required to file a distribution rate case, or for PURA to initiate a rate review, within four years of the last rate case. CL&P distribution rates were established in a 2014 PURA-approved rate case. On January 11, 2018, CL&P filed a distribution rate case settlement agreement for approval with PURA. See "Regulatory Developments and Rate Matters - Connecticut - CL&P Rate Case Settlement" in this *Management's Discussion and Analysis of Financial Condition and Results of Operations*, for more information. Yankee Gas distribution rates were established in a 2011 PURA-approved rate case. The requirement for Yankee Gas to file a base distribution rate case in 2015 was eliminated due to a rate review conducted by PURA and a resulting settlement in 2015 between Yankee Gas and PURA.

In Massachusetts, electric distribution companies are required to file at least one distribution rate case every five years, and natural gas local distribution companies to file at least one distribution rate case every 10 years, and those companies are limited to one settlement agreement in any 10-year period. On November 30, 2017, the DPU approved the NSTAR Electric rate case application. See "Regulatory Developments and Rate Matters - Massachusetts - NSTAR Electric Distribution Rate Case Decision" in this *Management's Discussion and Analysis of Financial Condition and Results of Operations*, for more information. NSTAR Gas distribution rates were established in a 2015 DPU-approved rate case.

In New Hampshire, PSNH distribution rates were established in a settlement approved by the NHPUC in 2010. Prior to the expiration of that settlement, the NHPUC approved the continuation of those rates, and increased funding via rates, of PSNH's reliability enhancement program.

##### *Electric and Natural Gas Retail Rates:*

The Eversource EDCs obtain and resell power to retail customers who choose not to buy energy from a competitive energy supplier. The natural gas distribution companies procure natural gas for firm and seasonal customers. These energy supply procurement costs are recovered from customers in energy supply rates that are approved by the respective state regulatory commission. The rates are reset periodically and are fully reconciled to their costs. Each electric and natural gas distribution company fully recovers its energy supply costs through approved regulatory rate mechanisms and, therefore, such costs have no impact on earnings.

The electric and natural gas distribution companies also recover certain other costs on a fully reconciling basis through regulatory commission-approved cost tracking mechanisms and, therefore, such costs have no impact on earnings. Costs recovered through cost tracking mechanisms include energy efficiency program costs, electric transmission charges, electric federally mandated congestion charges, system resiliency costs, certain uncollectible hardship bad debt expenses, and restructuring and stranded costs resulting from deregulation. The reconciliation filings compare the total actual costs allowed to revenue requirements related to these services and the difference between the costs incurred (or the rate recovery allowed) and the actual costs allowed is deferred and included, to be either recovered or refunded, in future customer rates.

*U.S. Federal Corporate Income Taxes:* On December 22, 2017, the "Tax Cuts and Jobs Act" (the "Act") became law, which amended existing federal tax rules and included numerous provisions that impacted corporations. In particular, the Act reduced the U.S. federal corporate income tax rate from 35 percent to 21 percent effective January 1, 2018. For our regulated companies, the most significant changes will be (1) the benefit of incurring a lower federal income tax expense, which we expect to be passed back to customers, and (2) the provisional regulated excess ADIT liabilities that we expect to benefit our customers in future periods, which were estimated to be approximately \$2.9 billion and recognized as regulatory liabilities as of December 31, 2017. We are currently working with our state regulatory commissions, who have opened investigations to examine the impact of the Act on customer rates. FERC has yet to address how the Act would impact transmission rates.

We will continue to evaluate the impacts of the Act on our statement of financial position, results of operations, and cash flows. The impacts will vary depending on the ultimate amount and timing of when certain income tax benefits will benefit our customers, and will vary by jurisdiction.

*Connecticut:*

CL&P Rate Case Settlement: On April 20, 2017, PURA approved the joint request of CL&P, the Connecticut Office of Consumer Counsel ("OCC") and the Connecticut Attorney General to amend the deadline to establish new electric distribution rates in the 2012 Connecticut merger settlement agreement from "no later than December 1, 2017" to "no later than July 1, 2018." On November 22, 2017, CL&P filed its application with PURA, which sought a rate increase of \$255.8 million, \$45.0 million and \$36.0 million effective in May 2018, 2019, and 2020, respectively. On December, 15, 2017, CL&P, the Prosecutorial Unit of PURA, and the OCC reached a settlement in principle.

On January 11, 2018, CL&P filed a distribution rate case settlement agreement for approval by PURA, which included, among other things, rate increases of \$97.1 million, \$32.7 million and \$24.7 million, effective May 1, 2018, 2019, and 2020, respectively, an authorized regulatory ROE of 9.25 percent, 53 percent common equity in CL&P's capital structure, and a new capital tracker through 2020 for capital additions, system resiliency, and grid modernization. The rate increases associated with the settlement agreement will be reduced by the impact of the decrease in the federal corporate income tax rate, as part of the "Tax Cuts and Jobs Act", which we currently estimate to average approximately \$45 million to \$50 million per year, while amounts related to ADIT will be addressed in a separate manner. We expect to receive final approval from PURA in the second quarter of 2018.

Clean Energy RFP: On January 31, 2018, pursuant to Section 8 of Public Act 13-303, "An Act Concerning Connecticut's Clean Energy Goals," as amended by Section 10 of Public Act 17-144, "An Act Promoting the Use of Fuel Cells for Electric Distribution System Benefits and Reliability and Amending Various Energy-Related Programs and Requirements," DEEP issued the Connecticut Clean Energy RFP, seeking bids from developers of qualified offshore wind, fuel cell and anaerobic digestion Class I resources. The maximum authorized procurement for qualified clean energy and RECs is 899,250 MWh per year, of which no more than 825,000 MWh per year may be provided by offshore wind, which in aggregate is the equivalent to the output of an approximate 200 MW facility. Energy deliveries under any resulting agreement must begin no earlier than July 1, 2019 and no later than December 31, 2025. The Connecticut EDC's, including CL&P, will be part of the evaluation team responsible for conducting an evaluation and ranking bids received. Eversource and Ørsted are expected to submit a bid in response to this RFP.

*Massachusetts:*

NSTAR Electric Distribution Rate Case Decision: On November 30, 2017, the DPU issued its decision in the NSTAR Electric distribution rate case, which approved an annual distribution rate increase of \$37 million, with rates effective February 1, 2018. On January 3, 2018, NSTAR Electric filed a motion to reflect a revenue requirement reduction of \$56 million (due to the decrease in the federal corporate income tax rate, as part of the "Tax Cuts and Jobs Act"), resulting in an annual net decrease in rates of \$19 million.

In addition to its decision regarding rates, the DPU approved an authorized regulatory ROE of 10 percent, the establishment of a revenue decoupling rate mechanism for the portion of the NSTAR Electric business that did not previously have a decoupling mechanism, and the implementation of an inflation-based adjustment mechanism with a five-year stay-out until January 1, 2023.

Among other items, the DPU approved the recovery of previously expensed merger-related costs over a 10-year period and the recovery of previously deferred storm costs with carrying charges at the prime rate, but disallowed certain property taxes. The rate case decision resulted in the recognition of an aggregate \$44.1 million pre-tax benefit recorded in 2017.

Eversource and NSTAR Electric Boston Harbor Civil Action: On July 15, 2016, the United States Attorney on behalf of the United States Army Corps of Engineers filed a civil action in the United States District Court for the District of Massachusetts under provisions of the Rivers and Harbors Act of 1899 and the Clean Water Act against NSTAR Electric, Harbor Electric Energy Company, a wholly-owned subsidiary of NSTAR Electric ("HEEC"), and the Massachusetts Water Resources Authority (together with NSTAR Electric and HEEC, the "Defendants"). The action alleged that the Defendants failed to comply with certain permitting requirements related to the placement of the HEEC-owned electric distribution cable beneath Boston Harbor. The action sought an order to compel HEEC to comply with cable depth requirements in the United States Army Corps of Engineers' permit or alternatively to remove the electric distribution cable and cease unauthorized work in U.S. waterways. The action also sought civil penalties and other costs.

The parties reached a settlement pursuant to which HEEC agreed to install a new 115kV distribution cable across Boston Harbor to Deer Island, utilizing a different route, and remove portions of the existing cable. Upon the installation and completion of the new cable and the removal of the portions of the existing cable, all issues surrounding the current permit from the United States Army Corps of Engineers are expected to be resolved, and such litigation is expected to be dismissed with prejudice.

In 2017, as a result of the settlement, NSTAR Electric expensed \$4.9 million (pre-tax) of previously incurred capitalized costs associated with engineering work performed on the existing cable that will no longer be used. In addition, NSTAR Electric agreed to provide a rate base credit of \$17.5 million to the Massachusetts Water Resources Authority for the new cable. This negotiated credit will result in the initial \$17.5 million of construction costs on the new cable to be expensed as incurred. Of this amount, NSTAR Electric expensed \$11.1 million (pre-tax) of costs incurred on the new cable in 2017. Construction of the new cable is expected to be completed in 2019.

Massachusetts RFPs: On March 31, 2017, pursuant to a comprehensive energy law enacted in 2016, "An Act to Promote Energy Diversity," (the "Act") the Massachusetts EDCs, including NSTAR Electric, and the DOER issued a joint RFP for 9.45 terawatt hours of clean energy per year, such as hydropower, land-based wind or solar. The RFP seeks proposals for long-term contracts of 15 to 20 years to provide the state's EDCs with clean energy generation with a submission due date of July 27, 2017.

On January 25, 2018, the Northern Pass project was selected from the 46 proposals submitted as a winning bidder. On February 1, 2018, the NHSEC voted to deny Northern Pass' siting application. On February 14, 2018, pursuant to the NHSEC's decision, the Massachusetts EDCs, in coordination with the DOER and an independent evaluator, notified NPT that the EDCs will continue contract negotiations, with the option of discontinuing discussions and terminating its conditional selection by March 27, 2018.

On June 29, 2017, pursuant to the Act, the Massachusetts EDCs, including NSTAR Electric, and the DOER issued a joint RFP for long-term contracts for offshore wind energy projects, seeking bids for a minimum of 400 MW of offshore wind capacity. The RFP stated that bids of up to 800 MW would be considered, provided they demonstrated significant net economic benefits to customers. On December 20, 2017, Bay State Wind submitted two proposals in response to the Massachusetts clean energy RFP to the EDCs. One proposal was for 400 MW and the other was for 800 MW. The selection of the winning proposals for further negotiation of power purchase agreements with the EDCs is currently expected to occur by April 23, 2018.

#### *New Hampshire:*

Generation Divestiture: In June 2015, Eversource and PSNH entered into the 2015 Public Service Company of New Hampshire Restructuring and Rate Stabilization Agreement, under the terms of which PSNH agreed to divest its generation assets, subject to NHPUC approval. The NHPUC approval for this agreement, as well as NHPUC approval of the final divestiture plan and auction process, were received in the second half of 2016. In October 2017, PSNH entered into two Purchase and Sale Agreements ("Agreements") to sell its thermal and hydroelectric generation assets to private investors at purchase prices of \$175 million and \$83 million, respectively, subject to adjustments as set forth in the Agreements. The NHPUC approved the Agreements in late November 2017.

On January 10, 2018, PSNH completed the sale of its thermal generation facilities. In accordance with the Purchase and Sale Agreement, the original purchase price of \$175 million was adjusted to reflect working capital adjustments, closing date adjustments and proration of taxes and fees prior to closing, totaling \$40.9 million, resulting in net proceeds of \$134.1 million. We are targeting for PSNH to complete the sale of its hydroelectric generation facilities by the end of the first quarter of 2018 at a sale price of \$83 million, subject to adjustment. On January 30, 2018, the NHPUC approved the issuance of rate reduction bonds up to \$690 million to recover stranded costs, subject to an audit by the NHPUC Audit Staff. This order is subject to an appeal period of 30 days.

Upon completion of the divestiture, full recovery of PSNH's generation assets and transaction-related costs are expected to occur through a combination of cash flows during the remaining operating period, sales proceeds, and recovery of stranded costs via the issuance of bonds that will be secured by a non-bypassable charge or through recoveries in future rates billed to PSNH's customers.

#### Legislative and Policy Matters

*Federal:* On December 22, 2017, the "Tax Cuts and Jobs Act" (the "Act") became law, which amended existing federal tax rules and included numerous provisions that will impact corporations. In particular, the Act reduced the federal corporate income tax rate from 35 percent to 21 percent effective January 1, 2018. See "Regulatory Developments and Rate Matters - U.S. Federal Corporate Income Taxes" in this *Management's Discussion and Analysis of Financial Condition and Results of Operations*, for more information.

*Massachusetts:* On August 11, 2017, Massachusetts issued final legislation, pursuant to Executive Order 569, which established volumetric limits on multiple greenhouse emission sources to ensure reductions are realized by deadlines established in the Massachusetts Global Warming Solutions Act enacted in 2008. Under this legislation, the initial target date for reduction in greenhouse gas emissions has been established in the year 2020. The legislation is not expected to have a material impact on the financial statements of Eversource or NSTAR Electric.

*New Hampshire:* On January 11, 2018, the New Hampshire Supreme Court issued a decision affirming the lower court's October 2016 decision that the Town of Bow, New Hampshire had over-assessed the value of the property owned by PSNH for the 2012 and 2013 property tax years. We estimate that the result of this decision will be approximately \$7.5 million in property taxes and interest payable to PSNH. PSNH plans to account for any recovery on the same basis that the taxes were originally expensed in the respective periods covered by the decision.

### Critical Accounting Policies

The preparation of financial statements in conformity with GAAP requires management to make estimates, assumptions and, at times, difficult, subjective or complex judgments. Changes in these estimates, assumptions and judgments, in and of themselves, could materially impact our financial position, results of operations or cash flows. Our management discusses with the Audit Committee of our Board of Trustees significant matters relating to critical accounting policies. Our critical accounting policies are discussed below. See the combined notes to our financial statements for further information concerning the accounting policies, estimates and assumptions used in the preparation of our financial statements.

*Regulatory Accounting:* Our regulated companies are subject to rate-regulation that is based on cost recovery and meets the criteria for application of accounting guidance for rate-regulated operations, which considers the effect of regulation on the timing of the recognition of certain revenues and expenses. The regulated companies' financial statements reflect the effects of the rate-making process.

The application of accounting guidance for rate-regulated enterprises results in recording regulatory assets and liabilities. Regulatory assets represent the deferral of incurred costs that are probable of future recovery in customer rates. Regulatory assets are amortized as the incurred costs are recovered through customer rates. In some cases, we record regulatory assets before approval for recovery has been received from the applicable regulatory commission. We must use judgment to conclude that costs deferred as regulatory assets are probable of future recovery. We base our conclusion on certain factors, including, but not limited to, regulatory precedent. Regulatory liabilities represent revenues received from customers to fund expected costs that have not yet been incurred or probable future refunds to customers.

We use judgment when recording regulatory assets and liabilities; however, regulatory commissions can reach different conclusions about the recovery of costs, and those conclusions could have a material impact on our financial statements. We believe it is probable that each of the regulated companies will recover the regulatory assets that have been recorded. If we determine that we can no longer apply the accounting guidance applicable to rate-regulated enterprises to our operations, or that we cannot conclude it is probable that costs will be recovered from customers in future rates, the costs would be charged to earnings in the period in which the determination is made.

*Unbilled Revenues:* The determination of retail energy sales to residential, commercial and industrial customers is based on the reading of meters, which occurs regularly throughout the month. Billed revenues are based on these meter readings, and the majority of our recorded annual revenues is based on actual billings. Because customers are billed throughout the month based on pre-determined cycles rather than on a calendar month basis, an estimate of electricity or natural gas delivered to customers for which the customers have not yet been billed is calculated as of the balance sheet date.

Unbilled revenues represent an estimate of electricity or natural gas delivered to customers but not yet billed. Unbilled revenues are included in Operating Revenues on the statement of income and are assets on the balance sheet that are reclassified to Accounts Receivable in the following month as customers are billed. Such estimates are subject to adjustment when actual meter readings become available or when there is a change in our estimates.

Unbilled revenues are recognized by allocating estimated unbilled sales volumes to the respective customer classes, and then applying an estimated rate by customer class to those sales volumes. Unbilled revenues can vary significantly from period to period as a result of seasonality, weather, customer usage patterns, customer rates in effect for customer classes, and the timing of customer billing. The estimate of unbilled revenues can significantly impact the amount of revenues recorded at the operating companies that do not have a revenue decoupling mechanism. CL&P, NSTAR Electric and NSTAR Gas record a regulatory deferral to reflect the actual allowed amount of revenue associated with their respective decoupled distribution rate design.

*Pension, SERP and PBOP:* We sponsor Pension, SERP and PBOP Plans to provide retirement benefits to our employees. For each of these plans, several significant assumptions are used to determine the projected benefit obligation, funded status and net periodic benefit cost. These assumptions include the expected long-term rate of return on plan assets, discount rate, compensation/progression rate and mortality and retirement assumptions. We evaluate these assumptions at least annually and adjust them as necessary. Changes in these assumptions could have a material impact on our financial position, results of operations or cash flows.

Expected Long-Term Rate of Return on Plan Assets: In developing this assumption, we consider historical and expected returns, as well as input from our consultants. Our expected long-term rate of return on assets is based on assumptions regarding target asset allocations and corresponding expected rates of return for each asset class. We routinely review the actual asset allocations and periodically rebalance the investments to the targeted asset allocations when appropriate. For the year ended December 31, 2017, our aggregate expected long-term rate-of-return assumption of 8.25 percent was used to determine our pension and PBOP expense. For the forecasted 2018 pension and PBOP expense, our expected long-term rate of return of 8.25 percent will be used reflecting our target asset allocations.

Discount Rate: Payment obligations related to the Pension, SERP and PBOP Plans are discounted at interest rates applicable to the expected timing of each plan's cash flows. The discount rate that was utilized in determining the 2017 pension, SERP and PBOP obligations was based on a yield-curve approach. This approach utilizes a population of bonds with an average rating of AA based on bond ratings by Moody's, S&P and Fitch, and uses bonds with above median yields within that population. As of December 31, 2017, the discount rates used to determine the funded status were within a range of 3.43 percent to 3.75 percent for the Pension and SERP Plans, and within a range of 3.55 percent to 3.70 percent for the PBOP Plans. As of December 31, 2016, the discount rates used were within a range of 4.01 percent to 4.33 percent for the Pension and SERP Plans, and 4.21 percent for the PBOP Plan. The decrease in the discount rates used to calculate the funded status resulted in an increase to the Pension and PBOP Plans' liability of approximately \$390 million and \$64 million, respectively, as of December 31, 2017.

Effective January 1, 2016, we elected to transition the discount rate to the spot rate methodology from the yield-curve approach for the service and interest cost components of Pension, SERP and PBOP expense because it provides a more precise measurement by matching projected cash flows to the corresponding spot rates on the yield curve. Historically, these components were estimated using the same weighted-average discount rate as for the funded status. The discount rates used to estimate the 2017 service costs were within a range of 3.58 percent to 3.90 percent for the Pension and SERP Plans, and 4.64 percent for the PBOP Plans. The discount rates used to estimate the 2017 interest costs were within a range of 3.20 percent and 3.36 percent for the Pension and SERP Plans, and 3.48 percent for the PBOP Plans.

**Mortality Assumptions:** Assumptions as to mortality of the participants in our Pension, SERP and PBOP Plans are a key estimate in measuring the expected payments a participant may receive over their lifetime and the corresponding plan liability we need to record. In 2017, the IRS issued a revised mortality table used for determining lump sum payments from the Pension Plan, resulting in an increase to the liability of approximately \$38 million. Also in 2017, a revised scale for the mortality table was released, having the effect of decreasing the estimate of benefits to be provided to plan participants. The impact of the adoption of the revised mortality scale resulted in a decrease of approximately \$26 million and \$4 million for the Pension and PBOP Plans, respectively, as of December 31, 2017.

**Compensation/Progression Rate:** This assumption reflects the expected long-term salary growth rate, including consideration of the levels of increases built into collective bargaining agreements, and impacts the estimated benefits that Pension and SERP Plan participants receive in the future. As of December 31, 2017, the compensation/progression rate used to determine the funded status was within a range of 3.50 percent to 4.00 percent. As of December 31, 2016, this rate was 3.50 percent.

**Health Care Cost:** In August 2016, we amended the Eversource PBOP Plan to standardize benefit design and make benefit changes. As a result, this plan is no longer subject to health care cost trends.

**Actuarial Determination of Expense:** Pension, SERP and PBOP expense is determined by our actuaries and consists of service cost and interest cost based on the discounting of the obligations, and amortization of actuarial gains and losses, offset by the expected return on plan assets. Actuarial gains and losses represent differences between assumptions and actual information or updated assumptions. Pre-tax net periodic benefit expense for the Pension and SERP Plans was \$64.9 million, \$71.9 million and \$134.7 million for the years ended December 31, 2017, 2016 and 2015, respectively. The pre-tax net periodic PBOP cost is income of \$39.6 million and \$17.9 million for the years ended December 31, 2017 and 2016, respectively, and expense of \$2.4 million for the year ended December 31, 2015.

The expected return on plan assets is determined by applying the assumed long-term rate of return to the Pension and PBOP Plan asset balances. This calculated expected return is compared to the actual return or loss on plan assets at the end of each year to determine the investment gains or losses to be immediately reflected in unrecognized actuarial gains and losses.

**Forecasted Expenses and Expected Contributions:** We estimate that the expense for the Pension and SERP Plans will be approximately \$45 million and income for the PBOP Plans will be approximately \$45 million in 2018. Pension, SERP and PBOP expense for subsequent years will depend on future investment performance, changes in future discount rates and other assumptions, and various other factors related to the populations participating in the plans.

Our policy is to fund the Pension Plans annually in an amount at least equal to the amount that will satisfy all federal funding requirements. We contributed \$235.2 million to the Pension Plans in 2017. We currently estimate contributing approximately \$180 million to the Pension Plans in 2018.

For the PBOP Plans, it is our policy to fund the PBOP Plans annually through tax deductible contributions to external trusts. We contributed \$7.6 million to the PBOP Plans in 2017. We currently estimate contributing \$10 million to the PBOP Plans in 2018.

**Sensitivity Analysis:** The following represents the hypothetical increase to the Pension Plans' (excluding the SERP Plans) and PBOP Plans' reported annual cost as a result of a change in the following assumptions by 50 basis points:

Assumption Change	Increase in Pension Plan Cost				Increase in PBOP Plan Cost			
	As of December 31,							
	2017		2016		2017		2016	
Eversource								
Lower expected long-term rate of return	\$	20.4	\$	19.5	\$	4.1	\$	3.9
Lower discount rate		19.7		20.7		3.6		3.9
Higher compensation rate		9.3		10.2		N/A		N/A

**Goodwill:** We recorded goodwill on our balance sheet associated with previous mergers and acquisitions. On December 4, 2017, we completed the acquisition of Aquarion, resulting in the addition of \$0.9 billion of goodwill. As of December 31, 2017, a total of \$4.4 billion of goodwill is recorded on our balance sheet. We have identified our reporting units for purposes of allocating and testing goodwill as Electric Distribution, Electric Transmission, Natural Gas Distribution and Water. These reporting units are consistent with our operating segments underlying our reportable segments. Electric Distribution and Electric Transmission reporting units include carrying values for the respective components of CL&P, NSTAR Electric and PSNH. The Natural Gas Distribution reporting unit includes the carrying values of NSTAR Gas and Yankee Gas. The Water reporting unit was created upon completion of the acquisition of Aquarion and includes its water utility businesses. As of December 31, 2017, goodwill was allocated to the reporting units as follows: \$2.5 billion to Electric Distribution, \$0.6 billion to Electric Transmission, \$0.4 billion to Natural Gas Distribution and \$0.9 billion to Water.

We are required to test goodwill balances for impairment at least annually by considering the fair values of the reporting units, which requires us to use estimates and judgments. We have selected October 1st of each year as the annual goodwill impairment testing date. Goodwill impairment is deemed to exist if the carrying amount of a reporting unit exceeds its estimated fair value and if the implied fair value of goodwill based on the estimated fair values of the reporting units' assets and liabilities is less than the carrying amount of the goodwill. If goodwill were deemed to be impaired, it would be written down in the current period to the extent of the impairment.

We performed an impairment test of goodwill as of October 1, 2017 for the Electric Distribution, Electric Transmission and Natural Gas Distribution reporting units. This evaluation required the consideration of several factors that impact the fair value of the reporting units, including conditions and assumptions that affect the future cash flows of the reporting units. Key considerations include discount rates, utility sector market performance and merger transaction multiples, and internal estimates of future cash flows and net income.

The 2017 goodwill impairment test resulted in a conclusion that goodwill is not impaired and no reporting unit is at risk of a goodwill impairment.

*Long-Lived Assets:* Impairment evaluations of long-lived assets, including property, plant and equipment and strategic, infrastructure and other investments, involve a significant degree of estimation and judgment, including identifying circumstances that indicate an impairment may exist. Impairment analysis is required when events or changes in circumstances indicate that the carrying value of a long-lived asset may not be recoverable. Indicators of potential impairment include a deteriorating business climate, unfavorable regulatory action, decline in value that is other than temporary in nature, plans to dispose of a long-lived asset significantly before the end of its useful life, and accumulation of costs that are in excess of amounts allowed for recovery. The review of long-lived assets for impairment utilizes significant assumptions about operating strategies and external developments, including assessment of current and projected market conditions that can impact future cash flows.

As of December 31, 2017, we did not identify any impairment indicators for our long-lived assets. If events or changes in circumstances indicate the carrying value of a long-lived asset may not be recoverable, we would perform an impairment analysis. An impairment analysis would consist of two steps: first, the estimated undiscounted future cash flows attributable to the asset would be compared with the carrying value of the asset, and second, if the carrying value is greater than the undiscounted future cash flows, an impairment charge would be recognized equal to the amount by which the carrying value of the asset exceeds its estimated fair value.

*Income Taxes:* Income tax expense is estimated for each of the jurisdictions in which we operate and is recorded each quarter using an estimated annualized effective tax rate. This process to record income tax expense involves estimating current and deferred income tax expense or benefit and the impact of temporary differences resulting from differing treatment of items for financial reporting and income tax return reporting purposes. Such differences are the result of timing of the deduction for expenses, as well as any impact of permanent differences, non-tax deductible expenses, or other items that directly impact income tax expense as a result of regulatory activity (flow-through items). The temporary differences and flow-through items result in deferred tax assets and liabilities that are included in the balance sheets.

We also account for uncertainty in income taxes, which applies to all income tax positions previously filed in a tax return and income tax positions expected to be taken in a future tax return that have been reflected on our balance sheets. The determination of whether a tax position meets the recognition threshold under applicable accounting guidance is based on facts and circumstances available to us. Once a tax position meets the recognition threshold, the tax benefit is measured using a cumulative probability assessment. Assigning probabilities in measuring a recognized tax position and evaluating new information or events in subsequent periods requires significant judgment and could change previous conclusions used to measure the tax position estimate. New information or events may include tax examinations or appeals (including information gained from those examinations), developments in case law, settlements of tax positions, changes in tax law and regulations, rulings by taxing authorities and statute of limitation expirations. Such information or events may have a significant impact on our financial position, results of operations and cash flows.

On December 22, 2017, the "Tax Cuts and Jobs Act" (the "Act") became law, which amended existing federal tax rules and included numerous provisions that impacted corporations. In particular, the Act reduced the U.S. federal corporate income tax rate from 35 percent to 21 percent effective January 1, 2018. For our regulated companies, the most significant changes will be (1) the benefit of incurring a lower federal income tax expense, which we expect to be passed back to customers, and (2) the provisional regulated excess ADIT liabilities that we expect to benefit our customers in future periods, which were estimated to be approximately \$2.9 billion and recognized as regulatory liabilities as of December 31, 2017.

We will continue to evaluate the impacts of the Act, which will vary depending on the ultimate amount and timing of when certain income tax benefits will benefit our customers, and will vary by jurisdiction. Although the impacts could not be finalized upon the issuance of this combined Annual Report on Form 10-K, reasonable provisional estimates were recognized as of December 31, 2017. In accordance with SEC Staff Accounting Bulletin No. 118 ("SAB 118"), additional re-measurement may occur based on final analyses, computations, technical corrections, or other forms of guidance issued from regulatory agencies or commissions. While we believe the impacts of the Act were appropriately accounted for in accordance with applicable authoritative guidance, the ultimate outcome may be different from the provisional estimates recorded, and those differences may materially impact our future statement of financial position, results of operations, and cash flows.

*Accounting for Environmental Reserves:* Environmental reserves are accrued when assessments indicate it is probable that a liability has been incurred and an amount can be reasonably estimated. Adjustments made to estimates of environmental liabilities could have an adverse impact on earnings. We estimate these liabilities based on findings through various phases of the assessment, considering the most likely action plan from a variety of available remediation options (ranging from no action required to full site remediation and long-term monitoring), current site information from our site assessments, remediation estimates from third party engineering and remediation contractors, and our prior experience in remediating contaminated sites. If a most likely action plan cannot yet be determined, we estimate the liability based on the low end of a range of possible action plans. A significant portion of our environmental sites and reserve amounts relate to former MGP sites that were operated several decades ago and manufactured gas from coal and other processes, which resulted in certain by-products remaining in the environment that may pose a potential risk to human health and the environment, for which we may have potential liability. As assessments on these sites are performed, we may receive new information to be considered in our estimates related to the extent and nature of the contamination and the costs of required remediation.

Our estimates also incorporate currently enacted state and federal environmental laws and regulations and data released by the EPA and other organizations. The estimates associated with each possible action plan are judgmental in nature partly because there are usually several different remediation options from which to choose. Our estimates are subject to revision in future periods based on actual costs or new information from other sources, including the level of contamination at the site, the extent of our responsibility or the extent of remediation required, recently enacted laws and regulations or a change in cost estimates due to certain economic factors.

*Fair Value Measurements:* We follow fair value measurement guidance that defines fair value as the price that would be received for the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). We have applied this guidance to our Company's derivative contracts that are not elected or designated as "normal purchases or normal sales" (normal), to marketable securities held in trusts, to our investments in our Pension and PBOP Plans, and to nonfinancial assets such as goodwill and AROs. This guidance was also applied in estimating the fair value of preferred stock and long-term debt.

Changes in fair value of the derivative contracts are recorded as Regulatory Assets or Liabilities, as we recover the costs of these contracts in rates charged to customers. These valuations are sensitive to the prices of energy and energy-related products in future years for which markets have not yet developed and assumptions are made.

We use quoted market prices when available to determine the fair value of financial instruments. If quoted market prices are not available, fair value is determined using quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments that are not active and model-derived valuations. When quoted prices in active markets for the same or similar instruments are not available, we value derivative contracts using models that incorporate both observable and unobservable inputs. Significant unobservable inputs utilized in the models include energy and energy-related product prices for future years for long-dated derivative contracts and market volatilities. Discounted cash flow valuations incorporate estimates of premiums or discounts, reflecting risk-adjusted profit that would be required by a market participant to arrive at an exit price, using available historical market transaction information. Valuations of derivative contracts also reflect our estimates of nonperformance risk, including credit risk.

#### Other Matters

*Accounting Standards:* For information regarding new accounting standards, see Note 1D, "Summary of Significant Accounting Policies - Accounting Standards," to the financial statements.

*Contractual Obligations and Commercial Commitments:* Information regarding our contractual obligations and commercial commitments as of December 31, 2017, is summarized annually through 2022 and thereafter as follows:

#### **Eversource**

(Millions of Dollars)

	2018	2019	2020	2021	2022	Thereafter	Total
Long-term debt maturities <sup>(a)</sup>	\$ 961.0	\$ 801.0	\$ 296.1	\$ 922.8	\$ 1,188.9	\$ 7,643.1	\$ 11,812.9
Estimated interest payments on existing debt <sup>(b)</sup>	446.4	417.4	378.9	361.5	328.9	2,994.5	4,927.6
Capital leases <sup>(c)</sup>	2.9	3.3	3.3	2.8	1.3	2.5	16.1
Operating leases <sup>(d)</sup>	13.2	11.4	10.0	8.9	7.4	19.7	70.6
Funding of pension obligations <sup>(d)(e)</sup>	180.0	—	—	—	—	—	180.0
Funding of PBOP obligations <sup>(d)(e)</sup>	10.0	—	—	—	—	—	10.0
Estimated future annual long-term contractual costs <sup>(f)</sup>	599.0	578.2	542.8	497.2	459.5	2,869.4	5,546.1
Total <sup>(g)</sup>	\$ 2,212.5	\$ 1,811.3	\$ 1,231.1	\$ 1,793.2	\$ 1,986.0	\$ 13,529.2	\$ 22,563.3

<b>CL&amp;P</b>							
<i>(Millions of Dollars)</i>							
	<b>2018</b>	<b>2019</b>	<b>2020</b>	<b>2021</b>	<b>2022</b>	<b>Thereafter</b>	<b>Total</b>
Long-term debt maturities <sup>(a)</sup>	\$ 300.0	\$ 250.0	\$ —	\$ —	\$ —	\$ 2,515.3	\$ 3,065.3
Estimated interest payments on existing debt <sup>(b)</sup>	137.1	121.7	114.8	114.8	114.8	1,462.8	2,066.0
Capital leases <sup>(c)</sup>	2.0	2.0	2.0	1.4	—	—	7.4
Operating leases <sup>(d)</sup>	1.8	1.5	1.3	1.1	1.0	1.0	7.7
Funding of pension obligations <sup>(d)(e)</sup>	82.0	—	—	—	—	—	82.0
Estimated future annual long-term contractual costs <sup>(f)</sup>	177.9	175.4	198.2	187.8	175.6	836.9	1,751.8
<b>Total <sup>(g)</sup></b>	<b>\$ 700.8</b>	<b>\$ 550.6</b>	<b>\$ 316.3</b>	<b>\$ 305.1</b>	<b>\$ 291.4</b>	<b>\$ 4,816.0</b>	<b>\$ 6,980.2</b>

- (a) Long-term debt maturities exclude the CYAPC pre-1983 spent nuclear fuel obligation, net unamortized premiums, discounts and debt issuance costs, and other fair value adjustments.
- (b) Estimated interest payments on fixed-rate debt are calculated by multiplying the coupon rate on the debt by its scheduled notional amount outstanding for the period of measurement. Estimated interest payments on floating-rate debt are calculated by multiplying the end of 2017 floating-rate reset on the debt by its scheduled notional amount outstanding for the period of measurement. This same rate is then assumed for the remaining life of the debt.
- (c) The capital lease obligations include interest.
- (d) Amounts are not included on our balance sheets.
- (e) These amounts represent expected pension and PBOP contributions for 2018. Future contributions will vary depending on many factors, including the performance of existing plan assets, valuation of the plans' liabilities and long-term discount rates.
- (f) Other than certain derivative contracts held by the regulated companies, these obligations are not included on our balance sheets.
- (g) Does not include other long-term liabilities recorded on our balance sheet, such as environmental reserves, employee medical insurance, workers compensation and long-term disability insurance reserves, ARO liability reserves and other reserves, as we cannot make reasonable estimates of the timing of payments. Also, does not include amounts not included on our balance sheets for future funding of Eversource's equity method investments, as we cannot make reasonable estimates of the periods or the investment contributions.

For further information regarding our contractual obligations and commercial commitments, see Note 6, "Asset Retirement Obligations," Note 7, "Short-Term Debt," Note 8, "Long-Term Debt," Note 9A, "Employee Benefits - Pension Benefits and Postretirement Benefits Other Than Pensions," Note 11, "Commitments and Contingencies," and Note 13, "Leases," to the financial statements.

## RESULTS OF OPERATIONS – EVERSOURCE ENERGY AND SUBSIDIARIES

The following provides the amounts and variances in operating revenues and expense line items in the statements of income for Eversource for the years ended December 31, 2017 and 2016 included in this Annual Report on Form 10-K:

(Millions of Dollars)	For the Years Ended December 31,		
	2017	2016	Increase/(Decrease)
Operating Revenues	\$ 7,752.0	\$ 7,639.1	\$ 112.9
Operating Expenses:			
Purchased Power, Fuel and Transmission	2,535.3	2,500.8	34.5
Operations and Maintenance	1,277.1	1,323.5	(46.4)
Depreciation	773.8	715.5	58.3
Amortization of Regulatory Assets, Net	90.0	71.7	18.3
Energy Efficiency Programs	480.8	533.7	(52.9)
Taxes Other Than Income Taxes	676.8	634.0	42.8
Total Operating Expenses	5,833.8	5,779.2	54.6
Operating Income	1,918.2	1,859.9	58.3
Interest Expense	421.8	401.0	20.8
Other Income, Net	78.0	45.9	32.1
Income Before Income Tax Expense	1,574.4	1,504.8	69.6
Income Tax Expense	578.9	555.0	23.9
Net Income	995.5	949.8	45.7
Net Income Attributable to Noncontrolling Interests	7.5	7.5	—
Net Income Attributable to Common Shareholders	\$ 988.0	\$ 942.3	\$ 45.7

### Operating Revenues

A summary of our Operating Revenues by segment was as follows:

(Millions of Dollars)	For the Years Ended December 31,		
	2017	2016	Increase/(Decrease)
Electric Distribution	\$ 5,542.9	\$ 5,594.3	\$ (51.4)
Natural Gas Distribution	947.3	857.7	89.6
Electric Transmission	1,301.7	1,210.0	91.7
Other and Eliminations	(39.9)	(22.9)	(17.0)
Total Operating Revenues	\$ 7,752.0	\$ 7,639.1	\$ 112.9

A summary of our retail electric GWh sales volumes and our firm natural gas sales volumes in MMcf and percentage changes was as follows:

	Electric				Firm Natural Gas			
	For the Years Ended December 31,				For the Years Ended December 31,			
	2017	2016	Decrease	Percent	2017	2016	Increase	Percent
Traditional	27,855	28,479	(624)	(2.2)%	46,957	45,314	1,643	3.6%
Decoupled and Natural Gas Special Contracts	24,391	25,163	(772)	(3.1)%	54,069	52,728	1,341	2.5%
Total Sales Volumes	52,246	53,642	(1,396)	(2.6)%	101,026	98,042	2,984	3.0%

Fluctuations in sales volumes at certain of the electric and natural gas utilities impact earnings ("Traditional" in the table above). Fluctuations in CL&P's, NSTAR Electric's (for a portion of its sales volumes as of December 31, 2017) and NSTAR Gas' sales volumes do not impact the level of base distribution revenue realized or earnings due to the commission-approved revenue decoupling mechanisms ("Decoupled and Natural Gas Special Contracts" in the table above). The revenue decoupling mechanisms permit recovery of a base amount of distribution revenues and breaks the relationship between sales volumes and revenues recognized. Effective February 1, 2018, all of NSTAR Electric's distribution revenues were decoupled as a result of the DPU-approved rate case decision.

Operating Revenues, which primarily consist of base electric and natural gas distribution revenues and tracked revenues further described below, increased by \$112.9 million in 2017, as compared to 2016.

*Base electric and natural gas distribution revenues:* Base electric distribution segment revenues, excluding LBR, decreased \$12.3 million in 2017, as compared to 2016, due primarily to a decrease in sales volumes driven by the mild summer weather in 2017 at our non-decoupled electric companies. LBR increased \$13.0 million in 2017, as compared to 2016. Effective February 1, 2018, NSTAR Electric no longer has an LBR mechanism. Base natural gas distribution revenues increased \$2.9 million in 2017, as compared to 2016. The impact of higher firm natural gas

sales volumes, which was driven by colder winter weather in the fourth quarter of 2017, was partially offset by lower demand revenues in Connecticut driven by lower peak usage in 2017, as compared to 2016.

*Tracked distribution revenues:* Tracked revenues consist of certain costs that are recovered from customers in rates through regulatory commission-approved cost tracking mechanisms and therefore, have no impact on earnings. Costs recovered through cost tracking mechanisms include energy supply procurement and other energy-related costs for our electric and natural gas customers, retail transmission charges, energy efficiency program costs, net metering for distributed generation and restructuring and stranded cost recovery revenues. In addition, certain tracked revenues include incentives earned and carrying charges that are billed in rates to customers.

Tracked natural gas distribution segment revenues increased as a result of an increase in natural gas supply costs (\$68.7 million) and an increase in energy efficiency program revenues (\$18.1 million). Tracked electric distribution revenues decreased as a result of a decrease in electric energy supply costs (\$21.7 million), driven by decreased average retail prices and lower sales volumes, a decrease in retail electric transmission charges (\$14.8 million), a decrease in transition and stranded cost recovery revenues (\$46.2 million), a decrease in pension rate adjustment mechanisms (\$21.6 million), a decrease in revenues related to the timing of the sale of PSNH's RECs (\$16.3 million), and a decrease in energy efficiency program revenues (\$10.4 million). Partially offsetting these decreases were increases in tracked electric distribution revenues related to federally-mandated congestion charges (\$30.1 million), net metering revenues (\$29.8 million) and revenues related to renewable energy requirements (\$41.9 million).

*Electric transmission revenues:* The electric transmission segment revenues increased by \$91.7 million due primarily to the recovery of higher revenue requirements associated with ongoing investments in our transmission infrastructure.

*Other:* Other revenues decreased due primarily to the sale of Eversource's unregulated telecommunication business on December 31, 2016 (\$20.0 million), partially offset by the addition of Aquarion revenues due to the acquisition on December 4, 2017 (\$15.9 million).

**Purchased Power, Fuel and Transmission** expense includes costs associated with purchasing electricity and natural gas on behalf of our customers. These energy supply costs are recovered from customers in rates through commission-approved cost tracking mechanisms, which have no impact on earnings (tracked costs). Purchased Power, Fuel and Transmission expense increased in 2017, as compared to 2016, due primarily to the following:

<i>(Millions of Dollars)</i>	<b>(Decrease)/Increase</b>
Electric Distribution	\$ (68.9)
Natural Gas Distribution	59.5
Transmission	43.9
Total Purchased Power, Fuel and Transmission	\$ 34.5

The decrease in purchased power expense at the electric distribution business in 2017, as compared to 2016, was driven primarily by lower prices associated with the procurement of energy supply and lower sales volumes. The increase in purchased power expense at the natural gas distribution business was due to higher average natural gas prices and higher sales volumes. The increase in transmission costs in 2017, as compared to 2016, was primarily the result of an increase in costs billed by ISO-NE that support regional grid investment, and Local Network Service charges, which reflect the cost of transmission service provided by Eversource over our local transmission network. This was partially offset by a decrease in the retail transmission cost deferral, which reflects the actual costs of transmission service compared to estimated amounts billed to customers.

**Operations and Maintenance** expense includes tracked costs and costs that are part of base electric and natural gas distribution rates with changes impacting earnings (non-tracked costs). Operations and Maintenance expense decreased in 2017, as compared to 2016, due primarily to the following:

<i>(Millions of Dollars)</i>	<b>Increase/(Decrease)</b>
<b>Base Electric Distribution:</b>	
Employee-related expenses, including labor and benefits	\$ (47.4)
Bad debt expense	(14.5)
Shared corporate costs (including computer software depreciation at Eversource Service)	24.2
Boston Harbor civil action settlement charges	16.0
Other non-tracked operations and maintenance	7.4
<b>Total Base Electric Distribution</b>	<b>(14.3)</b>
<b>Base Natural Gas Distribution</b>	<b>3.7</b>
<b>Tracked costs (Electric Distribution, Electric Transmission and Natural Gas Distribution):</b>	
Absence in 2017 of earnings benefit related to merger-related costs allowed for recovery through transmission rates	27.5
Other tracked operations and maintenance	(15.4)
<b>Total Tracked costs (Electric Distribution, Electric Transmission and Natural Gas Distribution)</b>	<b>12.1</b>
<b>Other and eliminations:</b>	
Merger-related costs allowed for recovery through NSTAR Electric distribution rates as a result of the November 30, 2017 DPU distribution rate case decision (earnings benefit)	(30.5)
Addition of Aquarion operations and maintenance expenses due to acquisition on December 4, 2017	7.2
Eversource Parent and Other Companies - other operations and maintenance	8.2
Eliminations	(32.8)
<b>Total Operations and Maintenance</b>	<b>\$ (46.4)</b>

**Depreciation** expense increased in 2017, as compared to 2016, due primarily to higher utility plant in service balances.

**Amortization of Regulatory Assets, Net** expense includes the deferral of energy supply and energy-related costs included in certain regulatory-approved tracking mechanisms, and the amortization of certain costs. The deferral adjusts expense to match the corresponding revenues. Amortization of Regulatory Assets, Net increased in 2017, as compared to 2016, due primarily to the deferral of energy supply and energy-related costs which can fluctuate from period to period based on the timing of costs incurred and the related rate changes to recover these costs. Energy supply and energy-related costs at the electric and natural gas companies are recovered from customers in rates and have no impact on earnings.

**Energy Efficiency Programs** expense decreased in 2017, as compared to 2016, due primarily to a State of Connecticut policy change impacting CL&P requiring the remittance of \$25.4 million of 2017 energy efficiency funds to the State (resulting in these costs being classified as Taxes Other than Income Taxes), and the deferral adjustment at NSTAR Electric. The deferral adjustment reflects the actual costs of energy efficiency programs compared to the estimated amounts billed to customers. The deferral adjusts costs incurred to match energy efficiency revenue billed to customers and the timing of the recovery of energy efficiency costs. The costs for various state energy policy initiatives and expanded energy efficiency programs are recovered from customers in rates and have no impact on earnings.

**Taxes Other Than Income Taxes** expense increased in 2017, as compared to 2016, due primarily to a State of Connecticut policy change requiring \$25.4 million of 2017 CL&P energy efficiency costs to be remitted to the State of Connecticut that is included in Taxes Other than Income Taxes, an increase in property taxes as a result of higher utility plant balances, partially offset by a decrease in gross earnings taxes. Gross earnings taxes are recovered from customers in rates and have no impact on earnings.

**Interest Expense** increased in 2017, as compared to 2016, due primarily to an increase in interest on long-term debt (\$30.3 million) as a result of new debt issuances and an increase in interest on notes payable (\$5.1 million), partially offset by a decrease in regulatory deferrals, primarily at NSTAR Electric, which decreased interest expense (\$14.7 million) due primarily to the November 30, 2017 NSTAR Electric DPU distribution rate case decision which allowed for a higher rate on carrying charges for past storm costs.

**Other Income, Net** increased in 2017, as compared to 2016, due primarily to increased gains on investments (\$27.2 million), primarily related to Eversource's investment in a renewable energy fund, changes in the market value related to deferred compensation plans (\$8.3 million) and higher AFUDC related to equity funds (\$8.2 million). Partially offsetting these favorable impacts was the absence in 2017 of a gain on the sale of an unregulated business in 2016 (\$11.8 million) and lower interest income (\$3.3 million).

**Income Tax Expense** increased in 2017, as compared to 2016, due primarily to higher pre-tax earnings (\$29.1 million), lower excess tax benefit (\$16.2 million), the absence of tax credits in 2017 (\$3.5 million), and the impact from federal tax rate change (\$0.5 million), partially offset by items that impact our tax rate as a result of regulatory treatment (flow-through items) and permanent differences (\$11.4 million), the sale of an unregulated business in 2016 (\$10.2 million), and lower state taxes (\$3.8 million).

**RESULTS OF OPERATIONS –  
THE CONNECTICUT LIGHT AND POWER COMPANY  
NSTAR ELECTRIC COMPANY AND SUBSIDIARY  
PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE AND SUBSIDIARY**

The following provides the amounts and variances in operating revenues and expense line items in the statements of income for CL&P, NSTAR Electric and PSNH for the years ended December 31, 2017 and 2016 included in this Annual Report on Form 10-K:

<i>(Millions of Dollars)</i>	For the Years Ended December 31,								
	CL&P			NSTAR Electric			PSNH		
	2017	2016	Increase/(Decrease)	2017	2016	Increase/(Decrease)	2017	2016	Increase/(Decrease)
Operating Revenues	\$ 2,887.4	\$ 2,806.0	\$ 81.4	\$ 2,980.6	\$ 3,041.6	\$ (61.0)	\$ 981.6	\$ 959.5	\$ 22.1
Operating Expenses:									
Purchased Power, Fuel and Transmission	930.8	919.7	11.1	1,025.4	1,084.3	(58.9)	237.5	210.8	26.7
Operations and Maintenance	500.4	490.1	10.3	463.7	489.9	(26.2)	257.2	260.8	(3.6)
Depreciation	249.4	230.5	18.9	274.0	259.3	14.7	128.2	116.5	11.7
Amortization of Regulatory Assets/ (Liabilities), Net	83.2	38.8	44.4	33.8	34.3	(0.5)	(16.6)	11.2	(27.8)
Energy Efficiency Programs	114.7	154.0	(39.3)	294.1	321.8	(27.7)	13.8	14.2	(0.4)
Taxes Other Than Income Taxes	323.8	299.7	24.1	182.0	177.8	4.2	89.7	82.9	6.8
Total Operating Expenses	2,202.3	2,132.8	69.5	2,273.0	2,367.4	(94.4)	709.8	696.4	13.4
Operating Income	685.1	673.2	11.9	707.6	674.2	33.4	271.8	263.1	8.7
Interest Expense	143.0	144.1	(1.1)	105.7	108.4	(2.7)	51.0	50.0	1.0
Other Income, Net	21.2	13.5	7.7	14.9	10.8	4.1	3.9	1.2	2.7
Income Before Income Tax Expense	563.3	542.6	20.7	616.8	576.6	40.2	224.7	214.3	10.4
Income Tax Expense	186.6	208.3	(21.7)	242.1	225.8	16.3	88.7	82.3	6.4
Net Income	\$ 376.7	\$ 334.3	\$ 42.4	\$ 374.7	\$ 350.8	\$ 23.9	\$ 136.0	\$ 132.0	\$ 4.0

**Operating Revenues**

A summary of our retail electric GWh sales volumes was as follows:

	Rate Structure	For the Years Ended December 31,			
		2017	2016	Decrease	Percent
CL&P	Decoupled	20,950	21,617	(667)	(3.1)%
NSTAR Electric (eastern Massachusetts)	Traditional	20,097	20,619	(522)	(2.5)%
NSTAR Electric (western Massachusetts)	Decoupled	3,441	3,546	(105)	(3.0)%
PSNH	Traditional	7,758	7,860	(102)	(1.3)%

Fluctuations in retail electric sales volumes at certain of the electric utilities impact earnings ("Traditional" in the table above). For others, fluctuations in retail electric sales volumes do not impact earnings due to their regulatory commission-approved distribution revenue decoupling mechanisms ("Decoupled" in the table above). These distribution revenues are decoupled from their customer sales volumes, which breaks the relationship between sales volumes and revenues recognized.

In 2017 and 2016, NSTAR Electric operated under two different rate structures based on its service territory geography. For customers that were served in eastern Massachusetts, including metropolitan Boston, Cape Cod and Martha's Vineyard, NSTAR Electric operated using traditional rates. For customers that were served in western Massachusetts, including the metropolitan Springfield region, NSTAR Electric operated using decoupled rates. Effective February 1, 2018, all of NSTAR Electric's distribution revenues were decoupled as a result of the DPU-approved rate decision. See "Regulatory Developments and Rate Matters - Massachusetts - NSTAR Electric Distribution Rate Case Decision" in this *Management's Discussion and Analysis of Financial Condition and Results of Operations*.

CL&P and NSTAR Electric (for its western Massachusetts customer rates) reconcile their annual base distribution rate recovery amounts to their pre-established levels of baseline distribution delivery service revenues of \$1.059 billion and \$132.4 million, respectively, through December 31, 2017. Effective February 1, 2018, NSTAR Electric, operating entirely under decoupled rates, will reconcile its annual base distribution rate recovery to its new baseline of \$974.8 million. Any difference between the allowed level of distribution revenue and the actual amount realized during a 12-month period is adjusted through rates in the following period.

Operating Revenues, which consist of base distribution revenues and tracked revenues further described below, increased/(decreased) in 2017, as compared to 2016 as follows:

<i>(Millions of Dollars)</i>	CL&P	NSTAR Electric	PSNH
Operating Revenues	\$ 81.4	\$ (61.0)	\$ 22.1

*Base Distribution Revenues, with changes that impact earnings:*

- NSTAR Electric's base distribution revenues, excluding LBR, decreased \$10.8 million in 2017, as compared to 2016, as a result of lower sales volumes driven by the mild summer weather in 2017. LBR increased \$13.0 million in 2017, as compared to 2016. Effective February 1, 2018, NSTAR Electric no longer has an LBR mechanism.
- PSNH's base distribution revenues decreased \$1.5 million in 2017, as compared to 2016, as a result of lower sales volumes driven by the mild summer weather in 2017.

*Tracked Revenues:* Fluctuations in the overall level of operating revenues are primarily related to tracked revenues. Tracked revenues consist of certain costs that are recovered from customers in rates through commission-approved cost tracking mechanisms and therefore have no impact on earnings. Costs recovered through cost tracking mechanisms include energy supply procurement and other energy-related costs, retail transmission charges, energy efficiency program costs, net metering for distributed generation and restructuring and stranded cost recovery revenues. In addition, tracked revenues include certain incentives earned and carrying charges. Tracked revenues increased/(decreased) in 2017, as compared to 2016, due primarily to the following:

<i>(Millions of Dollars)</i>	CL&P	NSTAR Electric	PSNH
Energy supply procurement	\$ 18.8	\$ (50.8)	\$ 10.3
All other distribution tracking mechanisms	35.0	(33.7)	(12.7)

*Transmission Revenues:* Transmission revenues increased by \$34.2 million, \$31.0 million and \$26.5 million at CL&P, NSTAR Electric and PSNH, respectively, due primarily to higher revenue requirements associated with ongoing investments in our transmission infrastructure.

**Purchased Power, Fuel and Transmission** expense includes costs associated with purchasing electricity on behalf of CL&P, NSTAR Electric and PSNH's customers. For PSNH, these costs also include PSNH's generation of electricity. These energy supply costs are recovered from customers in commission-approved cost tracking mechanisms, which have no impact on earnings (tracked costs). Purchased Power, Fuel and Transmission expense increased/(decreased) in 2017, as compared to 2016, due primarily to the following:

<i>(Millions of Dollars)</i>	CL&P	NSTAR Electric	PSNH
Purchased Power Costs	\$ (41.4)	\$ (27.9)	\$ 3.7
Transmission Costs	52.5	(31.0)	23.0
Total Purchased Power, Fuel and Transmission	\$ 11.1	\$ (58.9)	\$ 26.7

*Purchased Power Costs:* Included in purchased power costs are the costs associated with certain energy supply tracking mechanisms and deferred energy supply costs. Energy supply tracking mechanisms recover energy-related costs incurred as a result of providing electric generation service supply to all customers who have not migrated to third party suppliers. In order to meet the demand of customers who have not migrated to third party suppliers, PSNH procures power through power supply contracts and spot purchases in the competitive New England wholesale power market and/or produces power through its own generation. The increase/(decrease) in purchased power costs in 2017, as compared to 2016, was due primarily to the following:

- The decrease at CL&P was due primarily to a decrease in the price of standard offer supply associated with the GSC.
- The decrease at NSTAR Electric was due primarily to lower prices associated with the procurement of energy supply, lower sales volumes and the expiration of certain purchase power agreements.
- The increase at PSNH was due primarily to higher purchased power energy expenses that are recovered as a component of the Energy Service rate, and Regional Greenhouse Gas Initiative related expenses recovered in the SCRC.

*Transmission Costs:* Included in transmission costs are charges that recover the cost of transporting electricity over high-voltage lines from generating plants to substations, including costs allocated by ISO-NE to maintain the wholesale electric market. The increase/(decrease) in transmission costs in 2017, as compared to 2016, was due primarily to the following:

- The increase at CL&P was primarily the result of an increase in costs billed by ISO-NE that support regional grid investment, Local Network Service charges, which reflect the cost of transmission service, and the retail transmission cost deferral, which reflects the actual costs of transmission service compared to estimated amounts billed to customers.
- The decrease at NSTAR Electric was primarily the result of a decrease in the retail transmission cost deferral. This was partially offset by an increase in costs billed by ISO-NE.
- The increase at PSNH was primarily the result of increases in costs billed by ISO-NE, Local Network Service charges, and the retail transmission cost deferral.

**Operations and Maintenance** expense includes tracked costs and costs that are part of base distribution rates with changes impacting earnings (non-tracked costs). Operations and Maintenance expense increased/(decreased) in 2017, as compared to 2016, due primarily to the following:

(Millions of Dollars)

	CL&P	NSTAR Electric	PSNH
<b>Base Electric Distribution (Non-Tracked Costs):</b>			
Employee-related expenses, including labor and benefits	\$ (4.5)	\$ (36.6)	\$ (6.3)
Bad debt expense	(6.8)	(7.5)	(0.2)
Shared corporate costs (including computer software depreciation at Eversource Service)	7.8	12.6	3.8
Boston Harbor civil action settlement charges	—	16.0	—
Other non-tracked operations and maintenance	8.8	0.6	(2.0)
<b>Total Base Electric Distribution (Non-Tracked Costs)</b>	<b>5.3</b>	<b>(14.9)</b>	<b>(4.7)</b>
<b>Tracked Costs:</b>			
Employee-related expenses, including labor and benefits	1.3	(16.2)	(0.5)
Other tracked operations and maintenance	3.7	4.9	1.6
<b>Total Tracked Costs</b>	<b>5.0</b>	<b>(11.3)</b>	<b>1.1</b>
<b>Total Operations and Maintenance</b>	<b>\$ 10.3</b>	<b>\$ (26.2)</b>	<b>\$ (3.6)</b>

**Depreciation** increased at CL&P, NSTAR Electric and PSNH in 2017, as compared to 2016, due primarily to higher utility plant in service balances.

**Amortization of Regulatory Assets/(Liabilities), Net** expense includes the deferral of energy supply and energy-related costs and the amortization of storm and other costs. Amortization of Regulatory Assets/(Liabilities), Net increased at CL&P and decreased for both NSTAR Electric and PSNH in 2017, as compared to 2016, due primarily to the deferral adjustment of energy supply and energy-related costs, which can fluctuate from period to period based on the timing of costs incurred and related rate changes to recover these costs. The deferral adjusts expense to match the corresponding revenues. Energy supply and energy-related costs, which are the primary drivers of amortization, are recovered from customers in rates and have no impact on earnings.

**Energy Efficiency Programs** expense includes costs for various state policy initiatives and are recovered from customers in rates and have no impact on earnings. Energy Efficiency Programs expense decreased in 2017, as compared to 2016, due primarily to the following:

- The decrease at CL&P is due primarily to a State of Connecticut policy change requiring the remittance of \$25.4 million of 2017 energy efficiency funds to the State. These amounts collected from customers were reclassified to Taxes Other than Income Taxes.
- The decrease at NSTAR Electric is due to the deferral adjustment, which reflects the actual cost of energy efficiency programs compared to the estimated amounts billed to customers and the timing of the recovery of energy efficiency costs. The deferral adjusts costs to match energy efficiency revenue billed to customers.

**Taxes Other Than Income Taxes** increased in 2017, as compared to 2016, due primarily to the following:

- The increase at CL&P is due primarily to a State of Connecticut policy change requiring the remittance of \$25.4 million of 2017 energy efficiency funds to the State and higher utility plant balances, partially offset by a decrease in gross earnings taxes. Gross earnings taxes are recovered from customers in rates and have no impact on earnings.
- The increase at NSTAR Electric is due primarily to higher property taxes resulting from disallowed costs in the November 30, 2017 NSTAR Electric DPU distribution rate case decision and higher employee-related payroll taxes, partially offset by a decrease in property tax rates in Boston.
- The increase at PSNH is due to an increase in property taxes as a result of higher utility plant balances.

**Interest Expense** at NSTAR Electric decreased in 2017, as compared to 2016, due primarily to lower deferred regulatory interest expense (\$14.0 million), primarily as a result of the November 30, 2017 NSTAR Electric DPU distribution rate case decision, which allowed for a higher interest rate on carrying charges for past storm costs, partially offset by an increase in interest on long-term debt (\$9.6 million).

**Other Income, Net** increased in 2017, as compared to 2016, due primarily to the following:

- The increase at CL&P is due to higher AFUDC related to equity funds (\$5.9 million) and market value changes related to the deferred compensation plans (\$6.3 million), partially offset by lower interest income (\$4.4 million).
- The increase at NSTAR Electric is due to market value changes related to the deferred compensation plans (\$1.6 million), an increase in amounts related to officer life insurance policies (\$1.3 million) and an increase in interest income (\$1.2 million).
- The increase at PSNH is due to market value changes related to the deferred compensation plans (\$1.5 million).

**Income Tax Expense** increased/(decreased) in 2017, as compared to 2016, due primarily to the following:

- The decrease at CL&P is due primarily to the tax reform impacts on the federal tax effect of state reserves and credits (\$10.7 million), items that impact our tax rate as a result of regulatory treatment (flow-through items) and permanent differences (\$10.1 million), the true up of the return to provision impacts (\$2.6 million), and lower state taxes (\$5.5 million), partially offset by higher pre-tax earnings (\$7.2 million).
- The increase at NSTAR Electric is due primarily to higher pre-tax earnings (\$14.5 million), higher state taxes (\$2.4 million), partially offset by items that impact our tax rate as a result of flow-through items and permanent differences (\$0.6 million).
- The increase at PSNH is due primarily to higher pre-tax earnings (\$3.6 million) and the absence of tax credits in 2017 (\$3.5 million), partially offset by items that impact our tax rate as a result of flow-through items and permanent differences (\$0.7 million).

#### EARNINGS SUMMARY

CL&P's earnings increased \$42.4 million in 2017, as compared to 2016, due primarily to a lower effective tax rate, an increase in transmission earnings driven by a higher transmission rate base, and higher distribution revenues due in part to a higher rate base for the system resiliency program. These favorable earnings impacts were partially offset by higher depreciation expense, higher operations and maintenance expense, and higher property tax expense.

NSTAR Electric's earnings increased \$23.9 million in 2017, as compared to 2016, due primarily to higher distribution revenues related to lost base revenues, net metering and the PAM, lower operations and maintenance expense, lower interest expense as a result of the November 30, 2017 NSTAR Electric distribution rate case decision, and an increase in transmission earnings driven by a higher transmission rate base. These favorable earnings impacts were partially offset by lower sales volumes driven by the mild summer weather in 2017, higher depreciation expense, and higher property tax expense.

PSNH's earnings increased \$4.0 million in 2017, as compared to 2016, due primarily to an increase in transmission earnings driven by a higher transmission rate base and lower operations and maintenance expense. These favorable earnings impacts were partially offset by lower generation earnings, higher depreciation expense, higher property tax expense, lower sales volumes driven by the mild summer weather in 2017, and a higher effective tax rate.

#### LIQUIDITY

##### CL&P:

Cash totaled \$6.0 million as of December 31, 2017, compared with \$6.6 million as of December 31, 2016.

CL&P had cash flows provided by operating activities of \$804.6 million in 2017, compared with \$811.5 million in 2016. The decrease in operating cash flows was due primarily to income tax payments of \$68.8 million made in 2017, compared to the income tax refunds of \$73.9 million received in 2016. Partially offsetting this decrease was the timing of regulatory recoveries, an increase in distribution rates due to higher rate base, and the timing of collections and payments related to our working capital items.

Eversource parent has a \$1.45 billion commercial paper program allowing Eversource parent to issue commercial paper as a form of short-term debt, with intercompany loans to certain subsidiaries, including CL&P. The weighted-average interest rate on the commercial paper borrowings as of December 31, 2017 and 2016 was 1.86 percent and 0.88 percent, respectively. As of December 31, 2017 and 2016, there were intercompany loans from Eversource parent to CL&P of \$69.5 million and \$80.1 million, respectively. Eversource parent, and certain of its subsidiaries, including CL&P, are parties to a five-year \$1.45 billion revolving credit facility. On December 8, 2017, Eversource parent amended and restated the revolving credit facility. The amended and restated credit facility terminates on December 8, 2022 and serves to backstop Eversource parent's \$1.45 billion commercial paper program. There were no borrowings outstanding on the revolving credit facility as of December 31, 2017 or 2016.

Investments in Property, Plant and Equipment on the statements of cash flows do not include amounts incurred on capital projects but not yet paid, cost of removal, AFUDC related to equity funds, and the capitalized portions of pension expense. CL&P's investments totaled \$824.4 million in 2017, compared with \$612.0 million in 2016.

Financing activities in 2017 included \$254.8 million in common stock dividends paid to Eversource parent.

**NSTAR Electric:**

NSTAR Electric had cash flows provided by operating activities of \$638.4 million in 2017, as compared to \$808.7 million in 2016. The decrease in operating cash flows was due primarily to a decrease in regulatory recoveries, which were significantly impacted by the timing of collections of purchased power and transmission costs, an increase of \$53.4 million in Pension and PBOP Plan cash contributions and an increase of \$29.5 million in income tax payments made in 2017, compared to 2016. Also contributing to the decrease was the timing of working capital items, including accounts payable and inventory.

NSTAR Electric has a \$650.0 million commercial paper program allowing NSTAR Electric to issue commercial paper as a form of short-term debt. On December 8, 2017, NSTAR Electric increased its commercial paper program from \$450 million to \$650 million. As of December 31, 2017 and 2016, NSTAR Electric had \$234.0 million and \$126.5 million, respectively, in short-term borrowings outstanding under its commercial paper program, leaving \$416.0 million and \$323.5 million of available borrowing capacity as of December 31, 2017 and 2016, respectively. The weighted-average interest rate on these borrowings as of December 31, 2017 and 2016 was 1.55 percent and 0.71 percent, respectively. NSTAR Electric is also a party to a five-year \$650.0 million revolving credit facility. On December 8, 2017, NSTAR Electric amended and restated the revolving credit facility, increasing it from \$450 million to \$650 million. The amended and restated credit facility terminates on December 8, 2022 and serves to backstop NSTAR Electric's \$650.0 million commercial paper program. There were no borrowings outstanding on the revolving credit facility as of December 31, 2017 or 2016.

**PSNH:**

PSNH had cash flows provided by operating activities of \$300.9 million in 2017, as compared to \$361.8 million in 2016. The decrease in operating cash flows was due primarily to the income tax payments of \$26.1 million made in 2017, compared to the income tax refunds of \$36.0 million received in 2016 and the unfavorable impacts related to the timing of regulatory recoveries. Partially offsetting these decreases were the timing of collections and payments of our working capital items, including accounts payable and inventory, and a \$16.3 million decrease in Pension Plan cash contributions.

**RESULTS OF OPERATIONS – EVERSOURCE ENERGY AND SUBSIDIARIES**

The following provides the amounts and variances in operating revenues and expense line items in the statements of income for Eversource for the years ended December 31, 2016 and 2015 included in this Annual Report on Form 10-K:

<i>(Millions of Dollars)</i>	For the Years Ended December 31,			
	2016	2015	Increase/(Decrease)	Percent
Operating Revenues	\$ 7,639.1	\$ 7,954.8	\$ (315.7)	(4.0)%
Operating Expenses:				
Purchased Power, Fuel and Transmission	2,500.8	3,086.9	(586.1)	(19.0)
Operations and Maintenance	1,323.5	1,329.3	(5.8)	(0.4)
Depreciation	715.5	665.9	49.6	7.4
Amortization of Regulatory Assets, Net	71.7	22.3	49.4	(a)
Energy Efficiency Programs	533.7	495.7	38.0	7.7
Taxes Other Than Income Taxes	634.0	590.5	43.5	7.4
Total Operating Expenses	5,779.2	6,190.6	(411.4)	(6.6)
Operating Income	1,859.9	1,764.2	95.7	5.4
Interest Expense	401.0	372.4	28.6	7.7
Other Income, Net	45.9	34.2	11.7	34.2
Income Before Income Tax Expense	1,504.8	1,426.0	78.8	5.5
Income Tax Expense	555.0	540.0	15.0	2.8
Net Income	949.8	886.0	63.8	7.2
Net Income Attributable to Noncontrolling Interests	7.5	7.5	—	—
Net Income Attributable to Common Shareholders	\$ 942.3	\$ 878.5	\$ 63.8	7.3 %

(a) Percent greater than 100 not shown as it is not meaningful.

**Operating Revenues**

A summary of our Operating Revenues by segment was as follows:

<i>(Millions of Dollars)</i>	For the Years Ended December 31,			
	2016	2015	Increase/(Decrease)	Percent
Electric Distribution	\$ 5,594.3	\$ 5,903.6	\$ (309.3)	(5.2)%
Natural Gas Distribution	857.7	995.5	(137.8)	(13.8)
Electric Transmission	1,210.0	1,069.1	140.9	13.2
Other and Eliminations	(22.9)	(13.4)	(9.5)	70.9
Total Operating Revenues	\$ 7,639.1	\$ 7,954.8	\$ (315.7)	(4.0)%

A summary of our retail electric GWh sales volumes and our firm natural gas sales volumes in MMcf were as follows:

	For the Years Ended December 31,			
	2016	2015	Decrease	Percent
Electric				
Traditional	28,479	28,982	(503)	(1.7)%
Decoupled	25,163	25,634	(471)	(1.8)
Total Electric	53,642	54,616	(974)	(1.8)%
Firm Natural Gas				
Traditional	45,314	47,600	(2,286)	(4.8)%
Decoupled and Special Contracts	52,728	55,399	(2,671)	(4.8)
Total Firm Natural Gas	98,042	102,999	(4,957)	(4.8)%

Operating Revenues, which primarily consist of base electric and natural gas distribution revenues and tracked revenues further described below, decreased by \$315.7 million in 2016, as compared to 2015.

*Base electric and natural gas distribution revenues:* Base electric distribution segment revenues increased by \$19.9 million due primarily to a higher rate base resulting from the 2015 PURA ADIT settlement agreement that is being collected from customers in distribution rates at CL&P (\$26.1 million) and the absence of a required ROE reduction in 2015, as stipulated in the PURA 2014 rate case decision, at CL&P (\$4 million). This increase was partially offset by the absence of the benefit recognized in 2015 in Operating Revenues due to the PURA ADIT settlement agreement. In addition, traditional electric base distribution revenues decreased \$10.1 million due to a 1.7 percent decrease in non-decoupled retail electric sales volumes due primarily to increased customer energy conservation efforts, partly offset by PSNH distribution rate increases effective July 1, 2015 and July 1, 2016.

Contributing to the decrease in Operating Revenues in 2016 was the absence of an \$11 million benefit related to the Comprehensive Settlement Agreement associated with the recovery of LBR related to 2009 through 2011 energy efficiency programs recorded at NSTAR Electric in 2015.

Firm natural gas base distribution segment revenues increased \$11.7 million due primarily to the impact of the NSTAR Gas base distribution rate increase effective January 1, 2016, partially offset by a 4.8 percent decrease in traditional firm natural gas sales volumes as a result of warmer than normal weather experienced in the first quarter of 2016, as compared to much colder than normal temperatures in 2015.

Fluctuations in CL&P's, NSTAR Electric's and NSTAR Gas' sales volumes do not impact the level of base distribution revenue realized or earnings due to their respective regulatory commission approved revenue decoupling mechanisms. The revenue decoupling mechanisms permit recovery of a base amount of distribution revenues and break the relationship between sales volumes and revenues recognized. Revenue decoupling mechanisms result in the recovery of our approved base distribution revenue requirements.

*Tracked distribution revenues:* Tracked revenues consist of certain costs that are recovered from customers in rates through regulatory commission-approved cost tracking mechanisms and therefore have no impact on earnings. Costs recovered through cost tracking mechanisms include energy supply procurement costs and other energy-related costs for our electric and natural gas customers, retail transmission charges, energy efficiency program costs, and restructuring and stranded cost recovery revenues. In addition, tracked revenues include certain incentives earned and carrying charges. Tracked electric distribution segment revenues decreased as a result of decreases in energy supply costs (\$625.2 million), driven by decreased average retail rates and lower sales volumes, partially offset by an increase in retail electric transmission charges (\$84.6 million), an increase in federally mandated congestion charges (\$103.0 million), an increase in energy efficiency program revenues (\$51.7 million), an increase in stranded cost recovery charges (\$39.2 million) and an increase in net metering for distributed generation revenues (\$34.0 million). In addition, as a result of a change to the amounts collected in the system benefits charge, CL&P's calculated rate base increased, providing an increase to distribution revenues that positively impacted earnings by \$23.2 million.

In 2016, tracked natural gas distribution segment revenues decreased as a result of decreases in natural gas supply costs (\$128.2 million) driven by decreased average rates and lower sales volumes, and a decrease in energy efficiency program revenues (\$22.7 million).

*Electric transmission revenues:* The electric transmission segment revenues increased by \$140.9 million due primarily to the recovery of higher revenue requirements associated with ongoing investments in our transmission infrastructure and the absence in 2016 of a \$20 million reserve charge recorded in 2015 associated with the March 2015 FERC ROE order.

*Other:* Other revenues decreased due primarily to the sale of Eversource's unregulated contracting business on April 13, 2015 (\$11.4 million).

**Purchased Power, Fuel and Transmission** expense includes costs associated with purchasing electricity and natural gas on behalf of our customers. These energy supply costs are recovered from customers in rates through cost tracking mechanisms, which have no impact on earnings (tracked costs). Purchased Power, Fuel and Transmission expense decreased in 2016, as compared to 2015, due primarily to the following:

<i>(Millions of Dollars)</i>	<b>(Decrease)/Increase</b>
Electric Distribution	\$ (625.9)
Natural Gas Distribution	(130.3)
Transmission	170.1
Total Purchased Power, Fuel and Transmission	<u>\$ (586.1)</u>

The decrease in purchased power expense at the electric distribution business was driven by lower prices associated with the procurement of energy supply, lower sales volumes, and a decrease in the amount of electricity generated by PSNH facilities in 2016, as compared to 2015. The decrease in purchased power expense at the natural gas distribution business was due to lower sales volumes and lower average natural gas prices. The increase in transmission costs was primarily the result of an increase in costs billed by ISO-NE that support regional grid investment.

**Operations and Maintenance** expense includes tracked costs and costs that are part of base electric and natural gas distribution rates with changes impacting earnings (non-tracked costs). Operations and Maintenance expense decreased in 2016, as compared to 2015, due primarily to the following:

(Millions of Dollars)

	Increase/(Decrease)
Base Electric Distribution:	
Absence of 2015 resolution of basic service bad debt adder mechanism at NSTAR Electric	\$ 24.2
Absence of 2015 regulatory proceedings benefiting NSTAR Electric	10.5
Employee-related expenses, including labor and benefits	(27.0)
Storm restoration costs	15.0
Write-off of software design costs	9.2
Other operations and maintenance	14.1
<b>Total Base Electric Distribution</b>	<b>46.0</b>
Total Base Natural Gas Distribution:	
Employee-related expenses, including labor and benefits	(15.5)
Other operations and maintenance	8.2
<b>Total Base Natural Gas Distribution</b>	<b>(7.3)</b>
Tracked costs (Electric Distribution, Electric Transmission and Natural Gas Distribution):	
Merger-related costs allowed for recovery through transmission rates (earnings benefit)	(27.5)
Other tracked operations and maintenance	41.8
<b>Total Tracked costs (Electric Distribution, Electric Transmission and Natural Gas Distribution)</b>	<b>14.3</b>
Other and eliminations:	
Integration costs	(27.2)
Absence of Eversource's unregulated electrical contracting business due to sale in April 2015, net	(13.9)
Eversource Parent and Other Companies	(2.8)
Eliminations	(14.9)
<b>Total Operations and Maintenance</b>	<b>\$ (5.8)</b>

**Depreciation** expense increased in 2016, as compared to 2015, due primarily to higher utility plant in service balances.

**Amortization of Regulatory Assets, Net** expense includes the deferral of energy supply and energy-related costs included in certain regulatory-approved tracking mechanisms and the amortization of certain costs. The deferral adjusts expense to match the corresponding revenues. Amortization of Regulatory Assets, Net increased in 2016, as compared to 2015, due primarily to the deferral of energy supply and energy-related costs which can fluctuate from period to period based on the timing of costs incurred and the related rate changes to recover these costs. Energy supply and energy-related costs at CL&P, NSTAR Electric and PSNH, which are the primary drivers in amortization, are recovered from customers in rates and have no impact on earnings. The increase in Amortization of Regulatory Assets, Net for the year ended December 31, 2016 also includes the absence in 2016 of the \$11.7 million benefit recorded in 2015 at NSTAR Electric in connection with the Comprehensive Settlement Agreement.

**Energy Efficiency Programs** expense increased in 2016, as compared to 2015, due primarily to deferral adjustments at NSTAR Electric, partially offset by deferral adjustments for the natural gas businesses, which reflect the actual costs of energy efficiency programs compared to the estimated amounts billed to customers, and the timing of the recovery of energy efficiency costs incurred in accordance with the three-year program guidelines established by the DPU. The deferrals adjust expense to match the energy efficiency programs revenue. The costs for various state energy policy initiatives and expanded energy efficiency programs are recovered from customers in rates and have no impact on earnings.

**Taxes Other Than Income Taxes** expense increased in 2016, as compared to 2015, due primarily to an increase in property taxes as a result of higher utility plant balances and an increase in gross earnings taxes. Gross earnings taxes are recovered from customers in rates and have no impact on earnings.

**Interest Expense** increased in 2016, as compared to 2015, due primarily to an increase in interest on long-term debt (\$33.8 million) as a result of new debt issuances and an increase in interest on notes payable (\$2.2 million), partially offset by a decrease in regulatory deferrals which decreased interest expense (\$5.5 million).

**Other Income, Net** increased in 2016, as compared to 2015, due primarily to higher equity AFUDC amounts (\$7.4 million), higher gains related to the sales of unregulated businesses (\$9.4 million) and an increase in interest income (\$4.1 million). Partially offsetting these favorable impacts were the market value changes related to deferred compensation plans (\$9.6 million).

**Income Tax Expense** increased in 2016, as compared to 2015, due primarily to higher pre-tax earnings (\$24.2 million), higher state taxes (\$7.5 million), and the sale of an unregulated business (\$10.2 million), partially offset by the excess tax benefit due to the adoption of new accounting guidance related to share based payment transactions (\$19.1 million), the true-up of the return to provision impacts and a higher tax benefit from a reduction in tax reserves (\$7.6 million), and items that impact our tax rate as a result of regulatory treatment (flow-through items) and permanent differences (\$0.2 million).

## EARNINGS SUMMARY

*Regulated Companies:* Our electric distribution segment earnings decreased \$44.3 million in 2016, as compared to 2015. The decrease was due primarily to the absence in 2016 of the resolution of NSTAR Electric's basic service bad debt adder mechanism recorded in 2015 (\$14.5 million), the absence in 2016 of the favorable impact associated with the NSTAR Electric Comprehensive Settlement Agreement recorded in 2015 (\$13.0 million), and higher depreciation expense. In addition, earnings decreased due to higher operations and maintenance expense (primarily related to the absence of a \$6.3 million regulatory benefit related to certain uncollectible hardship accounts receivable that was recorded in 2015 at NSTAR Electric, as well as higher storm restoration costs, higher vegetation management costs and the write-off of software design costs), higher property tax expense, and lower non-decoupled retail electric sales volumes due primarily to increased customer energy conservation efforts. These unfavorable earnings impacts were partially offset by increased CL&P distribution revenues primarily as a result of higher rate base and the absence of a required ROE reduction, as stipulated in the PURA 2014 rate case decision, and higher generation earnings.

Our electric transmission segment earnings increased \$66.3 million in 2016, as compared to 2015, due primarily to a higher transmission rate base as a result of increased investments in our transmission infrastructure, the FERC-allowed recovery of certain merger-related costs in 2016 (\$16.5 million), and the absence in 2016 of reserve charges in 2015 associated with the FERC ROE complaint proceedings (\$12.4 million).

Our natural gas distribution segment earnings increased \$5.3 million in 2016, as compared to 2015, due primarily to the impact of the NSTAR Gas base distribution rate increase effective January 1, 2016, the higher return earned on the NSTAR Gas System Enhancement Program ("GSEP") capital tracker mechanism effective in 2016, and lower operations and maintenance expense. These favorable earnings impacts were partially offset by lower non-decoupled firm natural gas sales volumes driven by the warmer than normal weather in the first quarter of 2016, as compared to the much colder than normal weather in the first quarter of 2015, higher property tax expense, and higher interest expense.

*Eversource Parent and Other Companies:* Eversource parent and other companies had earnings of \$31.0 million in 2016, compared with a net loss of \$5.5 million in 2015. The earnings increase was due primarily to lower income tax expense as a result of recognizing tax benefits from executive deferred compensation payments, which resulted from the adoption of a new accounting standard, and the absence in 2016 of integration costs, partially offset by higher interest expense.

## LIQUIDITY

Cash flows provided by operating activities totaled \$2.2 billion in 2016, compared with \$1.4 billion in 2015. The increase in operating cash flows was due primarily to the absence in 2016 of \$302 million in payments made in 2015 to fully satisfy the obligation with the DOE for costs associated with the disposal of spent nuclear fuel and high-level radioactive waste at previously owned generation facilities. In addition, there was an increase of \$226.0 million in regulatory recoveries, primarily at NSTAR Electric, due to \$98.1 million of collections from customers in excess of purchased power costs, the favorable impact associated with the December 2015 legislation that extended tax bonus depreciation, which resulted in a \$145.8 million decrease in income tax payments in 2016, as compared to 2015, and an increase of \$55.2 million of the Yankee Companies' DOE Damages and other proceeds received in 2016, as compared to 2015. Partially offsetting these favorable impacts was the timing of collections and payments related to our working capital items.

**RESULTS OF OPERATIONS – THE CONNECTICUT LIGHT AND POWER COMPANY**

The following provides the amounts and variances in operating revenues and expense line items in the statements of income for CL&P for the years ended December 31, 2016 and 2015 included in this Annual Report on Form 10-K:

<i>(Millions of Dollars)</i>	For the Years Ended December 31,			
	2016	2015	Increase/(Decrease)	Percent
Operating Revenues	\$ 2,806.0	\$ 2,802.7	\$ 3.3	0.1 %
Operating Expenses:				
Purchased Power and Transmission	919.7	1,054.3	(134.6)	(12.8)
Operations and Maintenance	490.1	487.3	2.8	0.6
Depreciation	230.5	215.3	15.2	7.1
Amortization of Regulatory Assets, Net	38.8	12.3	26.5	(a)
Energy Efficiency Programs	154.0	153.7	0.3	0.2
Taxes Other Than Income Taxes	299.7	268.7	31.0	11.5
Total Operating Expenses	2,132.8	2,191.6	(58.8)	(2.7)
Operating Income	673.2	611.1	62.1	10.2
Interest Expense	144.1	145.8	(1.7)	(1.2)
Other Income, Net	13.5	11.5	2.0	17.4
Income Before Income Tax Expense	542.6	476.8	65.8	13.8
Income Tax Expense	208.3	177.4	30.9	17.4
Net Income	\$ 334.3	\$ 299.4	\$ 34.9	11.7 %

(a) Percent greater than 100 not shown as it is not meaningful.

**Operating Revenues**

CL&P's retail sales volumes were as follows:

	For the Years Ended December 31,			
	2016	2015	Decrease	Percent
Retail Sales Volumes in GWh	21,617	22,071	(454)	(2.1)%

CL&P's Operating Revenues, which consist of base distribution revenues and tracked revenues further described below, increased by \$3.3 million in 2016, as compared to 2015.

Base distribution revenues increased by \$30.1 million due to a higher rate base resulting from the 2015 PURA ADIT settlement agreement that is being collected from customers in distribution rates (\$26.1 million) and the absence of a required ROE reduction, as stipulated in the PURA 2014 rate case decision, recorded in 2015 (\$4 million). This increase was partially offset by the absence of the benefit recognized in 2015 in Operating Revenues due to the PURA ADIT settlement agreement.

Fluctuations in CL&P's sales volumes do not impact the level of base distribution revenue realized or earnings due to the PURA approved revenue decoupling mechanism. CL&P's revenue decoupling mechanism permits recovery of a base amount of distribution revenues (\$1.059 billion annually) and breaks the relationship between sales volumes and revenues recognized. The revenue decoupling mechanism results in the recovery of approved base distribution revenue requirements.

Fluctuations in the overall level of operating revenues are primarily related to tracked revenues. Tracked revenues consist of certain costs that are recovered from customers in rates through PURA-approved cost tracking mechanisms and therefore have no impact on earnings. Costs recovered through cost tracking mechanisms include energy supply procurement and other energy-related costs, retail transmission charges, energy efficiency program costs and restructuring and stranded cost recovery revenues. In addition, tracked revenues include certain incentives earned and carrying charges. Tracked distribution revenues decreased primarily as a result of a decrease in energy supply costs (\$222.4 million) driven by decreased average retail rates and lower sales volumes. Partially offsetting this decrease was an increase in federally mandated congestion charges (\$103.0 million) and an increase in competitive transition assessment charges (\$31.7 million). In addition, as a result of a change to the amounts collected in the system benefits charge, CL&P's calculated rate base increased, providing an increase to distribution revenues that impacted earnings of \$23.2 million.

Transmission revenues increased by \$62.7 million due primarily to higher revenue requirements associated with ongoing investments in our transmission infrastructure and the absence in 2016 of a \$12.5 million reserve charge recorded in 2015 associated with the March 2015 FERC ROE order.

**Purchased Power and Transmission** expense includes costs associated with purchasing electricity on behalf of CL&P's customers. These energy supply costs are recovered from customers in PURA-approved cost tracking mechanisms, which have no impact on earnings (tracked costs). Purchased Power and Transmission expense decreased in 2016, as compared to 2015, due primarily to the following:

<i>(Millions of Dollars)</i>	<b>(Decrease)/Increase</b>
Purchased Power Costs	\$ (173.1)
Transmission Costs	38.5
<b>Total Purchased Power and Transmission</b>	<b>\$ (134.6)</b>

Included in purchased power costs are the costs associated with CL&P's GSC and deferred energy supply costs. The GSC recovers energy-related costs incurred as a result of providing electric generation service supply to all customers who have not migrated to third party suppliers. The decrease in purchased power costs in 2016, compared to 2015, was due primarily to a decrease in the price of standard offer supply, as well as lower sales volumes. The increase in transmission costs was primarily the result of an increase in costs billed by ISO-NE that support regional grid investment.

**Operations and Maintenance** expense increased in 2016, as compared to 2015, driven by a \$9.2 million increase in tracked costs, which have no earnings impact, that was primarily attributable to higher transmission expenses, partially offset by a \$6.4 million decrease in non-tracked costs, which was primarily attributable to lower employee-related expenses, partially offset by higher storm restoration costs and the write-off of software design costs.

**Depreciation** increased in 2016, as compared to 2015, due primarily to higher utility plant in service balances.

**Amortization of Regulatory Assets, Net** expense includes the deferral of energy supply and energy-related costs and the amortization of storm and other costs. Amortization of Regulatory Assets, Net increased in 2016, as compared to 2015, due primarily to the deferral adjustment of energy supply and energy-related costs, which can fluctuate from period to period based on the timing of costs incurred and related rate changes to recover these costs. The deferral adjusts expense to match the corresponding revenues. Energy supply and energy-related costs, which are the primary drivers of amortization, are recovered from customers in rates and have no impact on earnings.

**Taxes Other Than Income Taxes** expense increased in 2016, as compared to 2015, due primarily to an increase in property taxes as a result of both an increase in utility plant balances and an increase in gross earnings taxes. Gross earnings taxes are recovered from customers in rates and have no impact on earnings.

**Interest Expense** decreased in 2016, as compared to 2015, due primarily to lower deferred regulatory interest expense (\$5.0 million) and a decrease in interest expense related to deposits (\$1.3 million), partially offset by an increase in interest on long-term debt (\$5.1 million).

**Income Tax Expense** increased in 2016, as compared to 2015, due primarily to higher pre-tax earnings (\$23.2 million), higher state taxes (\$1.5 million), and items that impact our tax rate as a result of regulatory treatment (flow-through items) and permanent differences (\$7.7 million), partially offset by the excess tax benefit due to the adoption of new accounting guidance related to share-based payment transactions (\$0.9 million), and the true-up of the return to provision impacts and a lower tax benefit from a reduction in tax reserves (\$0.5 million).

## EARNINGS SUMMARY

CL&P's earnings increased \$34.9 million in 2016, as compared to 2015, due primarily to an increase in transmission earnings driven by a higher transmission rate base, as well as the absence in 2016 of the 2015 FERC ROE complaint proceedings reserve charge, higher distribution revenues as a result of higher rate base and the absence of a required ROE reduction, as stipulated in the PURA 2014 rate case decision, and lower operations and maintenance expense. These favorable earnings impacts were partially offset by higher property and other tax expense, a higher effective tax rate and higher depreciation expense.

## LIQUIDITY

Cash totaled \$6.6 million as of December 31, 2016, compared with \$1.1 million as of December 31, 2015.

Eversource parent has a \$1.45 billion commercial paper program allowing Eversource parent to issue commercial paper as a form of short-term debt, with intercompany loans to certain subsidiaries, including CL&P. The weighted-average interest rate on the commercial paper borrowings as of December 31, 2016 and 2015 was 0.88 percent and 0.72 percent, respectively. As of December 31, 2016 and 2015, there were intercompany loans from Eversource parent to CL&P of \$80.1 million and \$277.4 million, respectively.

Eversource parent, and certain of its subsidiaries, including CL&P, are parties to a five-year \$1.45 billion revolving credit facility. Effective September 26, 2016, the revolving credit facility's termination date was extended for one additional year to September 4, 2021. There were no borrowings outstanding on the revolving credit facility as of December 31, 2016 or 2015.

In 2016, CL&P had cash flows provided by operating activities of \$811.5 million, compared with \$298.3 million in 2015. The increase in operating cash flows was due primarily to the absence in 2016 of \$244.6 million in payments made in 2015 to fully satisfy the pre-1983 spent nuclear fuel obligation with the DOE, and the favorable impact associated with the December 2015 legislation that extended tax bonus depreciation, which resulted in income tax refunds of \$73.9 million received in 2016, as compared to income tax payments of \$55.2 million made in 2015. Also contributing to the favorable impact was an increase in distribution rates due to higher rate base and the timing of collections and payments related to our working capital items, including accounts receivable and accounts payable. Partially offsetting these impacts was the timing of regulatory recoveries primarily related to energy efficiency program costs.

Investments in Property, Plant and Equipment on the statements of cash flows do not include amounts incurred on capital projects but not yet paid, cost of removal, AFUDC related to equity funds, and the capitalized portions of pension expense. CL&P's investments totaled \$612.0 million in 2016, compared with \$523.8 million in 2015.

Financing activities in 2016 included \$199.6 million in common stock dividends paid to Eversource parent.

## Item 7A. Quantitative and Qualitative Disclosures about Market Risk

### Market Risk Information

*Commodity Price Risk Management:* Our regulated companies enter into energy contracts to serve our customers and the economic impacts of those contracts are passed on to our customers. Accordingly, the regulated companies have no exposure to loss of future earnings or fair values due to these market risk-sensitive instruments. Eversource's Energy Supply Risk Committee, comprised of senior officers, reviews and approves all large-scale energy related transactions entered into by its regulated companies.

### Other Risk Management Activities

We have an Enterprise Risk Management (ERM) program for identifying the principal risks of the Company. Our ERM program involves the application of a well-defined, enterprise-wide methodology designed to allow our Risk Committee, comprised of our senior officers and directors of the Company, to identify, categorize, prioritize, and mitigate the principal risks to the Company. The ERM program is integrated with other assurance functions throughout the Company including Compliance, Auditing, and Insurance to ensure appropriate coverage of risks that could impact the Company. In addition to known risks, ERM identifies emerging risks to the Company, through participation in industry groups, discussions with management and in consultation with outside advisers. Our management then analyzes risks to determine materiality, likelihood and impact, and develops mitigation strategies. Management broadly considers our business model, the utility industry, the global economy and the current environment to identify risks. The Finance Committee of the Board of Trustees is responsible for oversight of the Company's ERM program and enterprise-wide risks as well as specific risks associated with insurance, credit, financing, investments, pensions and overall system security including cyber security. The findings of the ERM process are periodically discussed with the Finance Committee of our Board of Trustees, as well as with other Board Committees or the full Board of Trustees, as appropriate, including reporting on how these issues are being measured and managed. However, there can be no assurances that the Enterprise Risk Management process will identify or manage every risk or event that could impact our financial position, results of operations or cash flows.

*Interest Rate Risk Management:* We manage our interest rate risk exposure in accordance with our written policies and procedures by maintaining a mix of fixed and variable rate long-term debt. As of December 31, 2017, approximately 98 percent of our long-term debt, including fees and interest due for CYAPC's spent nuclear fuel disposal costs, was at a fixed interest rate. The remaining long-term debt is at variable interest rates and is subject to interest rate risk that could result in earnings volatility. Assuming a one percentage point increase in our variable interest rates, annual interest expense would have increased by a pre-tax amount of \$2.7 million.

*Credit Risk Management:* Credit risk relates to the risk of loss that we would incur as a result of non-performance by counterparties pursuant to the terms of our contractual obligations. We serve a wide variety of customers and transact with suppliers that include IPPs, industrial companies, natural gas and electric utilities, oil and gas producers, financial institutions, and other energy marketers. Margin accounts exist within this diverse group, and we realize interest receipts and payments related to balances outstanding in these margin accounts. This wide customer and supplier mix generates a need for a variety of contractual structures, products and terms that, in turn, require us to manage the portfolio of market risk inherent in those transactions in a manner consistent with the parameters established by our risk management process.

Our regulated companies are subject to credit risk from certain long-term or high-volume supply contracts with energy marketing companies. Our regulated companies manage the credit risk with these counterparties in accordance with established credit risk practices and monitor contracting risks, including credit risk. As of December 31, 2017, our regulated companies did not hold collateral (letters of credit) from counterparties related to our standard service contracts. As of December 31, 2017, Eversource had \$24.5 million of cash posted with ISO-NE related to energy transactions.

For further information on cash collateral deposited and posted with counterparties, see Note 1H, "Summary of Significant Accounting Policies - Deposits," to the financial statements.

If the respective unsecured debt ratings of Eversource or its subsidiaries were reduced to below investment grade by either Moody's or S&P, certain of Eversource's contracts would require additional collateral in the form of cash to be provided to counterparties and independent system operators. Eversource would have been and remains able to provide that collateral.

**Item 8. Financial Statements and Supplementary Data**

Eversource

Company Report on Internal Controls Over Financial Reporting  
Report of Independent Registered Public Accounting Firm  
Consolidated Financial Statements

CL&P

Company Report on Internal Controls Over Financial Reporting  
Report of Independent Registered Public Accounting Firm  
Financial Statements

NSTAR Electric

Company Report on Internal Controls Over Financial Reporting  
Report of Independent Registered Public Accounting Firm  
Consolidated Financial Statements

PSNH

Company Report on Internal Controls Over Financial Reporting  
Report of Independent Registered Public Accounting Firm  
Consolidated Financial Statements

## **Company Report on Internal Controls Over Financial Reporting**

### **Eversource Energy**

Management is responsible for the preparation, integrity, and fair presentation of the accompanying consolidated financial statements of Eversource Energy and subsidiaries (Eversource or the Company) and of other sections of this annual report. Eversource's internal controls over financial reporting were audited by Deloitte & Touche LLP.

Management is responsible for establishing and maintaining adequate internal controls over financial reporting. The Company's internal control framework and processes have been designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America. There are inherent limitations of internal controls over financial reporting that could allow material misstatements due to error or fraud to occur and not be prevented or detected on a timely basis by employees during the normal course of business. Additionally, internal controls over financial reporting may become inadequate in the future due to changes in the business environment.

Under the supervision and with the participation of the principal executive officer and principal financial officer, Eversource conducted an evaluation of the effectiveness of internal controls over financial reporting based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on this evaluation under the framework in COSO, management concluded that internal controls over financial reporting were effective as of December 31, 2017.

Management has excluded from our assessment of and conclusion on the effectiveness of internal controls over financial reporting the internal controls of Eversource Aquarion Holdings, Inc. (formerly Macquarie Utilities Inc.), acquired on December 4, 2017, which is included in the consolidated financial statements of the Company as of and for the year ended December 31, 2017, constituting 4.31% and 2.37% of total and net assets, respectively, as of December 31, 2017, and 0.20% of revenues for the year ended December 31, 2017.

February 23, 2018

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Trustees and Shareholders of Eversource Energy:

### Opinions on the Financial Statements and Internal Control over Financial Reporting

We have audited the accompanying consolidated balance sheets of Eversource Energy and subsidiaries (the "Company") as of December 31, 2017 and 2016, the related consolidated statements of income, comprehensive income, common shareholders' equity, and cash flows, for each of the three years in the period ended December 31, 2017, and the related notes and the schedules listed in the Index at Item 15 of Part IV (collectively referred to as the "financial statements"). We also have audited the Company's internal control over financial reporting as of December 31, 2017, based on criteria established in *Internal Control - Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2017 and 2016, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2017, in conformity with accounting principles generally accepted in the United States of America.

As discussed in Note 1, the Company acquired Macquarie Utilities Inc. on December 4, 2017.

Also, in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2017, based on criteria established in *Internal Control - Integrated Framework (2013)* issued by COSO.

As described in Company Report on Internal Controls Over Financial Reporting, management excluded from its assessment the internal control over financial reporting at Eversource Aquarion Holdings, Inc. (formerly Macquarie Utilities Inc.) which was acquired on December 4, 2017 and whose financial statements constitute 2.37% and 4.31% of net and total assets, respectively, and 0.20% of revenues of the consolidated financial statement amounts as of and for the year ended December 31, 2017. Accordingly, our audit did not include the internal control over financial reporting at Eversource Aquarion Holdings, Inc.

### Basis for Opinions

The Company's management is responsible for these financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Company Report on Internal Controls Over Financial Reporting. Our responsibility is to express an opinion on these financial statements and an opinion on the Company's internal control over financial reporting based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud, and whether effective internal control over financial reporting was maintained in all material respects.

Our audits of the financial statements included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures to respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

### Definition and Limitations of Internal Control over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ Deloitte & Touche LLP

Hartford, Connecticut  
February 23, 2018

We have served as the Company's auditor since 2002.

EVERSOURCE ENERGY AND SUBSIDIARIES  
CONSOLIDATED BALANCE SHEETS

	As of December 31,	
(Thousands of Dollars)	2017	2016
<b>ASSETS</b>		
Current Assets:		
Cash and Cash Equivalents	\$ 38,165	\$ 30,251
Receivables, Net	925,083	847,301
Unbilled Revenues	201,361	168,490
Fuel, Materials, Supplies and Inventory	223,063	328,721
Regulatory Assets	741,868	887,625
Prepayments and Other Current Assets	138,009	215,284
Assets Held for Sale	219,550	—
Total Current Assets	2,487,099	2,477,672
Property, Plant and Equipment, Net	23,617,463	21,350,510
Deferred Debits and Other Assets:		
Regulatory Assets	4,497,447	3,638,688
Goodwill	4,427,266	3,519,401
Marketable Securities	585,419	544,642
Other Long-Term Assets	605,692	522,260
Total Deferred Debits and Other Assets	10,115,824	8,224,991
Total Assets	\$ 36,220,386	\$ 32,053,173
<b>LIABILITIES AND CAPITALIZATION</b>		
Current Liabilities:		
Notes Payable	\$ 1,088,087	\$ 1,148,500
Long-Term Debt – Current Portion	549,631	773,883
Accounts Payable	1,085,034	884,521
Regulatory Liabilities	128,071	146,787
Other Current Liabilities	738,222	684,914
Total Current Liabilities	3,589,045	3,638,605
Deferred Credits and Other Liabilities:		
Accumulated Deferred Income Taxes	3,297,518	5,607,207
Regulatory Liabilities	3,637,273	702,255
Derivative Liabilities	377,257	413,676
Accrued Pension, SERP and PBOP	1,228,091	1,141,514
Other Long-Term Liabilities	1,073,501	853,260
Total Deferred Credits and Other Liabilities	9,613,640	8,717,912
Capitalization:		
Long-Term Debt	11,775,889	8,829,354
Noncontrolling Interest - Preferred Stock of Subsidiaries	155,570	155,568
Equity:		
Common Shareholders' Equity:		
Common Shares	1,669,392	1,669,392
Capital Surplus, Paid In	6,239,940	6,250,224
Retained Earnings	3,561,084	3,175,171
Accumulated Other Comprehensive Loss	(66,403)	(65,282)
Treasury Stock	(317,771)	(317,771)
Common Shareholders' Equity	11,086,242	10,711,734
Total Capitalization	23,017,701	19,696,656

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Commitments and Contingencies (Note 11)

Total Liabilities and Capitalization	\$ 36,220,386	\$ 32,053,173
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The accompanying notes are an integral part of these consolidated financial statements.

EVERSOURCE ENERGY AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF INCOME

(Thousands of Dollars, Except Share Information)	For the Years Ended December 31,		
	2017	2016	2015
Operating Revenues	\$ 7,751,952	\$ 7,639,129	\$ 7,954,827
Operating Expenses:			
Purchased Power, Fuel and Transmission	2,535,271	2,500,828	3,086,905
Operations and Maintenance	1,277,147	1,323,549	1,329,289
Depreciation	773,802	715,466	665,856
Amortization of Regulatory Assets, Net	89,986	71,696	22,339
Energy Efficiency Programs	480,835	533,659	495,701
Taxes Other Than Income Taxes	676,757	634,072	590,573
Total Operating Expenses	5,833,798	5,779,270	6,190,663
Operating Income	1,918,154	1,859,859	1,764,164
Interest Expense	421,755	400,961	372,420
Other Income, Net	78,008	45,920	34,227
Income Before Income Tax Expense	1,574,407	1,504,818	1,425,971
Income Tax Expense	578,892	554,997	539,967
Net Income	995,515	949,821	886,004
Net Income Attributable to Noncontrolling Interests	7,519	7,519	7,519
Net Income Attributable to Common Shareholders	\$ 987,996	\$ 942,302	\$ 878,485
Basic Earnings Per Common Share	\$ 3.11	\$ 2.97	\$ 2.77
Diluted Earnings Per Common Share	\$ 3.11	\$ 2.96	\$ 2.76
Weighted Average Common Shares Outstanding:			
Basic	317,411,097	317,650,180	317,336,881
Diluted	318,031,580	318,454,239	318,432,687

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Thousands of Dollars, Except Share Information)	For the Years Ended December 31,		
	2017	2016	2015
Net Income	\$ 995,515	\$ 949,821	\$ 886,004
Other Comprehensive (Loss)/Income, Net of Tax:			
Qualified Cash Flow Hedging Instruments	1,974	2,137	2,079
Changes in Unrealized (Losses)/Gains on Marketable Securities	(350)	2,294	(2,588)
Changes in Funded Status of Pension, SERP and PBOP Benefit Plans	(2,745)	(2,869)	7,674
Other Comprehensive (Loss)/Income, Net of Tax	(1,121)	1,562	7,165
Comprehensive Income Attributable to Noncontrolling Interests	(7,519)	(7,519)	(7,519)
Comprehensive Income Attributable to Common Shareholders	\$ 986,875	\$ 943,864	\$ 885,650

The accompanying notes are an integral part of these consolidated financial statements.

EVERSOURCE ENERGY AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF COMMON SHAREHOLDERS' EQUITY

(Thousands of Dollars, Except Share Information)	Common Shares		Capital Surplus, Paid In	Retained Earnings	Accumulated Other Comprehensive Loss	Treasury Stock	Total Common Shareholders' Equity
	Shares	Amount					
Balance as of January 1, 2015	316,983,337	\$ 1,666,796	\$ 6,235,834	\$ 2,448,661	\$ (74,009)	\$ (300,467)	\$ 9,976,815
Net Income				886,004			886,004
Dividends on Common Shares - \$1.67 Per Share				(529,791)			(529,791)
Dividends on Preferred Stock				(7,519)			(7,519)
Issuance of Common Shares, \$5 Par Value	503,443	2,517	6,951				9,468
Long-Term Incentive Plan Activity			(6,140)				(6,140)
Increase in Treasury Shares	(295,531)		22,070			(9,510)	12,560
Other Changes in Shareholders' Equity			3,653				3,653
Other Comprehensive Income					7,165		7,165
Balance as of December 31, 2015	317,191,249	1,669,313	6,262,368	2,797,355	(66,844)	(309,977)	10,352,215
Net Income				949,821			949,821
Dividends on Common Shares - \$1.78 Per Share				(564,486)			(564,486)
Dividends on Preferred Stock				(7,519)			(7,519)
Issuance of Common Shares, \$5 Par Value	15,787	79	(5,639)				(5,560)
Long-Term Incentive Plan Activity			(6,056)				(6,056)
Increase in Treasury Shares	(321,228)					(7,794)	(7,794)
Other Changes in Shareholders' Equity			(449)				(449)
Other Comprehensive Income					1,562		1,562
Balance as of December 31, 2016	316,885,808	1,669,392	6,250,224	3,175,171	(65,282)	(317,771)	10,711,734
Net Income				995,515			995,515
Dividends on Common Shares - \$1.90 Per Share				(602,083)			(602,083)
Dividends on Preferred Stock				(7,519)			(7,519)
Long-Term Incentive Plan Activity			(10,834)				(10,834)
Other Changes in Shareholders' Equity			550				550
Other Comprehensive Loss					(1,121)		(1,121)
Balance as of December 31, 2017	316,885,808	\$ 1,669,392	\$ 6,239,940	\$ 3,561,084	\$ (66,403)	\$ (317,771)	\$ 11,086,242

The accompanying notes are an integral part of these consolidated financial statements.

EVERSOURCE ENERGY AND SUBSIDIARIES  
CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Years Ended December 31,

(Thousands of Dollars)	2017	2016	2015
<b>Operating Activities:</b>			
Net Income	\$ 995,515	\$ 949,821	\$ 886,004
Adjustments to Reconcile Net Income to Net Cash Flows			
Provided by Operating Activities:			
Depreciation	773,802	715,466	665,856
Deferred Income Taxes	491,630	466,463	491,736
Pension, SERP and PBOP Expense	22,454	39,912	96,017
Pension and PBOP Contributions	(242,800)	(158,741)	(162,452)
Regulatory (Under)/Over Recoveries, Net	(47,935)	13,340	(163,287)
Amortization of Regulatory Assets, Net	89,986	71,696	22,339
Refunds/(Payments) Related to Spent Nuclear Fuel, Net	—	59,804	(297,253)
Other	(148,429)	(77,294)	(82,219)
Changes in Current Assets and Liabilities:			
Receivables and Unbilled Revenues, Net	(117,155)	(142,699)	(39,797)
Fuel, Materials, Supplies and Inventory	(9,223)	7,755	34,112
Taxes Receivable/Accrued, Net	52,284	234,543	30,282
Accounts Payable	56,067	(14,126)	(91,618)
Other Current Assets and Liabilities, Net	88,738	9,112	44,031
Net Cash Flows Provided by Operating Activities	<u>2,004,934</u>	<u>2,175,052</u>	<u>1,433,751</u>
<b>Investing Activities:</b>			
Investments in Property, Plant and Equipment	(2,348,105)	(1,976,867)	(1,724,139)
Proceeds from Sales of Marketable Securities	832,903	659,338	799,165
Purchases of Marketable Securities	(810,507)	(681,272)	(717,114)
Acquisition of Aquarion	(877,652)	—	—
Payments to Acquire Investments	(32,634)	(188,958)	(23,353)
Other Investing Activities	25,521	36,951	6,291
Net Cash Flows Used in Investing Activities	<u>(3,210,474)</u>	<u>(2,150,808)</u>	<u>(1,659,150)</u>
<b>Financing Activities:</b>			
Cash Dividends on Common Shares	(602,083)	(564,486)	(529,791)
Cash Dividends on Preferred Stock	(7,519)	(7,519)	(7,519)
Increase/(Decrease) in Notes Payable	72,810	(12,453)	(242,122)
Issuance of Long-Term Debt	2,500,000	800,000	1,225,000
Retirements of Long-Term Debt	(745,000)	(200,000)	(216,700)
Other Financing Activities	(4,754)	(33,482)	(18,225)
Net Cash Flows Provided by/(Used in) Financing Activities	<u>1,213,454</u>	<u>(17,940)</u>	<u>210,643</u>
Net Increase/(Decrease) in Cash and Cash Equivalents	7,914	6,304	(14,756)
Cash and Cash Equivalents - Beginning of Year	30,251	23,947	38,703
Cash and Cash Equivalents - End of Year	<u>\$ 38,165</u>	<u>\$ 30,251</u>	<u>\$ 23,947</u>

The accompanying notes are an integral part of these consolidated financial statements.

## **Company Report on Internal Controls Over Financial Reporting**

### **The Connecticut Light and Power Company**

Management is responsible for the preparation, integrity, and fair presentation of the accompanying financial statements of The Connecticut Light and Power Company (CL&P or the Company) and of other sections of this annual report.

Management is responsible for establishing and maintaining adequate internal controls over financial reporting. The Company's internal control framework and processes have been designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America. There are inherent limitations of internal controls over financial reporting that could allow material misstatements due to error or fraud to occur and not be prevented or detected on a timely basis by employees during the normal course of business. Additionally, internal controls over financial reporting may become inadequate in the future due to changes in the business environment.

Under the supervision and with the participation of the principal executive officer and principal financial officer, CL&P conducted an evaluation of the effectiveness of internal controls over financial reporting based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on this evaluation under the framework in COSO, management concluded that internal controls over financial reporting were effective as of December 31, 2017.

February 23, 2018

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholder of The Connecticut Light and Power Company:

### Opinion on the Financial Statements

We have audited the accompanying balance sheets of The Connecticut Light and Power Company (the "Company") as of December 31, 2017 and 2016, the related statements of income, comprehensive income, common stockholder's equity, and cash flows, for each of the three years in the period ended December 31, 2017, and the related notes and the schedule listed in the Index at Item 15 of Part IV (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2017 and 2016, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2017, in conformity with accounting principles generally accepted in the United States of America.

### Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

/s/ Deloitte & Touche LLP

Hartford, Connecticut  
February 23, 2018

We have served as the Company's auditor since 2002.

THE CONNECTICUT LIGHT AND POWER COMPANY  
BALANCE SHEETS

(Thousands of Dollars)	As of December 31,	
	2017	2016
<b>ASSETS</b>		
Current Assets:		
Cash	\$ 6,028	\$ 6,579
Receivables, Net	370,676	359,132
Accounts Receivable from Affiliated Companies	28,181	16,851
Unbilled Revenues	54,154	50,373
Materials, Supplies and Inventory	48,438	52,050
Regulatory Assets	200,281	335,526
Prepayments and Other Current Assets	46,926	52,670
Total Current Assets	754,684	873,181
Property, Plant and Equipment, Net	8,271,030	7,632,392
Deferred Debits and Other Assets:		
Regulatory Assets	1,444,935	1,391,564
Other Long-Term Assets	159,597	137,907
Total Deferred Debits and Other Assets	1,604,532	1,529,471
Total Assets	\$ 10,630,246	\$ 10,035,044
<b>LIABILITIES AND CAPITALIZATION</b>		
Current Liabilities:		
Notes Payable to Eversource Parent	\$ 69,500	\$ 80,100
Long-Term Debt – Current Portion	300,000	250,000
Accounts Payable	367,605	289,532
Accounts Payable to Affiliated Companies	82,201	88,075
Obligations to Third Party Suppliers	52,860	55,520
Regulatory Liabilities	38,967	47,055
Derivative Liabilities	54,392	77,765
Other Current Liabilities	127,234	120,399
Total Current Liabilities	1,092,759	1,008,446
Deferred Credits and Other Liabilities:		
Accumulated Deferred Income Taxes	1,103,367	1,987,661
Regulatory Liabilities	1,112,136	100,138
Derivative Liabilities	376,918	412,750
Accrued Pension, SERP and PBOP	354,469	300,208
Other Long-Term Liabilities	128,135	123,244
Total Deferred Credits and Other Liabilities	3,075,025	2,924,001
Capitalization:		
Long-Term Debt	2,759,135	2,516,010
Preferred Stock Not Subject to Mandatory Redemption	116,200	116,200
Common Stockholder's Equity:		
Common Stock	60,352	60,352
Capital Surplus, Paid In	2,110,765	2,110,714
Retained Earnings	1,415,741	1,299,374
Accumulated Other Comprehensive Income/(Loss)	269	(53)
Common Stockholder's Equity	3,587,127	3,470,387
Total Capitalization	6,462,462	6,102,597

Commitments and Contingencies (Note 11)		
Total Liabilities and Capitalization	\$ 10,630,246	\$ 10,035,044

The accompanying notes are an integral part of these financial statements.

THE CONNECTICUT LIGHT AND POWER COMPANY  
STATEMENTS OF INCOME

(Thousands of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Operating Revenues	\$ 2,887,359	\$ 2,805,955	\$ 2,802,675
Operating Expenses:			
Purchased Power and Transmission	930,780	919,723	1,054,313
Operations and Maintenance	500,358	490,069	487,281
Depreciation	249,352	230,489	215,289
Amortization of Regulatory Assets, Net	83,166	38,765	12,318
Energy Efficiency Programs	114,713	154,015	153,725
Taxes Other Than Income Taxes	323,887	299,719	268,688
Total Operating Expenses	2,202,256	2,132,780	2,191,614
Operating Income	685,103	673,175	611,061
Interest Expense	142,973	144,110	145,795
Other Income, Net	21,242	13,497	11,490
Income Before Income Tax Expense	563,372	542,562	476,756
Income Tax Expense	186,646	208,308	177,396
Net Income	\$ 376,726	\$ 334,254	\$ 299,360

The accompanying notes are an integral part of these financial statements.

STATEMENTS OF COMPREHENSIVE INCOME

(Thousands of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Net Income	\$ 376,726	\$ 334,254	\$ 299,360
Other Comprehensive Income, Net of Tax:			
Qualified Cash Flow Hedging Instruments	334	444	444
Changes in Unrealized (Losses)/Gains on Marketable Securities	(12)	79	(89)
Other Comprehensive Income, Net of Tax	322	523	355
Comprehensive Income	\$ 377,048	\$ 334,777	\$ 299,715

The accompanying notes are an integral part of these financial statements.

THE CONNECTICUT LIGHT AND POWER COMPANY  
STATEMENTS OF COMMON STOCKHOLDER'S EQUITY

(Thousands of Dollars, Except Stock Information)	Common Stock		Capital Surplus, Paid In	Retained Earnings	Accumulated Other Comprehensive (Loss)/Income	Total Common Stockholder's Equity
	Stock	Amount				
Balance as of January 1, 2015	6,035,205	\$ 60,352	\$ 1,804,869	\$ 1,072,477	\$ (931)	\$ 2,936,767
Net Income				299,360		299,360
Dividends on Preferred Stock				(5,559)		(5,559)
Dividends on Common Stock				(196,000)		(196,000)
Allocation of Benefits - ESOP			743			743
Capital Stock Expenses, Net			51			51
Capital Contributions from Eversource Parent			105,000			105,000
Other Comprehensive Income					355	355
Balance as of December 31, 2015	6,035,205	60,352	1,910,663	1,170,278	(576)	3,140,717
Net Income				334,254		334,254
Dividends on Preferred Stock				(5,559)		(5,559)
Dividends on Common Stock				(199,599)		(199,599)
Capital Stock Expenses, Net			51			51
Capital Contributions from Eversource Parent			200,000			200,000
Other Comprehensive Income					523	523
Balance as of December 31, 2016	6,035,205	60,352	2,110,714	1,299,374	(53)	3,470,387
Net Income				376,726		376,726
Dividends on Preferred Stock				(5,559)		(5,559)
Dividends on Common Stock				(254,800)		(254,800)
Capital Stock Expenses, Net			51			51
Other Comprehensive Income					322	322
Balance as of December 31, 2017	6,035,205	\$ 60,352	\$ 2,110,765	\$ 1,415,741	\$ 269	\$ 3,587,127

The accompanying notes are an integral part of these financial statements.

THE CONNECTICUT LIGHT AND POWER COMPANY  
STATEMENTS OF CASH FLOWS

(Thousands of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
<b>Operating Activities:</b>			
Net Income	\$ 376,726	\$ 334,254	\$ 299,360
Adjustments to Reconcile Net Income to Net Cash Flows			
Provided by Operating Activities:			
Depreciation	249,352	230,489	215,289
Deferred Income Taxes	119,295	168,919	135,994
Pension, SERP and PBOP Expense, Net of Pension Contributions	7,409	6,948	14,091
Regulatory Underrecoveries, Net	(8,017)	(68,730)	(53,781)
Amortization of Regulatory Assets, Net	83,166	38,765	12,318
Refunds/(Payments) Related to Spent Nuclear Fuel, Net	—	13,568	(242,231)
Other	(37,648)	(32,212)	(36,385)
Changes in Current Assets and Liabilities:			
Receivables and Unbilled Revenues, Net	(47,768)	3,229	(29,195)
Materials and Supplies	3,612	(8,926)	22,810
Taxes Receivable/Accrued, Net	(9,688)	123,692	(13,517)
Accounts Payable	48,032	3,252	(16,910)
Other Current Assets and Liabilities, Net	20,080	(1,770)	(9,514)
<b>Net Cash Flows Provided by Operating Activities</b>	<b>804,551</b>	<b>811,478</b>	<b>298,329</b>
<b>Investing Activities:</b>			
Investments in Property, Plant and Equipment	(824,383)	(611,984)	(523,849)
Proceeds from the Sale of Property, Plant and Equipment	—	9,047	—
Other Investing Activities	236	296	(716)
<b>Net Cash Flows Used in Investing Activities</b>	<b>(824,147)</b>	<b>(602,641)</b>	<b>(524,565)</b>
<b>Financing Activities:</b>			
Cash Dividends on Common Stock	(254,800)	(199,599)	(196,000)
Cash Dividends on Preferred Stock	(5,559)	(5,559)	(5,559)
(Decrease)/Increase in Notes Payable to Eversource Parent	(10,600)	(197,300)	144,000
Issuance of Long-Term Debt	525,000	—	350,000
Retirements of Long-Term Debt	(250,000)	—	(162,000)
Capital Contributions from Eversource Parent	—	200,000	105,000
Other Financing Activities	15,004	(857)	(10,504)
<b>Net Cash Flows Provided by/(Used in) Financing Activities</b>	<b>19,045</b>	<b>(203,315)</b>	<b>224,937</b>
Net (Decrease)/Increase in Cash	(551)	5,522	(1,299)
Cash - Beginning of Year	6,579	1,057	2,356
Cash - End of Year	\$ 6,028	\$ 6,579	\$ 1,057

The accompanying notes are an integral part of these financial statements.

## **Company Report on Internal Controls Over Financial Reporting**

### **NSTAR Electric Company**

Management is responsible for the preparation, integrity, and fair presentation of the accompanying consolidated financial statements of NSTAR Electric Company and subsidiary (NSTAR Electric or the Company) and of other sections of this annual report.

Management is responsible for establishing and maintaining adequate internal controls over financial reporting. The Company's internal control framework and processes have been designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America. There are inherent limitations of internal controls over financial reporting that could allow material misstatements due to error or fraud to occur and not be prevented or detected on a timely basis by employees during the normal course of business. Additionally, internal controls over financial reporting may become inadequate in the future due to changes in the business environment.

Under the supervision and with the participation of the principal executive officer and principal financial officer, NSTAR Electric conducted an evaluation of the effectiveness of internal controls over financial reporting based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on this evaluation under the framework in COSO, management concluded that internal controls over financial reporting were effective as of December 31, 2017.

February 23, 2018

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholder of NSTAR Electric Company:

### Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of NSTAR Electric Company and subsidiary (the "Company") as of December 31, 2017 and 2016, the related consolidated statements of income, comprehensive income, common stockholder's equity, and cash flows, for each of the three years in the period ended December 31, 2017, and the related notes and the schedule listed in the Index at Item 15 of Part IV (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2017 and 2016, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2017, in conformity with accounting principles generally accepted in the United States of America.

### Emphasis of a Matter

As discussed in Note 1 to the financial statements, the Company merged with Western Massachusetts Electric Company on December 31, 2017 and financial information is presented as combined and consolidated for all periods presented.

### Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

/s/ Deloitte & Touche LLP

Hartford, Connecticut  
February 23, 2018

We have served as the Company's auditor since 2012.

NSTAR ELECTRIC COMPANY AND SUBSIDIARY  
CONSOLIDATED BALANCE SHEETS

	As of December 31,	
(Thousands of Dollars)	2017	2016
<b>ASSETS</b>		
Current Assets:		
Cash and Cash Equivalents	\$ 1,763	\$ 3,494
Receivables, Net	341,341	312,497
Accounts Receivable from Affiliated Companies	40,723	17,771
Unbilled Revenues	49,865	46,961
Materials, Supplies and Inventory	95,517	70,907
Regulatory Assets	333,882	353,522
Prepayments and Other Current Assets	24,499	56,066
Total Current Assets	887,590	861,218
Property, Plant and Equipment, Net	8,246,494	7,730,096
Deferred Debits and Other Assets:		
Regulatory Assets	1,190,575	1,185,037
Prepaid PBOP	126,948	91,607
Other Long-Term Assets	84,766	89,635
Total Deferred Debits and Other Assets	1,402,289	1,366,279
Total Assets	\$ 10,536,373	\$ 9,957,593
<b>LIABILITIES AND CAPITALIZATION</b>		
Current Liabilities:		
Notes Payable	\$ 234,000	\$ 126,500
Notes Payable to Eversource Parent	—	51,000
Long-Term Debt – Current Portion	—	400,000
Accounts Payable	340,115	288,634
Accounts Payable to Affiliated Companies	91,260	105,775
Obligations to Third Party Suppliers	88,721	66,371
Renewable Portfolio Standards Compliance Obligations	111,524	95,954
Regulatory Liabilities	79,562	78,541
Other Current Liabilities	79,916	84,933
Total Current Liabilities	1,025,098	1,297,708
Deferred Credits and Other Liabilities:		
Accumulated Deferred Income Taxes	1,275,814	2,327,085
Regulatory Liabilities	1,514,451	409,050
Accrued Pension and SERP	89,995	128,751
Other Long-Term Liabilities	198,176	164,503
Total Deferred Credits and Other Liabilities	3,078,436	3,029,389
Capitalization:		
Long-Term Debt	2,943,759	2,244,653
Preferred Stock Not Subject to Mandatory Redemption	43,000	43,000
Common Stockholder's Equity:		
Common Stock	—	—
Capital Surplus, Paid In	1,502,942	1,500,642
Retained Earnings	1,944,961	1,844,195
Accumulated Other Comprehensive Loss	(1,823)	(1,994)
Common Stockholder's Equity	3,446,080	3,342,843

Total Capitalization	<u>6,432,839</u>	<u>5,630,496</u>
Commitments and Contingencies (Note 11)		
Total Liabilities and Capitalization	<u>\$ 10,536,373</u>	<u>\$ 9,957,593</u>

The accompanying notes are an integral part of these consolidated financial statements.

NSTAR ELECTRIC COMPANY AND SUBSIDIARY  
CONSOLIDATED STATEMENTS OF INCOME

(Thousands of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Operating Revenues	\$ 2,980,629	\$ 3,041,588	\$ 3,198,887
Operating Expenses:			
Purchased Power and Transmission	1,025,414	1,084,324	1,366,779
Operations and Maintenance	463,737	489,882	392,888
Depreciation	274,008	259,262	240,132
Amortization of Regulatory Assets, Net	33,831	34,332	1,556
Energy Efficiency Programs	294,053	321,787	267,622
Taxes Other Than Income Taxes	181,959	177,837	171,563
Total Operating Expenses	2,273,002	2,367,424	2,440,540
Operating Income	707,627	674,164	758,347
Interest Expense	105,729	108,428	100,139
Other Income, Net	14,913	10,830	7,854
Income Before Income Tax Expense	616,811	576,566	666,062
Income Tax Expense	242,085	225,789	265,014
Net Income	\$ 374,726	\$ 350,777	\$ 401,048

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Thousands of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Net Income	\$ 374,726	\$ 350,777	\$ 401,048
Other Comprehensive Income, Net of Tax:			
Changes in Funded Status of SERP Benefit Plan	(264)	(177)	103
Qualified Cash Flow Hedging Instruments	438	437	380
Changes in Unrealized (Losses)/Gains on Marketable Securities	(3)	22	(25)
Other Comprehensive Income, Net of Tax	171	282	458
Comprehensive Income	\$ 374,897	\$ 351,059	\$ 401,506

The accompanying notes are an integral part of these consolidated financial statements.

NSTAR ELECTRIC COMPANY AND SUBSIDIARY  
CONSOLIDATED STATEMENTS OF COMMON STOCKHOLDER'S EQUITY

(Thousands of Dollars, Except Stock Information)	Common Stock		Capital Surplus, Paid In	Retained Earnings	Accumulated Other Comprehensive Loss	Total Common Stockholder's Equity
	Stock	Amount				
Balance as of January 1, 2015	200	\$ —	\$ 1,396,252	\$ 1,647,790	\$ (2,734)	\$ 3,041,308
Net Income				401,048		401,048
Dividends on Preferred Stock				(1,960)		(1,960)
Dividends on Common Stock				(235,200)		(235,200)
Other Changes in Stockholder's Equity			1,390			1,390
Other Comprehensive Income					458	458
Balance as of December 31, 2015	200	—	1,397,642	1,811,678	(2,276)	3,207,044
Net Income				350,777		350,777
Dividends on Preferred Stock				(1,960)		(1,960)
Dividends on Common Stock				(316,300)		(316,300)
Capital Contributions from Eversource Parent			103,000			103,000
Other Comprehensive Income					282	282
Balance as of December 31, 2016	200	—	1,500,642	1,844,195	(1,994)	3,342,843
Net Income				374,726		374,726
Dividends on Preferred Stock				(1,960)		(1,960)
Dividends on Common Stock				(272,000)		(272,000)
Capital Contributions from Eversource Parent			2,300			2,300
Other Comprehensive Income					171	171
Balance as of December 31, 2017	200	\$ —	\$ 1,502,942	\$ 1,944,961	\$ (1,823)	\$ 3,446,080

The accompanying notes are an integral part of these consolidated financial statements.

NSTAR ELECTRIC COMPANY AND SUBSIDIARY  
CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Years Ended December 31,

(Thousands of Dollars)	2017	2016	2015
<b>Operating Activities:</b>			
Net Income	\$ 374,726	\$ 350,777	\$ 401,048
Adjustments to Reconcile Net Income to Net Cash Flows			
Provided by Operating Activities:			
Depreciation	274,008	259,262	240,132
Deferred Income Taxes	110,499	101,698	212,583
Pension, SERP and PBOP (Income)/Expense, Net	(9,509)	(771)	11,639
Pension and PBOP Contributions	(90,721)	(37,305)	(9,886)
Regulatory (Under)/Over Recoveries, Net	(20,009)	118,385	(141,824)
Amortization of Regulatory Assets, Net	33,831	34,332	1,556
Bad Debt Expense	21,252	31,728	19,168
Refunds/(Payments) Related to Spent Nuclear Fuel	—	8,536	(56,001)
Other	(24,868)	(59,359)	(68,275)
Changes in Current Assets and Liabilities:			
Receivables and Unbilled Revenues, Net	(50,896)	(70,302)	(17,028)
Materials, Supplies and Inventory	(24,610)	10,571	19
Taxes Receivable/Accrued, Net	39,205	60,774	62,148
Accounts Payable	(20,421)	18,000	(5,510)
Other Current Assets and Liabilities, Net	25,913	(17,607)	50,283
<b>Net Cash Flows Provided by Operating Activities</b>	<b>638,400</b>	<b>808,719</b>	<b>700,052</b>
<b>Investing Activities:</b>			
Investments in Property, Plant and Equipment	(719,623)	(664,932)	(604,018)
Proceeds from Sales of Marketable Securities	3,934	2,479	186,444
Purchases of Marketable Securities	(3,869)	(2,426)	(128,861)
Other Investing Activities	(3,617)	—	—
<b>Net Cash Flows Used in Investing Activities</b>	<b>(723,175)</b>	<b>(664,879)</b>	<b>(546,435)</b>
<b>Financing Activities:</b>			
Cash Dividends on Common Stock	(272,000)	(316,300)	(235,200)
Cash Dividends on Preferred Stock	(1,960)	(1,960)	(1,960)
Increase/(Decrease) in Short-Term Debt	56,500	(28,400)	(117,500)
Capital Contributions from Eversource Parent	2,300	103,000	—
Issuance of Long-Term Debt	700,000	300,000	250,000
Retirements of Long-Term Debt	(400,000)	(200,000)	(54,700)
Other Financing Activities	(1,796)	(866)	(2,850)
<b>Net Cash Flows Provided by/(Used in) Financing Activities</b>	<b>83,044</b>	<b>(144,526)</b>	<b>(162,210)</b>
<b>Net Decrease in Cash and Cash Equivalents</b>	<b>(1,731)</b>	<b>(686)</b>	<b>(8,593)</b>
Cash and Cash Equivalents - Beginning of Year	3,494	4,180	12,773
<b>Cash and Cash Equivalents - End of Year</b>	<b>\$ 1,763</b>	<b>\$ 3,494</b>	<b>\$ 4,180</b>

The accompanying notes are an integral part of these consolidated financial statements.

## **Company Report on Internal Controls Over Financial Reporting**

### **Public Service Company of New Hampshire**

Management is responsible for the preparation, integrity, and fair presentation of the accompanying consolidated financial statements of Public Service Company of New Hampshire and subsidiary (PSNH or the Company) and of other sections of this annual report.

Management is responsible for establishing and maintaining adequate internal controls over financial reporting. The Company's internal control framework and processes have been designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with accounting principles generally accepted in the United States of America. There are inherent limitations of internal controls over financial reporting that could allow material misstatements due to error or fraud to occur and not be prevented or detected on a timely basis by employees during the normal course of business. Additionally, internal controls over financial reporting may become inadequate in the future due to changes in the business environment.

Under the supervision and with the participation of the principal executive officer and principal financial officer, PSNH conducted an evaluation of the effectiveness of internal controls over financial reporting based on criteria established in *Internal Control - Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on this evaluation under the framework in COSO, management concluded that internal controls over financial reporting were effective as of December 31, 2017.

February 23, 2018

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholder of Public Service Company of New Hampshire:

### Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of Public Service Company of New Hampshire and subsidiary (the "Company") as of December 31, 2017 and 2016, the related consolidated statements of income, comprehensive income, common stockholder's equity, and cash flows, for each of the three years in the period ended December 31, 2017, and the related notes and the schedule listed in the Index at Item 15 of Part IV (collectively referred to as the "financial statements"). In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2017 and 2016, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2017, in conformity with accounting principles generally accepted in the United States of America.

### Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

/s/ Deloitte & Touche LLP

Hartford, Connecticut  
February 23, 2018

We have served as the Company's auditor since 2002.

PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE AND SUBSIDIARY  
CONSOLIDATED BALANCE SHEETS

	As of December 31,	
(Thousands of Dollars)	2017	2016
<b>ASSETS</b>		
Current Assets:		
Cash	\$ 900	\$ 4,646
Receivables, Net	92,774	84,450
Accounts Receivable from Affiliated Companies	5,297	4,185
Unbilled Revenues	49,448	41,004
Fuel, Materials, Supplies and Inventory	40,285	162,354
Regulatory Assets	130,134	117,240
Prepayments and Other Current Assets	28,931	28,908
Assets Held for Sale	219,550	—
<b>Total Current Assets</b>	<b>567,319</b>	<b>442,787</b>
Property, Plant and Equipment, Net	2,642,274	3,039,313
Deferred Debits and Other Assets:		
Regulatory Assets	810,677	245,525
Other Long-Term Assets	42,391	37,720
<b>Total Deferred Debits and Other Assets</b>	<b>853,068</b>	<b>283,245</b>
<b>Total Assets</b>	<b>\$ 4,062,661</b>	<b>\$ 3,765,345</b>
<b>LIABILITIES AND CAPITALIZATION</b>		
Current Liabilities:		
Notes Payable to Eversource Parent	\$ 262,900	\$ 160,900
Long-Term Debt – Current Portion	110,000	70,000
Accounts Payable	128,685	85,716
Accounts Payable to Affiliated Companies	24,676	29,154
Dividends Payable to Eversource Parent	150,000	—
Regulatory Liabilities	6,251	12,659
Other Current Liabilities	67,924	43,253
<b>Total Current Liabilities</b>	<b>750,436</b>	<b>401,682</b>
Deferred Credits and Other Liabilities:		
Accumulated Deferred Income Taxes	443,468	785,385
Regulatory Liabilities	444,397	44,779
Accrued Pension, SERP and PBOP	124,639	94,652
Other Long-Term Liabilities	56,689	49,442
<b>Total Deferred Credits and Other Liabilities</b>	<b>1,069,193</b>	<b>974,258</b>
Capitalization:		
Long-Term Debt	892,438	1,002,048
Common Stockholder's Equity:		
Common Stock	—	—
Capital Surplus, Paid In	843,134	843,134
Retained Earnings	511,382	549,286
Accumulated Other Comprehensive Loss	(3,922)	(5,063)
<b>Common Stockholder's Equity</b>	<b>1,350,594</b>	<b>1,387,357</b>
<b>Total Capitalization</b>	<b>2,243,032</b>	<b>2,389,405</b>
Commitments and Contingencies (Note 11)		
<b>Total Liabilities and Capitalization</b>	<b>\$ 4,062,661</b>	<b>\$ 3,765,345</b>

The accompanying notes are an integral part of these consolidated financial statements.

PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE AND SUBSIDIARY  
CONSOLIDATED STATEMENTS OF INCOME

(Thousands of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Operating Revenues	\$ 981,624	\$ 959,482	\$ 972,203
Operating Expenses:			
Purchased Power, Fuel and Transmission	237,478	210,786	247,721
Operations and Maintenance	257,185	260,779	276,554
Depreciation	128,192	116,519	105,372
Amortization of Regulatory (Liabilities)/Assets, Net	(16,577)	11,170	16,276
Energy Efficiency Programs	13,788	14,204	14,324
Taxes Other Than Income Taxes	89,760	82,964	81,779
Total Operating Expenses	709,826	696,422	742,026
Operating Income	271,798	263,060	230,177
Interest Expense	51,007	50,040	45,990
Other Income, Net	3,880	1,329	3,315
Income Before Income Tax Expense	224,671	214,349	187,502
Income Tax Expense	88,675	82,364	73,060
Net Income	\$ 135,996	\$ 131,985	\$ 114,442

The accompanying notes are an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(Thousands of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Net Income	\$ 135,996	\$ 131,985	\$ 114,442
Other Comprehensive Income, Net of Tax:			
Qualified Cash Flow Hedging Instruments	1,162	1,162	1,162
Changes in Unrealized (Losses)/Gains on Marketable Securities	(21)	136	(154)
Other Comprehensive Income, Net of Tax	1,141	1,298	1,008
Comprehensive Income	\$ 137,137	\$ 133,283	\$ 115,450

The accompanying notes are an integral part of these consolidated financial statements.

PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE AND SUBSIDIARY  
CONSOLIDATED STATEMENTS OF COMMON STOCKHOLDER'S EQUITY

(Thousands of Dollars, Except Stock Information)	Common Stock		Capital Surplus, Paid In	Retained Earnings	Accumulated Other Comprehensive Loss	Total Common Stockholder's Equity
	Stock	Amount				
Balance as of January 1, 2015	301	\$ —	\$ 748,240	\$ 486,459	\$ (7,369)	\$ 1,227,330
Net Income				114,442		114,442
Dividends on Common Stock				(106,000)		(106,000)
Allocation of Benefits - ESOP			394			394
Other Comprehensive Income					1,008	1,008
Balance as of December 31, 2015	301	—	748,634	494,901	(6,361)	1,237,174
Net Income				131,985		131,985
Dividends on Common Stock				(77,600)		(77,600)
Capital Contributions from Eversource Parent			94,500			94,500
Other Comprehensive Income					1,298	1,298
Balance as of December 31, 2016	301	—	843,134	549,286	(5,063)	1,387,357
Net Income				135,996		135,996
Dividends on Common Stock				(173,900)		(173,900)
Other Comprehensive Income					1,141	1,141
Balance as of December 31, 2017	301	\$ —	\$ 843,134	\$ 511,382	\$ (3,922)	\$ 1,350,594

The accompanying notes are an integral part of these consolidated financial statements.

PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE AND SUBSIDIARY  
CONSOLIDATED STATEMENTS OF CASH FLOWS

(Thousands of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
<b>Operating Activities:</b>			
Net Income	\$ 135,996	\$ 131,985	\$ 114,442
Adjustments to Reconcile Net Income to Net Cash Flows			
Provided by Operating Activities:			
Depreciation	128,192	116,519	105,372
Deferred Income Taxes	63,883	87,345	83,776
Pension, SERP and PBOP Expense	1,368	875	4,580
Pension Contributions	(800)	(17,078)	(982)
Regulatory (Under)/Over Recoveries, Net	(30,788)	(4,491)	41
Amortization of Regulatory (Liabilities)/Assets, Net	(16,577)	11,170	16,276
Refunds Related to Spent Nuclear Fuel	—	3,926	979
Other	(10,088)	6,521	8,677
Changes in Current Assets and Liabilities:			
Receivables and Unbilled Revenues, Net	(22,055)	(18,822)	(4,750)
Fuel, Materials, Supplies and Inventory	5,519	(5,485)	(8,729)
Taxes Receivable/Accrued, Net	339	32,303	(23,909)
Accounts Payable	29,453	11,353	(22,203)
Other Current Assets and Liabilities, Net	16,458	5,651	953
Net Cash Flows Provided by Operating Activities	300,900	361,772	274,523
<b>Investing Activities:</b>			
Investments in Property, Plant and Equipment	(312,720)	(305,430)	(308,036)
Other Investing Activities	199	326	306
Net Cash Flows Used in Investing Activities	(312,521)	(305,104)	(307,730)
<b>Financing Activities:</b>			
Cash Dividends on Common Stock	(23,900)	(77,600)	(106,000)
Increase/(Decrease) in Notes Payable to Eversource Parent	102,000	(70,400)	140,800
Retirements of Long-Term Debt	(70,000)	—	—
Capital Contributions from Eversource Parent	—	94,500	—
Other Financing Activities	(225)	(255)	(349)
Net Cash Flows Provided by/(Used in) Financing Activities	7,875	(53,755)	34,451
Net (Decrease)/Increase in Cash	(3,746)	2,913	1,244
Cash - Beginning of Year	4,646	1,733	489
Cash - End of Year	\$ 900	\$ 4,646	\$ 1,733

The accompanying notes are an integral part of these consolidated financial statements.

**EVERSOURCE ENERGY AND SUBSIDIARIES**  
**THE CONNECTICUT LIGHT AND POWER COMPANY**  
**NSTAR ELECTRIC COMPANY AND SUBSIDIARY**  
**PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE AND SUBSIDIARY**  
  
**COMBINED NOTES TO FINANCIAL STATEMENTS**

Refer to the Glossary of Terms included in this combined Annual Report on Form 10-K for abbreviations and acronyms used throughout the combined notes to the financial statements.

**1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**A. About Eversource, CL&P, NSTAR Electric and PSNH**

Eversource Energy is a public utility holding company primarily engaged, through its wholly-owned regulated utility subsidiaries, in the energy delivery business. Eversource Energy's wholly-owned regulated utility subsidiaries consist of CL&P, NSTAR Electric and PSNH (electric utilities), Yankee Gas and NSTAR Gas (natural gas utilities) and Aquarion (water utilities). Eversource provides energy delivery and/or water service to approximately 4 million electric, natural gas and water customers through eight regulated utilities in Connecticut, Massachusetts and New Hampshire.

On December 4, 2017, Eversource completed the acquisition of Aquarion (formerly Macquarie Utilities Inc.) from Macquarie Infrastructure Partners for \$1.675 billion, consisting of approximately \$880 million in cash and \$795 million of assumed Aquarion debt. Aquarion became an indirect wholly-owned subsidiary of Eversource. Aquarion is a holding company primarily engaged, through its three separate regulated water utility subsidiaries, in the water collection, treatment and distribution business. Eversource's consolidated financial information includes Aquarion and its subsidiaries' activity from December 4, 2017 through December 31, 2017. See Note 22A, "Acquisition of Aquarion and Goodwill - Acquisition of Aquarion," for further information.

On December 31, 2017, Western Massachusetts Electric Company ("WMECO") was merged into NSTAR Electric. In accordance with accounting guidance on combinations between entities under common control, the net assets, results of operations and cash flows of WMECO are reflected in the NSTAR Electric financial statements. NSTAR Electric's financial statements for all periods presented in this combined Annual Report on Form 10-K have been retrospectively recast as if the merger occurred on the first day of the earliest reporting period. All contracts and operations of WMECO are now part of NSTAR Electric. Balance sheet and income statement adjustments were made for consistent presentation between WMECO's and NSTAR Electric's financial statements, including the elimination of intercompany transactions and a merger-related transaction for common equity. Balance sheet adjustments included the elimination of intercompany accounts receivable and payable between NSTAR Electric and WMECO. Income statement adjustments included the elimination of intercompany revenues and expenses between NSTAR Electric and WMECO.

Eversource, CL&P, NSTAR Electric and PSNH are reporting companies under the Securities Exchange Act of 1934. Eversource Energy is a public utility holding company under the Public Utility Holding Company Act of 2005. Arrangements among the regulated electric companies and other Eversource companies, outside agencies and other utilities covering interconnections, interchange of electric power and sales of utility property are subject to regulation by the FERC. Eversource's regulated companies are subject to regulation of rates, accounting and other matters by the FERC and/or applicable state regulatory commissions (the PURA for CL&P and Yankee Gas, the DPU for NSTAR Electric and NSTAR Gas, the NHPUC for PSNH, and the PURA, the DPU and the NHPUC for Aquarion).

CL&P, NSTAR Electric and PSNH furnish franchised retail electric service in Connecticut, Massachusetts and New Hampshire. Yankee Gas and NSTAR Gas are engaged in the distribution and sale of natural gas to customers within Connecticut and Massachusetts, respectively. Aquarion is engaged in the collection, treatment and distribution of water in Connecticut, Massachusetts and New Hampshire. CL&P, NSTAR Electric and PSNH's results include the operations of their respective distribution and transmission businesses. The distribution business also included the results of PSNH's generation facilities and NSTAR Electric's solar power facilities. Eversource also has a regulated subsidiary, NPT, which was formed to construct, own and operate the Northern Pass line, a HVDC transmission line from Québec to New Hampshire under development that will interconnect with a new HVDC transmission line being developed by a transmission subsidiary of HQ.

On January 10, 2018, Eversource and PSNH completed the sale of PSNH's thermal generation assets. See Note 12, "Assets Held for Sale," for further information.

Eversource Service, Eversource's service company, and several wholly-owned real estate subsidiaries of Eversource, provide support services to Eversource, including its regulated companies. Eversource holds several equity ownership interests, which are accounted for under the equity method. Eversource also consolidates the operations of CYAPC and YAEC, both of which are inactive regional nuclear generation companies engaged in the long-term storage of their spent nuclear fuel.

## B. Basis of Presentation

The consolidated financial statements of Eversource, NSTAR Electric and PSNH include the accounts of each of their respective subsidiaries. Intercompany transactions have been eliminated in consolidation. The accompanying consolidated financial statements of Eversource, NSTAR Electric and PSNH and the financial statements of CL&P are herein collectively referred to as the "financial statements."

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities as of the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Eversource consolidates CYAPC and YAEC because CL&P's, NSTAR Electric's and PSNH's combined ownership interest in each of these entities is greater than 50 percent. Intercompany transactions between CL&P, NSTAR Electric and PSNH and the CYAPC and YAEC companies have been eliminated in consolidation of the Eversource financial statements.

Eversource's utility subsidiaries' electric and natural gas distribution (including generation assets), transmission and water businesses are subject to rate regulation that is based on cost recovery and meets the criteria for application of accounting guidance for entities with rate-regulated operations, which considers the effect of regulation on the differences in the timing of the recognition of certain revenues and expenses from those of other businesses and industries. See Note 2, "Regulatory Accounting," for further information.

Certain reclassifications of prior year data were made in the accompanying financial statements to conform to the current year presentation.

In accordance with accounting guidance on noncontrolling interests in consolidated financial statements, the Preferred Stock of CL&P and the Preferred Stock of NSTAR Electric, which are not owned by Eversource or its consolidated subsidiaries and are not subject to mandatory redemption, have been presented as noncontrolling interests in the financial statements of Eversource. The Preferred Stock of CL&P and the Preferred Stock of NSTAR Electric are considered to be temporary equity and have been classified between liabilities and permanent shareholders' equity on the balance sheets of Eversource, CL&P and NSTAR Electric due to a provision in the preferred stock agreements of both CL&P and NSTAR Electric that grant preferred stockholders the right to elect a majority of the CL&P and NSTAR Electric Boards of Directors, respectively, should certain conditions exist, such as if preferred dividends are in arrears for a specified amount of time. The Net Income reported in the statements of income and cash flows represents net income prior to apportionment to noncontrolling interests, which is represented by dividends on preferred stock of CL&P and NSTAR Electric.

As of December 31, 2017 and 2016, Eversource's carrying amount of goodwill was approximately \$4.4 billion and \$3.5 billion, respectively. Eversource performs an assessment for possible impairment of its goodwill at least annually. Eversource completed its annual goodwill impairment test for each of its reporting units as of October 1, 2017 and determined that no impairment exists. See Note 22B, "Acquisition of Aquarion and Goodwill - Goodwill," for further information.

## C. Northern Pass

Northern Pass is Eversource's planned 1,090 MW HVDC transmission line that will interconnect from the Québec-New Hampshire border to Franklin, New Hampshire and an associated alternating current radial transmission line between Franklin and Deerfield, New Hampshire.

On February 1, 2018, the New Hampshire Site Evaluation Committee ("NHSEC") voted to deny Northern Pass' siting application. On February 14, 2018, pursuant to the NHSEC's decision, the Massachusetts EDCs, in coordination with the DOER and an independent evaluator, notified NPT that the EDCs will continue contract negotiations, with the option of discontinuing discussions and terminating its conditional selection by March 27, 2018.

Consistent with Eversource's and HQ's long-term relationship to bring clean energy into New England, Eversource and HQ continue to support Northern Pass and the many benefits this project will bring to our customers and region. Eversource intends to seek reconsideration of the NHSEC's decision and to review all options for moving this critical clean energy project forward.

As of December 31, 2017, Eversource has approximately \$277 million in capitalized costs associated with Northern Pass. The Company continues to believe that the Northern Pass project is probable of being placed in service. If in the future, events and changes in circumstances indicate that the Northern Pass project's capitalized costs may not be fully recoverable, the Company will then evaluate those costs for impairment. Should the Company conclude that these capitalized costs are impaired, this would have a significant negative impact on Eversource's financial position, results of operations, and cash flows.

## D. Accounting Standards

*Accounting Standards Issued but Not Yet Effective:* In May 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2014-09, *Revenue from Contracts with Customers*, which amends existing revenue recognition guidance and is required to be applied either fully retrospectively (to each reporting period presented) or under a modified retrospective method (cumulatively at the date of initial application). The FASB deferred implementation of ASU 2014-09 in ASU 2015-14, *Revenue from Contracts with Customers (Topic: 606): Deferral of the Effective Date*. The new accounting guidance is effective for interim and annual periods beginning in 2018 with early adoption permitted. The Company implemented the standard in the first quarter of 2018 using the modified retrospective method of adoption. Under this method of adoption, prior year reported results are not restated.

Under the new standard, an entity must identify the performance obligations in a contract, determine the transaction price and allocate the price to specific performance obligations to recognize the revenue when the obligation is completed. The amendments in this ASU also require disclosure of sufficient information to allow users to understand the nature, amount, timing and uncertainty of revenue and cash flow arising from contracts.

The Company has reviewed and performed accounting analyses of its revenue streams under contracts with customers. These accounting analyses included reviewing representative contracts and tariffs for each material revenue stream and evaluating them under the new guidance. The majority of the Company's sales are derived from tariffs to provide electric and natural gas to customers. For such tariffs, the Company expects that the revenue from contracts with customers under ASU 2014-09 will be equivalent to revenue from electricity and natural gas supplied and billed in that period (including estimated unbilled revenues), which is consistent with current practice.

Based on our assessments, the Company has identified one item that will be accounted for differently under the new revenue guidance as compared to current guidance. As a result of applying guidance on the unit of account under the new standard, purchases and sales of power from and to ISO-New England will be accounted for net by the hour, rather than net by the month, with no impact on net income.

After taking into consideration this identified change, the Company has concluded that the new guidance will not have a material impact on the amounts or timing of revenue recognition. Implementation of the ASU will not have a material effect on the results of operations, financial position or cash flows of Eversource, CL&P, NSTAR Electric or PSNH. Significant additional disclosures of the nature, amount, timing and uncertainty of revenues and cash flows arising from contracts with customers will be presented beginning in the first quarter of 2018.

In January 2016, the FASB issued ASU 2016-01, *Financial Instruments - Overall: Recognition and Measurement of Financial Assets and Liabilities*, which is required to be implemented in the first quarter of 2018. The ASU will remove the available-for-sale designation for equity securities, whereby changes in fair value are recorded in accumulated other comprehensive income within shareholders' equity, and will require changes in fair value of all equity securities to be recorded in earnings beginning on January 1, 2018, with the unrealized gain or loss on available-for-sale equity securities as of that date reclassified to retained earnings as a cumulative effect of adoption. The fair value of available-for-sale equity securities subject to this guidance as of December 31, 2017 was approximately \$51 million with an unrealized loss of \$0.1 million. The unrealized loss recorded in AOCI will be recorded as an adjustment to the opening balance of retained earnings as of January 1, 2018. The remaining available-for-sale equity securities included in marketable securities on the balance sheet are held in nuclear decommissioning trusts and are subject to regulatory accounting treatment and will not be impacted by this guidance. Implementation of the ASU for other financial instruments is not expected to have a material impact on the financial statements of Eversource, CL&P, NSTAR Electric or PSNH.

In February 2016, the FASB issued ASU 2016-02, *Leases*, which changes existing lease accounting guidance and is required to be applied in the first quarter of 2019, with earlier application permitted. The ASU lease criteria are required to be applied to leases and lease renewals entered into effective January 1, 2019, and leases entered into before that date are required to be recognized and measured using a modified retrospective approach. The Company is reviewing the requirements of ASU 2016-02, including balance sheet recognition of leases previously deemed to be operating leases, and expects to implement the ASU in the first quarter of 2019.

In March 2017, the FASB issued ASU 2017-07, *Compensation - Retirement Benefits: Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost*, required to be implemented in the first quarter of 2018. The ASU requires separate presentation of service cost from other components of net pension and PBOP costs, with the other components presented as non-operating income and not subject to capitalization. The ASU is required to be applied retrospectively for the separate presentation in the income statement of service costs and other components and prospectively in the balance sheet for the capitalization of only the service cost component. The implementation of the ASU will not have an impact on the net income of Eversource, CL&P, NSTAR Electric or PSNH.

#### **E. Cash and Cash Equivalents**

Cash and cash equivalents include cash on hand and short-term cash investments that are highly liquid in nature and have original maturities of three months or less. At the end of each reporting period, any overdraft amounts are reclassified from Cash and Cash Equivalents to Accounts Payable on the balance sheets.

#### **F. Provision for Uncollectible Accounts**

Eversource, including CL&P, NSTAR Electric and PSNH, presents its receivables at estimated net realizable value by maintaining a provision for uncollectible accounts. This provision is determined based upon a variety of judgments and factors, including the application of an estimated uncollectible percentage to each receivable aging category. The estimate is based upon historical collection and write-off experience and management's assessment of collectability from customers. Management continuously assesses the collectability of receivables and adjusts collectability estimates based on actual experience. Receivable balances are written off against the provision for uncollectible accounts when the customer accounts are terminated and these balances are deemed to be uncollectible.

The PURA allows CL&P and Yankee Gas to accelerate the recovery of accounts receivable balances attributable to qualified customers under financial or medical duress (uncollectible hardship accounts receivable) outstanding for greater than 180 days and 90 days, respectively. The DPU allows NSTAR Electric and NSTAR Gas to recover in rates, amounts associated with certain uncollectible hardship accounts receivable. These uncollectible hardship customer account balances are included in Regulatory Assets or Other Long-Term Assets on the balance sheets.

The total provision for both uncollectible accounts and for uncollectible hardship accounts (the uncollectible hardship balance is included in the total provision) is included in Receivables, Net on the balance sheets, and was as follows:

(Millions of Dollars)	Total Provision for Uncollectible Accounts				Uncollectible Hardship			
	As of December 31,				As of December 31,			
	2017		2016		2017		2016	
Eversource	\$	195.7	\$	200.6	\$	122.5	\$	119.9
CL&P		78.9		86.4		65.5		67.7
NSTAR Electric		69.7		70.3		40.3		36.1
PSNH		10.5		9.9		—		—

### G. Fuel, Materials, Supplies and Inventory

Fuel, Materials, Supplies and Inventory include natural gas, coal, biomass and oil inventories, materials and supplies purchased primarily for construction or operation and maintenance purposes, RECs and emission allowances. Inventory is valued at the lower of cost or net realizable value. RECs are purchased from suppliers of renewable sources of generation and are used to meet state mandated Renewable Portfolio Standards requirements.

PSNH is subject to federal and state laws and regulations that regulate emissions of air pollutants, including SO<sub>2</sub>, CO<sub>2</sub>, and NO<sub>x</sub> related to its regulated generation units, and used SO<sub>2</sub>, CO<sub>2</sub>, and NO<sub>x</sub> emissions allowances. SO<sub>2</sub>, CO<sub>2</sub>, and NO<sub>x</sub> emissions allowances were charged to expense based on their average cost as they were utilized against emissions volumes at PSNH's generating units.

On October 11, 2017, PSNH entered into two Purchase and Sale Agreements ("Agreements") to sell its thermal and hydroelectric generation assets. The NHPUC approved the Agreements in late November 2017 and on January 10, 2018, PSNH completed the sale of its thermal generation assets. As of December 31, 2017, PSNH has classified its generation assets, which included coal, biomass and oil inventories and emission allowances, as held for sale. As of December 31, 2016, these inventories were recorded within Fuel, Materials, Supplies and Inventory on the balance sheet. See Note 12, "Assets Held for Sale," for further information.

The carrying amounts of fuel, materials and supplies, RECs, and emission allowances were as follows:

(Millions of Dollars)	As of December 31,															
	2017				2016											
	Eversource	CL&P	NSTAR Electric	PSNH	Eversource	CL&P	NSTAR Electric	PSNH								
<u>Current:</u>																
Fuel	\$	29.7	\$	—	\$	—	\$	—	\$	135.7	\$	—	\$	—	\$	99.9
Materials and Supplies		117.1		44.4		45.1		18.5		142.7		48.2		39.7		47.3
RECs		76.3		4.0		50.4		21.8		47.9		3.9		31.2		12.8
Emission Allowances		—		—		—		—		2.4		—		—		2.4
<u>Long-Term:</u>																
Emission Allowances		—		—		—		—		17.5		—		—		17.5

### H. Deposits

As of December 31, 2017, Eversource, CL&P, NSTAR Electric and PSNH had \$24.5 million, \$3.1 million, \$12.8 million and \$0.5 million, respectively, of cash collateral posted not subject to master netting agreements, with ISO-NE related to energy transactions, which was included in Prepayments and Other Current Assets on the balance sheets. As of December 31, 2016, these amounts were \$21.7 million, \$1.4 million, \$11.8 million and \$0.5 million for Eversource, CL&P, NSTAR Electric and PSNH, respectively.

### I. Fair Value Measurements

Fair value measurement guidance is applied to derivative contracts that are not elected or designated as "normal purchases" or "normal sales" ("normal") and to the marketable securities held in trusts. Fair value measurement guidance is also applied to valuations of the investments used to calculate the funded status of pension and PBOP plans, the nonrecurring fair value measurements of nonfinancial assets such as goodwill and AROs, and the estimated fair value of preferred stock and long-term debt.

*Fair Value Hierarchy:* In measuring fair value, Eversource uses observable market data when available in order to minimize the use of unobservable inputs. Inputs used in fair value measurements are categorized into three fair value hierarchy levels for disclosure purposes. The entire fair value measurement is categorized based on the lowest level of input that is significant to the fair value measurement. Eversource evaluates the classification of assets and liabilities measured at fair value on a quarterly basis, and Eversource's policy is to recognize transfers between levels of the fair value hierarchy as of the end of the reporting period. The three levels of the fair value hierarchy are described below:

Level 1 - Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities as of the reporting date. Active markets are those in which transactions for the asset or liability occur in sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 - Inputs are quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-derived valuations in which all significant inputs are observable.

Level 3 - Quoted market prices are not available. Fair value is derived from valuation techniques in which one or more significant inputs or assumptions are unobservable. Where possible, valuation techniques incorporate observable market inputs that can be validated to external sources such as industry exchanges, including prices of energy and energy-related products.

*Determination of Fair Value:* The valuation techniques and inputs used in Eversource's fair value measurements are described in Note 4, "Derivative Instruments," Note 5, "Marketable Securities," Note 6, "Asset Retirement Obligations," Note 9A, "Employee Benefits – Pension Benefits and Postretirement Benefits Other Than Pensions," and Note 14, "Fair Value of Financial Instruments" to the financial statements.

#### **J. Derivative Accounting**

Many of the electric and natural gas companies' contracts for the purchase and sale of energy or energy-related products are derivatives. The accounting treatment for energy contracts entered into varies and depends on the intended use of the particular contract and on whether or not the contract is a derivative. For the regulated companies, regulatory assets or regulatory liabilities are recorded to offset the fair values of derivative contracts related to energy and energy-related products, as contract settlements are recovered from, or refunded to, customers in future rates.

The application of derivative accounting is complex and requires management judgment in the following respects: identification of derivatives and embedded derivatives, election and designation of a contract as normal, and determination of the fair value of derivative contracts. All of these judgments can have a significant impact on the financial statements.

The judgment applied in the election of a contract as normal (and resulting accrual accounting) includes the conclusion that it is probable at the inception of the contract and throughout its term that it will result in physical delivery of the underlying product and that the quantities will be used or sold by the business in the normal course of business. If facts and circumstances change and management can no longer support this conclusion, then a contract cannot be considered normal and accrual accounting is terminated, and fair value accounting is applied prospectively.

The fair value of derivative contracts is based upon the contract terms and conditions and the underlying market price or fair value per unit. When quantities are not specified in the contract, the Company determines whether the contract has a determinable quantity by using amounts referenced in default provisions and other relevant sections of the contract. The fair value of derivative assets and liabilities with the same counterparty are offset and recorded as a net derivative asset or liability on the balance sheets.

All changes in the fair value of derivative contracts are recorded as regulatory assets or liabilities and do not impact net income.

For further information regarding derivative contracts, see Note 4, "Derivative Instruments," to the financial statements.

#### **K. Investments**

Investments are included in Other Long-Term Assets on the balance sheets and earnings impacts from equity investments are included in Other Income, Net on the statements of income.

*Strategic, Infrastructure and Other Investments:* As of December 31, 2017 and 2016, Eversource had investments totaling \$277.6 million and \$236.9 million, respectively. As of December 31, 2017 and 2016, Eversource's investments included a 15 percent ownership interest in a FERC-regulated natural gas transmission business of \$159.6 million and \$154.6 million, respectively, a 40 percent ownership interest in Access Northeast of \$31.3 million and \$30.9 million, respectively, a 37.2 percent (14.5 percent of which related to NSTAR Electric) ownership interest in two companies that transmit hydro-electricity imported from the Hydro-Quebec system in Canada of \$17.7 million and \$7.7 million, respectively, and other investments totaling \$69.0 million and \$43.7 million, respectively. NSTAR Electric's investments totaled \$6.9 million and \$3.0 million, respectively, as of December 31, 2017 and 2016.

*Regional Decommissioned Nuclear Companies:* CL&P, NSTAR Electric and PSNH own common stock in three regional nuclear generation companies (CYAPC, YAEC and MYAPC, collectively referred to as the "Yankee Companies"), each of which owned a single nuclear generating facility that has been decommissioned. For CL&P, NSTAR Electric and PSNH, the respective investments in CYAPC, YAEC and MYAPC are accounted for under the equity method and are included in Other Long-Term Assets on their respective balance sheets. Eversource consolidates CYAPC and YAEC because CL&P's, NSTAR Electric's and PSNH's combined ownership interest in each of these entities is greater than 50 percent. For further information on the Yankee Companies, see Note 11C, "Commitments and Contingencies – Spent Nuclear Fuel Obligations – Yankee Companies," to the financial statements.

*Equity in Earnings and Dividends from Equity Investments:* For the years ended December 31, 2017, 2016 and 2015, Eversource had equity in earnings of \$27.4 million, \$0.2 million, and \$0.9 million, respectively. Eversource received dividends from its equity method investees of \$20.0 million and \$0.1 million, respectively, for the years ended December 31, 2017 and 2016.

**L. Revenues**

*Retail Revenues:* Retail revenues are based on rates approved by respective state regulatory commissions. In general, rates can only be changed through formal proceedings with the state regulatory commissions. These rates are designed to recover the costs to provide service to customers, and include a return on investment. Regulatory commission-approved tracking mechanisms are also used to recover certain costs on a fully-reconciling basis. These tracking mechanisms require rates to be changed periodically to ensure recovery of actual costs incurred.

Certain Eversource electric, natural gas and water companies, including CL&P and NSTAR Electric (for a portion of its customers), have a regulatory commission approved revenue decoupling mechanism ("decoupled companies"). Distribution revenues are decoupled from customer sales volumes, where applicable, which breaks the relationship between sales volumes and revenues recognized. The decoupled companies reconcile their annual base distribution rate recovery to pre-established levels of baseline distribution delivery service revenues. Any difference between the allowed level of distribution revenue and the actual amount realized is adjusted through rates in a subsequent period.

A significant portion of the electric and natural gas companies' retail revenues relate to the recovery of costs incurred for the sale of electricity and natural gas purchased on behalf of customers. These energy supply costs are recovered from customers in rates through cost tracking mechanisms. Energy purchases are recorded in Purchased Power, Fuel and Transmission, and the sales of energy associated with these purchases are recorded in Operating Revenues on the statements of income.

*Unbilled Revenues:* Because customers are billed throughout the month based on pre-determined cycles rather than on a calendar month basis, an estimate of electricity, natural gas or water delivered to customers for which the customers have not yet been billed is calculated as of the balance sheet date. Unbilled revenues are included in Operating Revenues on the statements of income and in Current Assets on the balance sheets. Actual amounts billed to customers when meter readings become available may vary from the estimated amount.

Unbilled revenues are recognized by allocating estimated unbilled sales volumes to the respective customer classes, and then applying an estimated rate by customer class to those sales volumes. Unbilled revenues can vary significantly from period to period as a result of seasonality, weather, customer usage patterns, customer rates in effect for customer classes, and the timing of customer billing. The estimate of unbilled revenues can significantly impact the amount of revenues recorded at the companies that do not have a revenue decoupling mechanism. Companies that do have a decoupling mechanism record a regulatory deferral to reflect the actual allowed amount of revenue associated with their respective decoupled distribution rate design.

*Transmission Revenues - Wholesale Rates:* The Eversource electric transmission-owning companies have a combination of FERC-approved regional and local formula rates that work in tandem to recover all their transmission costs. These rates are part of the ISO-NE Tariff. Regional rates recover the costs of higher voltage transmission facilities that benefit the region, and are collected from all New England transmission customers, including the Eversource distribution businesses. Eversource and NSTAR Electric each have two sets of local rates that recover the companies' total transmission revenue requirements, less revenues received from regional rates and other sources, and are collected from Eversource's distribution businesses and other transmission customers. The distribution businesses of Eversource, in turn, recover the FERC- approved charges from retail customers through annual or semiannual tracking mechanisms. The transmission formula rates provide for the annual reconciliation and recovery or refund of estimated costs to actual costs. The financial impacts of differences between actual and estimated costs are deferred for future recovery from, or refund to, transmission customers. See Note 11E, "Commitments and Contingencies – FERC ROE Complaints," for complaints filed at the FERC relating to Eversource's ROE.

*Transmission Revenues - Retail Rates:* A significant portion of the Eversource electric transmission segment revenue comes from ISO-NE charges to the distribution businesses of CL&P, NSTAR Electric, and PSNH, each of which recovers these costs through rates charged to their retail customers. CL&P, NSTAR Electric and PSNH each have a retail transmission cost tracking mechanism as part of their rates, which allows the electric distribution companies to charge their retail customers for transmission costs on a timely basis.

**M. Operating Expenses**

Costs related to fuel and natural gas included in Purchased Power, Fuel and Transmission on the statements of income were as follows:

(Millions of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Eversource - Natural Gas and Fuel	\$ 432.5	\$ 372.2	\$ 516.7
PSNH - Fuel	43.4	45.0	85.4

**N. Allowance for Funds Used During Construction**

AFUDC represents the cost of borrowed and equity funds used to finance construction and is included in the cost of the electric, natural gas and water companies' utility plant on the balance sheet. The portion of AFUDC attributable to borrowed funds is recorded as a reduction of Interest Expense, and the AFUDC related to equity funds is recorded as Other Income, Net on the statements of income. AFUDC costs are recovered from customers over the service life of the related plant in the form of increased revenue collected as a result of higher depreciation expense.

The average AFUDC rate is based on a FERC-prescribed formula using the cost of a company's short-term financings and capitalization (preferred stock, long-term debt and common equity), as appropriate. The average rate is applied to average eligible CWIP amounts to calculate AFUDC.

AFUDC costs and the weighted-average AFUDC rates were as follows:

Eversource <i>(Millions of Dollars, except percentages)</i>	For the Years Ended December 31,		
	2017	2016	2015
Borrowed Funds	\$ 12.5	\$ 10.8	\$ 7.2
Equity Funds	34.4	26.2	18.8
Total AFUDC	\$ 46.9	\$ 37.0	\$ 26.0
Average AFUDC Rate	5.1%	4.4%	3.9%

<i>(Millions of Dollars, except percentages)</i>	For the Years Ended December 31,								
	2017			2016			2015		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Borrowed Funds	\$ 5.1	\$ 4.8	\$ 0.7	\$ 3.3	\$ 5.3	\$ 0.8	\$ 2.6	\$ 3.0	\$ 1.0
Equity Funds	12.1	10.2	—	6.3	10.2	0.3	5.2	6.0	1.2
Total AFUDC	\$ 17.2	\$ 15.0	\$ 0.7	\$ 9.6	\$ 15.5	\$ 1.1	\$ 7.8	\$ 9.0	\$ 2.2
Average AFUDC Rate	6.2%	5.0%	0.7%	4.7%	3.2%	1.0%	5.5%	3.5%	1.8%

**O. Other Income, Net**

Items included within Other Income, Net on the statements of income primarily consist of investment income/(loss) related to debt and equity securities held in trust, market value changes related to deferred compensation plans, interest income, AFUDC related to equity funds, and income/(loss) related to equity method investees. For further information on gains/(losses) related to debt and equity securities, see Note 5, "Marketable Securities," to the financial statements. For further information on AFUDC related to equity funds, see Note 1N, "Summary of Significant Accounting Policies – Allowance for Funds Used During Construction," to the financial statements. For further information on equity in earnings, see Note 1K, "Summary of Significant Accounting Policies – Investments," to the financial statements.

**P. Other Taxes**

Eversource's companies that serve customers in Connecticut collect gross receipts taxes levied by the state of Connecticut from their customers. These gross receipts taxes are shown separately with collections in Operating Revenues and with payments in Taxes Other Than Income Taxes on the statements of income as follows:

<i>(Millions of Dollars)</i>	For the Years Ended December 31,		
	2017	2016	2015
Eversource	\$ 157.4	\$ 162.7	\$ 147.2
CL&P	137.5	145.2	128.5

As agents for state and local governments, Eversource's companies that serve customers in Connecticut and Massachusetts collect certain sales taxes that are recorded on a net basis with no impact on the statements of income.

Separately from the amounts above are \$25.4 million of expense recorded as Taxes Other than Income Taxes in 2017 related to the future remittance of energy efficiency funds collected from customers in Operating Revenues to the State of Connecticut. These amounts are shown separately with collections in Operating Revenues and expenses in Taxes Other than Income Taxes on the Eversource and CL&P statements of income.

**Q. Supplemental Cash Flow Information**

Eversource <i>(Millions of Dollars)</i>	As of and For the Years Ended December 31,		
	2017	2016	2015
Cash Paid/(Received) During the Year for:			
Interest, Net of Amounts Capitalized	\$ 419.1	\$ 398.1	\$ 365.9
Income Taxes	30.8	(135.5)	10.3
Non-Cash Investing Activities:			
Plant Additions Included in Accounts Payable (As of)	379.5	301.5	216.6

<i>(Millions of Dollars)</i>	As of and For the Years Ended December 31,								
	2017			2016			2015		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Cash Paid/(Received) During the Year for:									
Interest, Net of Amounts Capitalized	\$ 144.6	\$ 124.6	\$ 45.9	\$ 143.3	\$ 112.9	\$ 46.5	\$ 144.4	\$ 102.4	\$ 42.3
Income Taxes	68.8	95.5	26.1	(73.9)	66.0	(36.0)	55.2	(5.1)	14.4
Non-Cash Investing Activities:									
Plant Additions Included in Accounts Payable (As of)	132.5	116.5	44.4	116.2	87.0	37.9	76.0	50.5	46.5

In 2016, as a result of damages awarded to the Yankee Companies for spent nuclear fuel lawsuits against the DOE described in Note 11C, "Commitments and Contingencies – Spent Nuclear Fuel Obligations – Yankee Companies," CYAPC and YAEC received total proceeds of \$52.2 million, which were classified as operating activities on the Eversource consolidated statements of cash flows. CYAPC returned \$6.8 million of these proceeds to its non-affiliated member companies. In addition, CL&P, NSTAR Electric and PSNH received a total distribution of \$14.4 million from MYAPC as a result of DOE Phase III proceeds and a distribution from its spent nuclear fuel trust.

The 2015 cash paid for interest excludes interest payments made by CL&P and NSTAR Electric in connection with the full satisfaction of their respective obligations to the DOE for the disposal of spent nuclear fuel and high-level radioactive waste for all periods prior to 1983 from their previous ownership interest in the Millstone nuclear power stations. CL&P and NSTAR Electric divested their ownership interest in Millstone in 2001. In late 2015, CL&P and NSTAR Electric made payments of \$244.6 million and \$57.4 million, respectively, to satisfy their pre-1983 spent nuclear fuel obligations to the DOE in full, which included accumulated interest of \$178 million and \$41.8 million, respectively.

#### R. Related Parties

Eversource Service, Eversource's service company, provides centralized accounting, administrative, engineering, financial, information technology, legal, operational, planning, purchasing, and other services to Eversource's companies. The Rocky River Realty Company, Renewable Properties, Inc. and Properties, Inc., three other Eversource subsidiaries, construct, acquire or lease some of the property and facilities used by Eversource's companies.

As of both December 31, 2017 and 2016, CL&P, NSTAR Electric and PSNH had long-term receivables from Eversource Service in the amounts of \$25.0 million, \$3.8 million and \$5.5 million, respectively, which were included in Other Long-Term Assets on the balance sheets. These amounts related to the funding of investments held in trust by Eversource Service in connection with certain postretirement benefits for CL&P, NSTAR Electric and PSNH employees and have been eliminated in consolidation on the Eversource financial statements.

Included in the CL&P, NSTAR Electric and PSNH balance sheets as of December 31, 2017 and 2016 were Accounts Receivable from Affiliated Companies and Accounts Payable to Affiliated Companies relating to transactions between CL&P, NSTAR Electric and PSNH and other subsidiaries that are wholly-owned by Eversource. These amounts have been eliminated in consolidation on the Eversource financial statements.

## 2. REGULATORY ACCOUNTING

Eversource's utility companies are subject to rate regulation that is based on cost recovery and meets the criteria for application of accounting guidance for rate-regulated operations, which considers the effect of regulation on the timing of the recognition of certain revenues and expenses. The regulated companies' financial statements reflect the effects of the rate-making process. The rates charged to the customers of Eversource's regulated companies are designed to collect each company's costs to provide service, including a return on investment.

Management believes it is probable that each of the regulated companies will recover its respective investments in long-lived assets, including regulatory assets. If management were to determine that it could no longer apply the accounting guidance applicable to rate-regulated enterprises to any of the regulated companies' operations, or if management could not conclude it is probable that costs would be recovered from customers in future rates, the costs would be charged to net income in the period in which the determination is made.

*Regulatory Assets:* The components of regulatory assets were as follows:

Eversource (Millions of Dollars)	As of December 31,	
	2017	2016
Benefit Costs	\$ 2,068.8	\$ 1,817.8
Deferred Costs from Generation Asset Sale	516.1	—
Derivative Liabilities	367.2	423.3
Income Taxes, Net	768.9	644.5
Storm Restoration Costs	404.8	385.3
Goodwill-related	365.2	464.4
Regulatory Tracker Mechanisms	509.9	576.6
Asset Retirement Obligations	101.0	99.3
Other Regulatory Assets	137.4	115.1
Total Regulatory Assets	5,239.3	4,526.3
Less: Current Portion	741.9	887.6
Total Long-Term Regulatory Assets	\$ 4,497.4	\$ 3,638.7

As of December 31,

(Millions of Dollars)	2017			2016		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Benefit Costs	\$ 469.2	\$ 560.7	\$ 212.3	\$ 429.3	\$ 525.3	\$ 184.2
Deferred Costs from Generation Asset Sale	—	—	516.1	—	—	—
Derivative Liabilities	362.3	—	—	420.5	2.8	—
Income Taxes, Net	453.8	113.2	21.7	437.0	120.5	24.2
Storm Restoration Costs	216.7	146.6	41.5	239.8	128.4	17.1
Goodwill-related	—	313.6	—	—	398.7	—
Regulatory Tracker Mechanisms	85.3	273.0	116.4	123.9	304.0	104.5
Asset Retirement Obligations	30.3	39.0	17.0	33.2	36.1	16.2
Other Regulatory Assets	27.6	78.4	15.8	43.4	22.7	16.5
Total Regulatory Assets	1,645.2	1,524.5	940.8	1,727.1	1,538.5	362.7
Less: Current Portion	200.3	333.9	130.1	335.5	353.5	117.2
Total Long-Term Regulatory Assets	\$ 1,444.9	\$ 1,190.6	\$ 810.7	\$ 1,391.6	\$ 1,185.0	\$ 245.5

**Benefit Costs:** Eversource's Pension, SERP and PBOP Plans are accounted for in accordance with accounting guidance on defined benefit pension and other PBOP plans. The liability (or asset) recorded by the regulated companies to recognize the funded status of their retiree benefit plans is offset by a regulatory asset (or offset by a regulatory liability in the case of a benefit plan asset) in lieu of a charge to Accumulated Other Comprehensive Income/(Loss), reflecting ultimate recovery from customers through rates. The regulatory asset (or regulatory liability) is amortized as the actuarial gains and losses and prior service cost are amortized to net periodic benefit cost for the pension and PBOP plans. All amounts are remeasured annually. Regulatory accounting is also applied to the portions of Eversource's service company costs that support the regulated companies, as these amounts are also recoverable. As these regulatory assets or regulatory liabilities do not represent a cash outlay for the regulated companies, no carrying charge is recovered from customers.

CL&P, NSTAR Electric and PSNH recover benefit costs related to their distribution and transmission operations from customers in rates as allowed by their applicable regulatory commissions. NSTAR Electric recovers qualified pension and PBOP expenses related to its distribution operations through a rate reconciling mechanism that fully tracks the change in net pension and PBOP expenses each year.

**Deferred Costs from Generation Asset Sale:** Represents PSNH's \$516.1 million of deferred costs associated with the sale of PSNH's generation assets that are expected to be recovered. These deferred costs were the difference between the carrying value and the fair value less costs to sell of the thermal generation assets that were classified as held for sale as of December 31, 2017. Full recovery of PSNH's generation assets (including these deferred costs and the results of the sale of the hydro generation assets) are expected to occur through a combination of cash flows during the remaining operating period, sales proceeds, and recovery of stranded costs via the issuance of bonds that will be secured by a non-bypassable charge or through recoveries in future rates billed to PSNH's customers. For further information, see Note 12, "Assets Held for Sale."

**Derivative Liabilities:** Regulatory assets are recorded as an offset to derivative liabilities and relate to the fair value of contracts used to purchase energy and energy-related products that will be recovered from customers in future rates. These assets are excluded from rate base and are being recovered as the actual settlements occur over the duration of the contracts. See Note 4, "Derivative Instruments," to the financial statements for further information on these contracts.

**Income Taxes, Net:** The tax effect of temporary book-tax differences (differences between the periods in which transactions affect income in the financial statements and the periods in which they affect the determination of taxable income, including those differences relating to uncertain tax positions) is accounted for in accordance with the rate-making treatment of the applicable regulatory commissions and accounting guidance for income taxes. Differences in income taxes between the accounting guidance and the rate-making treatment of the applicable regulatory commissions are recorded as regulatory assets. As these assets are offset by deferred income tax liabilities, no carrying charge is collected. The amortization period of these assets varies depending on the nature and/or remaining life of the underlying assets and liabilities. For further information regarding income taxes, see Note 10, "Income Taxes," to the financial statements.

**Storm Restoration Costs:** The storm restoration cost deferrals relate to costs incurred for major storm events at CL&P, NSTAR Electric and PSNH that each company expects to recover from customers. A storm must meet certain criteria to qualify as a major storm with the criteria specific to each state jurisdiction and utility company. Once a storm qualifies as a major storm, all qualifying expenses incurred during storm restoration efforts are deferred and recovered from customers. In addition to storm restoration costs, CL&P and PSNH are each allowed to recover pre-staging storm costs. Management believes the storm restoration costs were prudent and meet the criteria for specific cost recovery in Connecticut, Massachusetts and New Hampshire, and that recovery from customers is probable through the applicable regulatory recovery process. Each electric utility has sought, or is seeking, recovery of its deferred storm restoration costs through its applicable regulatory recovery process. Each electric utility company either recovers a carrying charge on its deferred storm restoration cost regulatory asset balance or the regulatory asset balance is included in rate base.

**Goodwill-related:** The goodwill regulatory asset originated from a 1999 transaction, and the DPU allowed its recovery in NSTAR Electric and NSTAR Gas rates. This regulatory asset is currently being amortized and recovered from customers in rates without a carrying charge over a 40-year period, and, as of December 31, 2017, there were 22 years of amortization remaining.

**Regulatory Tracker Mechanisms:** The regulated companies' approved rates are designed to recover costs incurred to provide service to customers. The regulated companies recover certain of their costs on a fully-reconciling basis through regulatory commission-approved tracking mechanisms. The differences between the costs incurred (or the rate recovery allowed) and the actual revenues are recorded as regulatory assets (for undercollections) or as regulatory liabilities (for overcollections) to be included in future customer rates each year. Carrying charges are recovered in rates on all material regulatory tracker mechanisms.

CL&P, NSTAR Electric and PSNH each recover, on a fully reconciling basis, the costs associated with the procurement of energy, transmission related costs from FERC-approved transmission tariffs, energy efficiency programs, low income assistance programs, certain uncollectible accounts receivable for hardship customers, and restructuring and stranded costs as a result of deregulation. Energy procurement costs at PSNH include the costs related to its generation facilities and at NSTAR Electric include the costs related to its solar power facilities.

CL&P, NSTAR Electric (for their western Massachusetts customer rates) and NSTAR Gas each have a regulatory commission approved revenue decoupling mechanism. Distribution revenues are decoupled from customer sales volumes, where applicable, which breaks the relationship between sales volumes and revenues recognized. In 2017 and 2016, NSTAR Electric operated under two different rate structures based on its service territory geography. For customers that were served in eastern Massachusetts, including metropolitan Boston, Cape Cod and Martha's Vineyard, NSTAR Electric operated using traditional rates. For customers that were served in western Massachusetts, including the metropolitan Springfield region, NSTAR Electric operated using decoupled rates. Effective February 1, 2018, all of NSTAR Electric's distribution revenues were decoupled as a result of the DPU-approved rate decision. CL&P and NSTAR Electric reconciled their annual base distribution rate recovery amounts to their pre-established levels of baseline distribution delivery service revenues of \$1.059 billion and \$132.4 million, respectively, through December 31, 2017. Effective February 1, 2018, NSTAR Electric, operating entirely under decoupled rates, will reconcile its annual base distribution rate recovery to its new baseline of \$974.8 million. Any difference between the allowed level of distribution revenue and the actual amount realized during a 12-month period is adjusted through rates in the following period.

**Asset Retirement Obligations:** The costs associated with the depreciation of the regulated companies' ARO assets and accretion of the ARO liabilities are recorded as regulatory assets in accordance with regulatory accounting guidance. The regulated companies' ARO assets, regulatory assets and liabilities offset and are excluded from rate base. These costs are being recovered over the life of the underlying property, plant and equipment.

**Other Regulatory Assets:** Other Regulatory Assets primarily include contractual obligations associated with the remaining nuclear fuel storage costs of the CYAPC, YAEC and MYAPC nuclear facilities, environmental remediation costs, losses associated with the reacquisition or redemption of long-term debt, certain uncollectible accounts receivable for hardship customers, certain merger-related costs allowed for recovery, water tank painting costs, and various other items.

**Regulatory Costs in Long-Term Assets:** Eversource's regulated companies had \$105.8 million (including \$18.2 million for CL&P, \$42.7 million for NSTAR Electric and \$27.2 million for PSNH) and \$86.3 million (including \$5.9 million for CL&P, \$55.1 million for NSTAR Electric and \$8.2 million for PSNH) of additional regulatory costs as of December 31, 2017 and 2016, respectively, that were included in long-term assets on the balance sheets. These amounts represent incurred costs for which recovery has not yet been specifically approved by the applicable regulatory agency. However, based on regulatory policies or past precedent on similar costs, management believes it is probable that these costs will ultimately be approved and recovered from customers in rates.

**Equity Return on Regulatory Assets:** For rate-making purposes, the regulated companies recover the carrying costs related to their regulatory assets. For certain regulatory assets, the carrying cost recovered includes an equity return component. This equity return, which is not recorded on the balance sheets, totaled \$1.0 million and \$1.2 million for CL&P as of December 31, 2017 and 2016, respectively. These carrying costs will be recovered from customers in future rates. As of December 31, 2017 and 2016, this equity return, which is not recorded on the balance sheets, totaled \$42.0 million and \$44.9 million, respectively, for PSNH. These amounts include \$25 million of equity return on the Clean Air Project costs that PSNH has agreed not to bill customers as part of a generation divestiture settlement agreement.

**Regulatory Liabilities:** The components of regulatory liabilities were as follows:

Eversource (Millions of Dollars)	As of December 31,	
	2017	2016
Cost of Removal	\$ 502.1	\$ 459.7
Benefit Costs	132.3	136.2
Regulatory Tracker Mechanisms	136.7	145.3
AFUDC - Transmission	67.1	65.8
Other Regulatory Liabilities	45.2	42.1
Total Regulatory Liabilities <sup>(1)</sup>	883.4	849.1
Less: Current Portion	128.1	146.8
Total Long-Term Regulatory Liabilities <sup>(1)</sup>	\$ 755.3	\$ 702.3

As of December 31,

(Millions of Dollars)	2017			2016		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Cost of Removal	\$ 23.2	\$ 293.8	\$ 37.9	\$ 38.8	\$ 280.2	\$ 44.1
Benefit Costs	—	112.6	—	—	113.1	—
Regulatory Tracker Mechanisms	34.6	77.8	5.0	37.2	78.4	10.7
AFUDC - Transmission	48.8	18.3	—	50.2	15.6	—
Other Regulatory Liabilities	12.9	3.7	2.7	21.0	0.3	2.7
Total Regulatory Liabilities <sup>(1)</sup>	119.5	506.2	45.6	147.2	487.6	57.5
Less: Current Portion	39.0	79.6	6.3	47.1	78.5	12.7
Total Long-Term Regulatory Liabilities <sup>(1)</sup>	\$ 80.5	\$ 426.6	\$ 39.3	\$ 100.1	\$ 409.1	\$ 44.8

<sup>(1)</sup> The amounts above do not include the impacts associated with the "Tax Cuts and Jobs Act" (the "Act"), which became law on December 22, 2017. Pursuant to the enacted law, Eversource remeasured its existing deferred federal income tax balances as of December 31, 2017 to reflect the decrease in the U.S. federal corporate income tax rate from 35 percent to 21 percent. The remeasurement resulted in provisional regulated excess accumulated deferred income tax (ADIT) liabilities that we expect to benefit our customers in future periods, which were estimated to be approximately \$2.9 billion (approximately \$1.0 billion at CL&P, \$1.1 billion at NSTAR Electric and \$0.4 billion at PSNH) as of December 31, 2017 and recognized as regulatory liabilities on the balance sheet. We estimate that about 85 percent of the provisional regulated excess ADIT liabilities relate to property, plant, and equipment with remaining useful lives estimated to be in excess of 20 years. These amounts are subject to IRS normalization rules and would be returned to customers using the same timing as the remaining useful lives of the underlying assets that gave rise to the ADIT liabilities. The Eversource regulated companies are currently working with the state regulatory commissions, who have opened investigations to examine the impact of the Act on customer rates. For further information, see Note 10, "Income Taxes," to the financial statements.

**Cost of Removal:** Eversource's regulated companies currently recover amounts in rates for future costs of removal of plant assets over the lives of the assets. The estimated cost to remove utility assets from service is recognized as a component of depreciation expense, and the cumulative amount collected from customers but not yet expended is recognized as a regulatory liability.

**AFUDC - Transmission:** Regulatory liabilities were recorded by CL&P and NSTAR Electric for AFUDC accrued on certain reliability-related transmission projects to reflect local rate base recovery. These regulatory liabilities will be amortized over the depreciable life of the related transmission assets.

**FERC ROE Complaints:** As of December 31, 2017, Eversource has a reserve established for the first and second ROE complaints in the pending FERC ROE complaint proceedings, which was recorded as a regulatory liability. The cumulative pre-tax reserve (excluding interest) as of December 31, 2017, which includes the impact of refunds given to customers, totaled \$39.1 million for Eversource (including \$21.4 million for CL&P, \$14.6 million for NSTAR Electric and \$3.1 million for PSNH). See Note 11E, "Commitments and Contingencies – FERC ROE Complaints," for further information on developments in the pending ROE complaint proceedings.

**Recent Regulatory Developments:**

**NSTAR Electric Distribution Rate Case Decision:** On November 30, 2017, the DPU issued its decision in the NSTAR Electric distribution rate case, which approved an annual distribution rate increase of \$37 million, with rates effective February 1, 2018. On January 3, 2018, NSTAR Electric filed a motion to reflect a revenue requirement reduction of \$56 million (due to the decrease in the federal corporate income tax rate, as part of the "Tax Cuts and Jobs Act"), resulting in an annual net decrease in rates of \$19 million.

In addition to its decision regarding rates, the DPU approved an authorized regulatory ROE of 10 percent, the establishment of a revenue decoupling rate mechanism for the portion of the NSTAR Electric business that did not previously have a decoupling mechanism, and the implementation of an inflation-based adjustment mechanism with a five-year stay-out until January 1, 2023.

Among other items, the DPU approved the recovery of previously expensed merger-related costs (which were incurred by Eversource parent in prior years) over a 10-year period and the recovery of previously deferred storm costs with carrying charges at the prime rate, but disallowed certain property taxes. The rate case decision resulted in the recognition of an aggregate \$44.1 million pre-tax benefit recorded in 2017 (\$14.1 million at NSTAR Electric).

**CL&P Rate Case Settlement:** On January 11, 2018, CL&P filed a distribution rate case settlement agreement for approval by PURA, which included, among other things, rate increases of \$97.1 million, \$32.7 million and \$24.7 million, effective May 1, 2018, 2019, and 2020, respectively, an authorized regulatory ROE of 9.25 percent, 53 percent common equity in CL&P's capital structure, and a new capital tracker through 2020 for capital additions, system resiliency, and grid modernization. The rate increases associated with the settlement agreement will be reduced by the impact of the decrease in the federal corporate income tax rate, as part of the "Tax Cuts and Jobs Act," while amounts related to ADIT will be addressed in a separate manner. CL&P expects to receive final approval from PURA in the second quarter of 2018. No actions arose from this settlement that had an impact on previously deferred costs.

### 3. PROPERTY, PLANT AND EQUIPMENT AND ACCUMULATED DEPRECIATION

Utility property, plant and equipment is recorded at original cost. Original cost includes materials, labor, construction overheads and AFUDC for regulated property. The cost of repairs and maintenance, including planned major maintenance activities, is charged to Operations and Maintenance expense as incurred.

The following tables summarize property, plant and equipment by asset category:

Eversource <i>(Millions of Dollars)</i>	As of December 31,	
	2017	2016
Distribution - Electric	\$ 14,410.5	\$ 13,716.9
Distribution - Natural Gas	3,244.2	3,010.4
Transmission - Electric	9,270.9	8,517.4
Water <sup>(1)</sup>	1,558.4	—
Generation and Solar <sup>(2)</sup>	36.2	1,224.2
Utility	28,520.2	26,468.9
Other <sup>(3)</sup>	693.7	591.6
Property, Plant and Equipment, Gross	29,213.9	27,060.5
Less: Accumulated Depreciation		
Utility	(6,846.9)	(6,480.4)
Other	(286.9)	(242.0)
Total Accumulated Depreciation	(7,133.8)	(6,722.4)
Property, Plant and Equipment, Net	22,080.1	20,338.1
Construction Work in Progress	1,537.4	1,012.4
Total Property, Plant and Equipment, Net	\$ 23,617.5	\$ 21,350.5

<i>(Millions of Dollars)</i>	As of December 31,					
	2017			2016		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Distribution	\$ 5,888.3	\$ 6,479.0	\$ 2,083.4	\$ 5,562.9	\$ 6,244.2	\$ 1,949.8
Transmission	4,239.9	3,821.2	1,161.3	3,912.9	3,496.9	1,059.3
Generation and Solar <sup>(2)</sup>	—	36.2	—	—	36.0	1,188.2
Property, Plant and Equipment, Gross	10,128.2	10,336.4	3,244.7	9,475.8	9,777.1	4,197.3
Less: Accumulated Depreciation	(2,239.0)	(2,550.2)	(751.8)	(2,082.4)	(2,364.2)	(1,254.7)
Property, Plant and Equipment, Net	7,889.2	7,786.2	2,492.9	7,393.4	7,412.9	2,942.6
Construction Work in Progress	381.8	460.3	149.4	239.0	317.2	96.7
Total Property, Plant and Equipment, Net	\$ 8,271.0	\$ 8,246.5	\$ 2,642.3	\$ 7,632.4	\$ 7,730.1	\$ 3,039.3

- <sup>(1)</sup> On December 4, 2017, Eversource completed the acquisition of Aquarion. See Note 22A, "Acquisition of Aquarion and Goodwill - Acquisition of Aquarion," for further information.
- <sup>(2)</sup> On October 11, 2017, PSNH entered into two Purchase and Sale Agreements ("Agreements") to sell its thermal and hydroelectric generation assets. As of December 31, 2017, PSNH has classified its generation assets as held for sale. As of December 31, 2016, these plant balances were recorded within Property, Plant and Equipment, Net on the balance sheet. See Note 12, "Assets Held for Sale," for further information.
- <sup>(3)</sup> These assets are primarily comprised of building improvements, computer software, hardware and equipment at Eversource Service.

Depreciation of utility assets is calculated on a straight-line basis using composite rates based on the estimated remaining useful lives of the various classes of property (estimated useful life for PSNH distribution and the water utilities). The composite rates, which are subject to approval by the appropriate state regulatory agency, include a cost of removal component, which is collected from customers over the lives of the plant assets and is recognized as a regulatory liability. Depreciation rates are applied to property from the time it is placed in service.

Upon retirement from service, the cost of the utility asset is charged to the accumulated provision for depreciation. The actual incurred removal costs are applied against the related regulatory liability.

The depreciation rates for the various classes of utility property, plant and equipment aggregate to composite rates as follows:

<i>(Percent)</i>	2017	2016	2015
Eversource	3.0%	3.0%	2.9%
CL&P	2.8%	2.7%	2.7%
NSTAR Electric	2.9%	2.9%	2.9%
PSNH	3.1%	3.1%	3.2%

The following table summarizes average remaining useful lives of depreciable assets:

(Years)	As of December 31, 2017			
	Eversource	CL&P	NSTAR Electric	PSNH
Distribution	34.6	35.8	31.7	31.3
Transmission	40.9	37.2	44.7	43.5
Water	32.0	—	—	—
Solar	25.0	—	25.0	—
Other	12.7	—	—	—

#### 4. DERIVATIVE INSTRUMENTS

The electric and natural gas companies purchase and procure energy and energy-related products, which are subject to price volatility, for their customers. The costs associated with supplying energy to customers are recoverable from customers in future rates. These regulated companies manage the risks associated with the price volatility of energy and energy-related products through the use of derivative and non-derivative contracts.

Many of the derivative contracts meet the definition of, and are designated as, normal and qualify for accrual accounting under the applicable accounting guidance. The costs and benefits of derivative contracts that meet the definition of normal are recognized in Operating Expenses or Operating Revenues on the statements of income, as applicable, as electricity or natural gas is delivered.

Derivative contracts that are not designated as normal are recorded at fair value as current or long-term Derivative Assets or Derivative Liabilities on the balance sheets. For the electric and natural gas companies, regulatory assets or regulatory liabilities are recorded to offset the fair values of derivatives, as contract settlement amounts are recovered from, or refunded to, customers in their respective energy supply rates.

The gross fair values of derivative assets and liabilities with the same counterparty are offset and reported as net Derivative Assets or Derivative Liabilities, with current and long-term portions, on the balance sheets. The following table presents the gross fair values of contracts, categorized by risk type, and the net amounts recorded as current or long-term derivative assets or liabilities:

(Millions of Dollars)	As of December 31,					
	2017			2016		
	Commodity Supply and Price Risk Management	Netting <sup>(1)</sup>	Net Amount Recorded as a Derivative	Commodity Supply and Price Risk Management	Netting <sup>(1)</sup>	Net Amount Recorded as a Derivative
<b>Current Derivative Assets:</b>						
Level 2:						
Eversource	\$ —	\$ —	\$ —	\$ 6.0	\$ —	\$ 6.0
Level 3:						
CL&P	9.5	(7.1)	2.4	13.9	(9.4)	4.5
<b>Long-Term Derivative Assets:</b>						
Level 2:						
Eversource	\$ —	\$ —	\$ —	\$ 0.3	\$ (0.1)	\$ 0.2
Level 3:						
CL&P	71.9	(5.3)	66.6	77.3	(11.7)	65.6
<b>Current Derivative Liabilities:</b>						
Level 2:						
Eversource	\$ (4.5)	\$ —	\$ (4.5)	\$ —	\$ —	\$ —
Level 3:						
Eversource	(54.4)	—	(54.4)	(79.7)	—	(79.7)
CL&P	(54.4)	—	(54.4)	(77.8)	—	(77.8)
<b>Long-Term Derivative Liabilities:</b>						
Level 2:						
Eversource	\$ (0.4)	\$ —	\$ (0.4)	\$ —	\$ —	\$ —
Level 3:						
Eversource	(376.9)	—	(376.9)	(413.7)	—	(413.7)
CL&P	(376.9)	—	(376.9)	(412.8)	—	(412.8)

(1) Amounts represent derivative assets and liabilities that Eversource elected to record net on the balance sheets. These amounts are subject to master netting agreements or similar agreements for which the right of offset exists.

The business activities that result in the recognition of derivative assets also create exposure to various counterparties. As of December 31, 2017, CL&P's derivative assets were exposed to counterparty credit risk. Of CL&P's derivative assets, \$69.0 million was contracted with investment grade entities.

For further information on the fair value of derivative contracts, see Note 1I, "Summary of Significant Accounting Policies – Fair Value Measurements," and Note 1J, "Summary of Significant Accounting Policies – Derivative Accounting," to the financial statements.

Derivative Contracts at Fair Value with Offsetting Regulatory Amounts

*Commodity Supply and Price Risk Management:* As required by regulation, CL&P, along with UI, has capacity-related contracts with generation facilities. CL&P has a sharing agreement with UI, with 80 percent of the costs or benefits of each contract borne by or allocated to CL&P and 20 percent borne by or allocated to UI. The combined capacity of these contracts is 787 MW. The capacity contracts extend through 2026 and obligate both CL&P and UI to make or receive payments on a monthly basis to or from the generation facilities based on the difference between a set capacity price and the capacity market price received in the ISO-NE capacity markets. In addition, CL&P has a contract to purchase 0.1 million MWh of energy per year through 2020.

As of December 31, 2017 and 2016, Eversource had NYMEX financial contracts for natural gas futures in order to reduce variability associated with the purchase price of 9.5 million and 9.2 million MMBtu of natural gas, respectively.

For the years ended December 31, 2017, 2016 and 2015, there were losses of \$29.0 million, \$125.5 million and \$60.2 million, respectively, deferred as regulatory costs, which reflect the change in fair value associated with Eversource's derivative contracts.

Credit Risk

Certain of Eversource's derivative contracts contain credit risk contingent provisions. These provisions require Eversource to maintain investment grade credit ratings from the major rating agencies and to post collateral for contracts in a net liability position over specified credit limits. As of December 31, 2017, Eversource had \$3.4 million of derivative contracts in a net liability position that were subject to credit risk contingent provisions and would have been required to post additional collateral of \$3.7 million if Eversource's unsecured debt credit ratings had been downgraded to below investment grade. As of December 31, 2016, Eversource had no derivative contracts in a net liability position that were subject to credit risk contingent provisions.

Fair Value Measurements of Derivative Instruments

Derivative contracts classified as Level 2 in the fair value hierarchy relate to the financial contracts for natural gas futures. Prices are obtained from broker quotes and are based on actual market activity. The contracts are valued using NYMEX natural gas prices. Valuations of these contracts also incorporate discount rates using the yield curve approach.

The fair value of derivative contracts classified as Level 3 utilizes significant unobservable inputs. The fair value is modeled using income techniques, such as discounted cash flow valuations adjusted for assumptions related to exit price. Significant observable inputs for valuations of these contracts include energy and energy-related product prices in future years for which quoted prices in an active market exist. Fair value measurements categorized in Level 3 of the fair value hierarchy are prepared by individuals with expertise in valuation techniques, pricing of energy and energy-related products, and accounting requirements. The future power and capacity prices for periods that are not quoted in an active market or established at auction are based on available market data and are escalated based on estimates of inflation in order to address the full term of the contract.

Valuations of derivative contracts using a discounted cash flow methodology include assumptions regarding the timing and likelihood of scheduled payments and also reflect non-performance risk, including credit, using the default probability approach based on the counterparty's credit rating for assets and the Company's credit rating for liabilities.

Valuations incorporate estimates of premiums or discounts that would be required by a market participant to arrive at an exit price, using historical market transactions adjusted for the terms of the contract.

The following is a summary of CL&P's Level 3 derivative contracts and the range of the significant unobservable inputs utilized in the valuations over the duration of the contracts:

CL&P	As of December 31,											
	2017					2016						
	Range		Period Covered			Range		Period Covered				
Capacity Prices	\$	5.00	—	8.70	per kW-Month	2021 - 2026	\$	5.50	—	8.70	per kW-Month	2020 - 2026
Forward Reserve		1.00	—	2.00	per kW-Month	2018 - 2024		1.40	—	2.00	per kW-Month	2017 - 2024

Exit price premiums of 6 percent through 18 percent are also applied on these contracts and reflect the uncertainty and illiquidity premiums that would be required based on the most recent market activity available for similar type contracts.

*Valuations using significant unobservable inputs:* The following table presents changes in the Level 3 category of derivative assets and derivative liabilities measured at fair value on a recurring basis. The derivative assets and liabilities are presented on a net basis.

(Millions of Dollars)

	Eversource	CL&P
<b>Derivatives, Net:</b>		
Fair Value as of January 1, 2016	\$ (380.9)	\$ (380.8)
Net Realized/Unrealized Losses Included in Regulatory Assets and Liabilities	(130.7)	(122.7)
Settlements	88.3	83.0
Fair Value as of December 31, 2016	\$ (423.3)	\$ (420.5)
Transfer out of Level 3	1.2	—
Net Realized/Unrealized Losses Included in Regulatory Assets and Liabilities	(11.4)	(9.5)
Settlements	71.2	67.7
Fair Value as of December 31, 2017	\$ (362.3)	\$ (362.3)

Significant increases or decreases in future energy or capacity prices in isolation would decrease or increase, respectively, the fair value of the derivative liability. Any increases in risk premiums would increase the fair value of the derivative liability. Changes in these fair values are recorded as a regulatory asset or liability and do not impact net income.

## 5. MARKETABLE SECURITIES

Eversource maintains trusts that hold marketable securities to fund certain non-qualified executive benefits. These trusts are not subject to regulatory oversight by state or federal agencies. CYAPC and YAEC maintain legally restricted trusts, each of which holds marketable securities, to fund the spent nuclear fuel removal obligations of their nuclear fuel storage facilities.

*Trading Securities:* Eversource has elected to record certain equity securities as trading securities, with the changes in fair values recorded in Other Income, Net on the statements of income. As of December 31, 2016, these securities were classified as Level 1 in the fair value hierarchy and totaled \$9.6 million. These securities were sold during 2017 and were no longer held as of December 31, 2017. For the years ended December 31, 2016 and 2015, net gains on these securities of \$0.6 million and \$2.0 million, respectively, were recorded in Other Income, Net on the statements of income. Dividend income is recorded in Other Income, Net when dividends are declared.

*Available-for-Sale Securities:* The following is a summary of available-for-sale securities, which are recorded at fair value and are included in current and long-term Marketable Securities on the balance sheets.

Eversource (Millions of Dollars)	As of December 31,							
	2017				2016			
	Amortized Cost	Pre-Tax Unrealized Gains	Pre-Tax Unrealized Losses	Fair Value	Amortized Cost	Pre-Tax Unrealized Gains	Pre-Tax Unrealized Losses	Fair Value
Debt Securities	\$ 284.9	\$ 3.2	\$ (1.1)	\$ 287.0	\$ 296.2	\$ 1.1	\$ (2.1)	\$ 295.2
Equity Securities	216.1	97.8	(0.1)	313.8	203.3	62.3	(1.2)	264.4

Eversource's debt and equity securities include CYAPC's and YAEC's marketable securities held in nuclear decommissioning trusts in the amounts of \$503.6 million and \$466.7 million as of December 31, 2017 and 2016, respectively. Unrealized gains and losses for these nuclear decommissioning trusts are recorded in Marketable Securities with the corresponding offset to Other Long-Term Liabilities on the balance sheets, with no impact on the statements of income.

*Unrealized Losses and Other-than-Temporary Impairment:* There have been no significant unrealized losses, other-than-temporary impairments or credit losses in 2017 or 2016. Factors considered in determining whether a credit loss exists include the duration and severity of the impairment, adverse conditions specifically affecting the issuer, and the payment history, ratings and rating changes of the security. For asset-backed debt securities, underlying collateral and expected future cash flows are also evaluated.

*Realized Gains and Losses:* Realized gains and losses on available-for-sale securities are recorded in Other Income, Net for Eversource's benefit trust and are offset in Other Long-Term Liabilities for CYAPC and YAEC. Eversource utilizes the specific identification basis method for the Eversource benefit trust, and the average cost basis method for the CYAPC and YAEC nuclear decommissioning trusts to compute the realized gains and losses on the sale of available-for-sale securities. For the year ended December 31, 2017, Eversource recognized net realized gains of \$9.8 million on the sales of available-for-sale securities held in the benefit trust. The proceeds of the sales were re-invested in the Eversource benefit trust.

*Contractual Maturities:* As of December 31, 2017, the contractual maturities of available-for-sale debt securities were as follows:

<b>Eversource</b> (Millions of Dollars)	<b>Amortized Cost</b>	<b>Fair Value</b>
Less than one year <sup>(1)</sup>	\$ 40.2	\$ 40.1
One to five years	46.7	47.5
Six to ten years	64.7	65.6
Greater than ten years	133.3	133.8
<b>Total Debt Securities</b>	<b>\$ 284.9</b>	<b>\$ 287.0</b>

(1) Amounts in the Less than one year category include securities in the CYAPC and YAEC nuclear decommissioning trusts, which are restricted and are classified in long-term Marketable Securities on the balance sheets.

*Fair Value Measurements:* The following table presents the marketable securities recorded at fair value on a recurring basis by the level in which they are classified within the fair value hierarchy:

<b>Eversource</b> (Millions of Dollars)	<b>As of December 31,</b>	
	<b>2017</b>	<b>2016</b>
<b>Level 1:</b>		
Mutual Funds and Equities	\$ 313.8	\$ 274.0
Money Market Funds	23.3	54.8
<b>Total Level 1</b>	<b>\$ 337.1</b>	<b>\$ 328.8</b>
<b>Level 2:</b>		
U.S. Government Issued Debt Securities (Agency and Treasury)	\$ 70.2	\$ 63.0
Corporate Debt Securities	50.9	41.1
Asset-Backed Debt Securities	21.2	18.5
Municipal Bonds	110.7	107.5
Other Fixed Income Securities	10.7	10.3
<b>Total Level 2</b>	<b>\$ 263.7</b>	<b>\$ 240.4</b>
<b>Total Marketable Securities</b>	<b>\$ 600.8</b>	<b>\$ 569.2</b>

U.S. government issued debt securities are valued using market approaches that incorporate transactions for the same or similar bonds and adjustments for yields and maturity dates. Corporate debt securities are valued using a market approach, utilizing recent trades of the same or similar instruments and also incorporating yield curves, credit spreads and specific bond terms and conditions. Asset-backed debt securities include collateralized mortgage obligations, commercial mortgage backed securities, and securities collateralized by auto loans, credit card loans or receivables. Asset-backed debt securities are valued using recent trades of similar instruments, prepayment assumptions, yield curves, issuance and maturity dates, and tranche information. Municipal bonds are valued using a market approach that incorporates reported trades and benchmark yields. Other fixed income securities are valued using pricing models, quoted prices of securities with similar characteristics, and discounted cash flows.

## 6. ASSET RETIREMENT OBLIGATIONS

Eversource, including CL&P, NSTAR Electric and PSNH, recognizes a liability for the fair value of an ARO on the obligation date if the liability's fair value can be reasonably estimated, even if it is conditional on a future event. Settlement dates and future costs are reasonably estimated when sufficient information becomes available. Management has identified various categories of AROs, primarily certain assets containing asbestos and hazardous contamination, and has performed fair value calculations reflecting expected probabilities for settlement scenarios.

The fair value of an ARO is recorded as a liability in Other Long-Term Liabilities with a corresponding amount included in Property, Plant and Equipment, Net on the balance sheets. The ARO assets are depreciated, and the ARO liabilities are accreted over the estimated life of the obligation and the corresponding credits are recorded as accumulated depreciation and ARO liabilities, respectively. As the electric and natural gas companies are rate-regulated on a cost-of-service basis, these companies apply regulatory accounting guidance and both the depreciation and accretion costs associated with these companies' AROs are recorded as increases to Regulatory Assets on the balance sheets.

A reconciliation of the beginning and ending carrying amounts of ARO liabilities are as follows:

<b>Eversource</b> (Millions of Dollars)	<b>As of December 31,</b>	
	<b>2017</b>	<b>2016</b>
Balance as of Beginning of Year	\$ 426.4	\$ 430.1
Liabilities Incurred During the Year	0.2	1.3
Liabilities Settled During the Year	(19.3)	(19.0)
Accretion	26.3	22.9
Revisions in Estimated Cash Flows	(14.5)	(8.9)
<b>Balance as of End of Year</b>	<b>\$ 419.1</b>	<b>\$ 426.4</b>

(Millions of Dollars)	As of December 31,					
	2017			2016		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Balance as of Beginning of Year	\$ 36.0	\$ 42.6	\$ 23.5	\$ 33.8	\$ 41.0	\$ 21.6
Liabilities Incurred During the Year	0.1	0.1	—	—	—	0.5
Liabilities Settled During the Year	(1.0)	(0.2)	—	—	(0.4)	—
Accretion	2.3	2.1	1.5	2.2	2.0	1.4
Revisions in Estimated Cash Flows	(5.9)	—	—	—	—	—
Balance as of End of Year	\$ 31.5	\$ 44.6	\$ 25.0	\$ 36.0	\$ 42.6	\$ 23.5

Eversource's amounts include CYAPC and YAEC's AROs of \$301.5 million and \$308.6 million as of December 31, 2017 and 2016, respectively. The fair value of the ARO for CYAPC and YAEC includes uncertainties of the fuel off-load dates related to the DOE's timing of performance regarding its obligation to dispose of the spent nuclear fuel and high level waste. The incremental asset recorded as an offset to the ARO liability was fully depreciated since the plants have no remaining useful life. Any changes in the assumptions used to calculate the fair value of the ARO liability are recorded with a corresponding offset to the related regulatory asset. The assets held in the CYAPC and YAEC nuclear decommissioning trusts are restricted for settling the ARO and all other decommissioning obligations. For further information on the assets held in the nuclear decommissioning trusts, see Note 5, "Marketable Securities," to the financial statements.

## 7. SHORT-TERM DEBT

*Short-Term Debt Borrowing Limits:* The amount of short-term borrowings that may be incurred by CL&P, NSTAR Electric and NPT is subject to periodic approval by the FERC. Because the NHPUC has jurisdiction over PSNH's short-term debt, PSNH is not currently required to obtain FERC approval for its short-term borrowings. On November 30, 2017, the FERC granted authorization that allows CL&P to issue total short-term borrowings in an aggregate principal amount not to exceed \$600 million outstanding at any one time, through December 31, 2019. On November 30, 2017, the FERC granted authorization that allows NSTAR Electric to issue total short-term borrowings in an aggregate principal amount not to exceed \$655 million outstanding at any one time, through December 30, 2019. On November 3, 2016, FERC authorized NPT to issue up to an aggregate of \$800 million in short-term debt and long-term debt through December 31, 2018.

PSNH is authorized by regulation of the NHPUC to incur short-term borrowings up to 10 percent of net fixed plant plus an additional \$60 million until further ordered by the NHPUC. As of December 31, 2017, PSNH's short-term debt authorization under the 10 percent of net fixed plant test plus \$60 million totaled approximately \$364 million.

CL&P's certificate of incorporation contains preferred stock provisions restricting the amount of unsecured debt that CL&P may incur, including limiting unsecured indebtedness with a maturity of less than 10 years to 10 percent of total capitalization. As of December 31, 2017, CL&P had \$607.4 million of unsecured debt capacity available under this authorization.

Yankee Gas and NSTAR Gas are not required to obtain approval from any state or federal authority to incur short-term debt.

*Commercial Paper Programs and Credit Agreements:* Eversource parent has a \$1.45 billion commercial paper program allowing Eversource parent to issue commercial paper as a form of short-term debt. Eversource parent, CL&P, PSNH, NSTAR Gas and Yankee Gas are also parties to a five-year \$1.45 billion revolving credit facility. On December 8, 2017, Eversource parent amended and restated the revolving credit facility. The amended and restated credit facility terminates on December 8, 2022 and serves to backstop Eversource parent's \$1.45 billion commercial paper program. There were no borrowings outstanding on the revolving credit facility as of December 31, 2017 or 2016.

NSTAR Electric has a \$650 million commercial paper program allowing NSTAR Electric to issue commercial paper as a form of short-term debt. On December 8, 2017, NSTAR Electric increased its commercial paper program from \$450 million to \$650 million. NSTAR Electric is also a party to a five-year \$650 million revolving credit facility. On December 8, 2017, NSTAR Electric amended and restated the revolving credit facility, increasing it from \$450 million to \$650 million. The amended and restated credit facility terminates on December 8, 2022 and serves to backstop NSTAR Electric's \$650 million commercial paper program. There were no borrowings outstanding on the revolving credit facility as of December 31, 2017 or 2016.

The amount of borrowings outstanding and available under the commercial paper programs and revolving credit facility was as follows:

(Millions of Dollars)	Borrowings Outstanding as of December 31,		Available Borrowing Capacity as of December 31,		Weighted-Average Interest Rate as of December 31,	
	2017	2016	2017	2016	2017	2016
	Eversource Parent Commercial Paper Program	\$ 979.3	\$ 1,022.0	\$ 470.7	\$ 428.0	1.86%
NSTAR Electric Commercial Paper Program	234.0	126.5	416.0	323.5	1.55%	0.71%
Revolving Credit Facility <sup>(1)</sup>	76.0	N/A	24.0	N/A	2.66%	N/A

<sup>(1)</sup> Aquarion has a \$100.0 million revolving credit facility, which expires on August 19, 2019.

Amounts outstanding under the commercial paper programs and revolving credit facility are included in Notes Payable for Eversource and NSTAR Electric and are classified in current liabilities on the balance sheets as all borrowings are outstanding for no more than 364 days at one time. As a result of the Eversource parent long-term debt issuances on January 8, 2018, the net proceeds of which were used to repay short-term borrowings outstanding under its commercial paper program, \$201.2 million of commercial paper borrowings under the Eversource parent commercial paper program were reclassified as Long-Term Debt as of December 31, 2017.

As of December 31, 2017, there were intercompany loans from Eversource parent of \$69.5 million to CL&P and \$262.9 million to PSNH. As of December 31, 2016, there were intercompany loans from Eversource parent of \$80.1 million to CL&P, \$160.9 million to PSNH and \$51.0 million to NSTAR Electric. These intercompany loans from Eversource parent are included in Notes Payable to Eversource Parent and are classified in current liabilities on the respective subsidiary's balance sheets. Intercompany loans from Eversource parent are eliminated in consolidation on Eversource's balance sheets.

Under the credit facilities described above, Eversource and its subsidiaries must comply with certain financial and non-financial covenants, including a consolidated debt to total capitalization ratio. As of December 31, 2017 and 2016, Eversource and its subsidiaries were in compliance with these covenants. If Eversource or its subsidiaries were not in compliance with these covenants, an event of default would occur requiring all outstanding borrowings by such borrower to be repaid, and additional borrowings by such borrower would not be permitted under its respective credit facility.

## 8. LONG-TERM DEBT

Details of long-term debt outstanding are as follows:

CL&P (Millions of Dollars)	As of December 31,	
	2017	2016
First Mortgage Bonds:		
7.875% 1994 Series D due 2024	\$ 139.8	\$ 139.8
5.750% 2004 Series B due 2034	130.0	130.0
5.625% 2005 Series B due 2035	100.0	100.0
6.350% 2006 Series A due 2036	250.0	250.0
5.375% 2007 Series A due 2017	—	150.0
5.750% 2007 Series B due 2037	150.0	150.0
5.750% 2007 Series C due 2017	—	100.0
6.375% 2007 Series D due 2037	100.0	100.0
5.650% 2008 Series A due 2018	300.0	300.0
5.500% 2009 Series A due 2019	250.0	250.0
2.500% 2013 Series A due 2023	400.0	400.0
4.300% 2014 Series A due 2044	475.0	250.0
4.150% 2015 Series A due 2045	350.0	350.0
3.200% 2017 Series A due 2027	300.0	—
<b>Total First Mortgage Bonds</b>	<b>2,944.8</b>	<b>2,669.8</b>
Pollution Control Revenue Bonds:		
4.375% Fixed Rate Tax Exempt due 2028	120.5	120.5
Less Amounts due Within One Year	(300.0)	(250.0)
Unamortized Premiums and Discounts, Net	11.5	(10.0)
Unamortized Debt Issuance Costs	(17.7)	(14.3)
<b>CL&amp;P Long-Term Debt</b>	<b>\$ 2,759.1</b>	<b>\$ 2,516.0</b>

NSTAR Electric (Millions of Dollars)	As of December 31,	
	2017	2016
<b>Debtures:</b>		
5.750% due 2036	\$ 200.0	\$ 200.0
5.625% due 2017	—	400.0
5.500% due 2040	300.0	300.0
2.375% due 2022	400.0	400.0
4.400% due 2044	300.0	300.0
3.250% due 2025	250.0	250.0
2.700% due 2026	250.0	250.0
3.200% due 2027	700.0	—
<b>Total Debtures</b>	<b>2,400.0</b>	<b>2,100.0</b>
<b>Notes:</b>		
5.900% Senior Notes Series B due 2034	50.0	50.0
6.700% Senior Notes Series D due 2037	40.0	40.0
5.100% Senior Notes Series E due 2020	95.0	95.0
3.500% Senior Notes Series F due 2021	250.0	250.0
3.880% Senior Notes Series G due 2023	80.0	80.0
2.750% Senior Notes Series H due 2026	50.0	50.0
<b>Total Notes</b>	<b>565.0</b>	<b>565.0</b>
Less Amounts due Within One Year	—	(400.0)
Unamortized Premiums and Discounts, Net	(1.8)	(4.9)
Unamortized Debt Issuance Costs	(19.4)	(15.5)
<b>NSTAR Electric Long-Term Debt</b>	<b>\$ 2,943.8</b>	<b>\$ 2,244.6</b>
<b>PSNH</b>		
<i>(Millions of Dollars)</i>		
<b>First Mortgage Bonds:</b>		
5.600% Series M due 2035	\$ 50.0	\$ 50.0
6.150% Series N due 2017	—	70.0
6.000% Series O due 2018	110.0	110.0
4.500% Series P due 2019	150.0	150.0
4.050% Series Q due 2021	122.0	122.0
3.200% Series R due 2021	160.0	160.0
3.500% Series S due 2023	325.0	325.0
<b>Total First Mortgage Bonds</b>	<b>917.0</b>	<b>987.0</b>
<b>Pollution Control Revenue Bonds:</b>		
Adjustable Rate Tax Exempt Series A due 2021 (2.048% and 1.138% as of December 31, 2017 and 2016, respectively)	89.3	89.3
Less Amounts due Within One Year	(110.0)	(70.0)
Unamortized Premiums and Discounts, Net	0.2	0.1
Unamortized Debt Issuance Costs	(4.1)	(4.4)
<b>PSNH Long-Term Debt</b>	<b>\$ 892.4</b>	<b>\$ 1,002.0</b>

<b>OTHER</b> <i>(Millions of Dollars)</i>	<b>As of December 31,</b>	
	<b>2017</b>	<b>2016</b>
Yankee Gas - First Mortgage Bonds: 3.020% - 8.480% due 2018 - 2044	\$ 520.0	\$ 445.0
NSTAR Gas - First Mortgage Bonds: 4.350% - 9.950% due 2020 - 2045	285.0	310.0
<b>Eversource Parent and Other - Notes and Debentures:</b>		
4.500% Debentures due 2019	350.0	350.0
1.450% - 4.000% Senior Notes due 2018 - 2026	3,260.0	1,700.0
Notes Payable Unsecured 3.57% - 6.430% due 2021 - 2037	290.9	—
Notes Payable Secured 4.10% - 9.64% due 2021 - 2035	70.4	—
Pre-1983 Spent Nuclear Fuel Obligation (CYAPC)	181.4	180.0
Fair Value Adjustment <sup>(1)</sup>	172.6	144.6
Less Fair Value Adjustment - Current Portion <sup>(1)</sup>	(35.4)	(28.9)
Less Amounts due in One Year	(104.2)	(25.0)
Commercial Paper Classified as Long-Term Debt	201.2	—
Unamortized Premiums and Discounts, Net	1.5	(1.8)
Unamortized Debt Issuance Costs	(12.8)	(7.1)
<b>Total Other Long-Term Debt</b>	<b>5,180.6</b>	<b>\$ 3,066.8</b>
<b>Total Eversource Long-Term Debt</b>	<b>11,775.9</b>	<b>\$ 8,829.4</b>

(1) The fair value adjustment amount is the purchase price adjustments, net of amortization, required to record the NSTAR long-term debt at fair value on the date of the 2012 merger and to record the Aquarion long-term debt at fair value as of December 4, 2017.

*Long-Term Debt Issuances and Repayments:* The following table summarizes long-term debt issuances and repayments:

<i>(Millions of Dollars)</i>	<b>Issue Date</b>	<b>Issuances/(Repayments)</b>	<b>Maturity Date</b>	<b>Use of Proceeds</b>
<b>CL&amp;P:</b>				
3.20% 2017 Series A First Mortgage Bonds	March 2017	\$ 300.0	2027	Repay short-term debt borrowings
4.30% 2014 Series A First Mortgage Bonds <sup>(1)</sup>	August 2017	225.0	2044	Refinance short-term debt and fund working capital and capital expenditures
5.375% 2007 Series A First Mortgage Bonds	March 2007	(150.0)	2017	N/A
5.75% 2007 Series C First Mortgage Bonds	September 2007	(100.0)	2017	N/A
<b>NSTAR Electric:</b>				
3.20% Debentures	May 2017	350.0	2027	Repay short-term borrowings and fund capital expenditures and working capital
3.20% Debentures <sup>(2)</sup>	October 2017	350.0	2027	Redeem long-term debt that matured in 2017
5.625% Debentures	November 2007	(400.0)	2017	N/A
<b>PSNH:</b>				
6.15% Series N First Mortgage Bonds	September 2007	(70.0)	2017	N/A
<b>Other:</b>				
Yankee Gas 3.02% Series N First Mortgage Bonds	September 2017	75.0	2027	Repay short-term borrowings
NSTAR Gas 7.04% Series M First Mortgage Bonds	September 1997	(25.0)	2017	N/A
Eversource Parent 2.75% Series K Senior Notes	March 2017	300.0	2022	Repay short-term borrowings
Eversource Parent 2.75% Series K Senior Notes <sup>(3)</sup>	October 2017	450.0	2022	Repay short-term borrowings
Eversource Parent 2.90% Series L Senior Notes	October 2017	450.0	2024	Repay short-term borrowings
Eversource Parent 2.50% Series I Senior Notes <sup>(4)</sup>	January 2018	200.0	2021	Repay long-term debt due to mature in 2018 and repay short-term borrowings
Eversource Parent 3.30% Series M Senior Notes	January 2018	450.0	2028	Repay long-term debt due to mature in 2018
Eversource Parent 1.60% Series G Senior Notes <sup>(5)</sup>	January 2015	(150.0)	2018	N/A

(1) These bonds are part of the existing series initially issued by CL&P in 2014. The aggregate outstanding principal amount for these bonds is now \$475 million.

(2) These debentures are part of the same series initially issued by NSTAR Electric in May 2017. The aggregate outstanding principal amount for these debentures is now \$700 million.

(3) These notes are part of the same series issued by Eversource parent in March 2017. The aggregate outstanding principal amount for these notes is now \$750 million.

(4) These notes are part of the same series issued by Eversource parent in March 2016. The aggregate outstanding principal amount for these notes is now \$450 million.

(5) Represents a repayment at maturity on January, 15 2018.

As a result of the Eversource parent debt issuances in January 2018, \$446.8 million of current portion of long-term debt related to two Eversource parent issuances maturing in 2018 and \$201.2 million of commercial paper borrowings were reclassified to Long-Term Debt as of December 31, 2017.

*Long-Term Debt Issuance Authorizations:* On January 4, 2017, PURA approved CL&P's request for authorization to issue up to \$1.325 billion in long-term debt through December 31, 2020. On March 30, 2017, the DPU approved NSTAR Electric's request for authorization to issue up to \$700 million in long-term debt through December 31, 2018. On December 20, 2017, PURA approved Yankee Gas' request to extend the authorization period for issuance of up to \$50 million in long-term debt from December 31, 2017 to December 31, 2018.

*Long-Term Debt Provisions:* The utility plant of CL&P, PSNH, Yankee Gas and NSTAR Gas is subject to the lien of each company's respective first mortgage bond indenture. The Eversource parent and NSTAR Electric debt is unsecured. Additionally, the long-term debt agreements provide that Eversource and certain of its subsidiaries must comply with certain covenants as are customarily included in such agreements, including equity requirements for NSTAR Electric and NSTAR Gas. Under the equity requirements, NSTAR Electric's senior notes must maintain a certain consolidated indebtedness to capitalization ratio as of the end of any fiscal quarter and NSTAR Gas' outstanding long-term debt must not exceed equity.

CL&P's obligation to repay the PCRBs is secured by first mortgage bonds. The first mortgage bonds contain similar terms and provisions as the applicable series of PCRBs. If CL&P fails to meet its obligations under the first mortgage bonds, then the holder of the first mortgage bonds (the issuer of the PCRBs) would have rights under the first mortgage bonds. CL&P's tax-exempt PCRBs will be subject to redemption at par on or after September 1, 2021. All other long-term debt securities are subject to make-whole provisions.

PSNH's obligation to repay the PCRBs is secured by first mortgage bonds and bond insurance. The first mortgage bonds contain similar terms and provisions as the PCRBs. If PSNH fails to meet its obligations under the first mortgage bonds, then the holder of the first mortgage bonds (the issuer of the PCRBs) would have rights under the first mortgage bonds. The PSNH Series A tax-exempt PCRBs are currently callable at 100 percent of par. The PCRBs bear interest at a rate that is periodically set pursuant to auctions. PSNH is not obligated to purchase these PCRBs, which mature in 2021, from the remarketing agent.

Certain secured and unsecured notes payable are callable at redemption price and are subject to make-whole provisions.

Eversource, NSTAR Electric and Yankee Gas have certain long-term debt agreements that contain cross-default provisions. No other debt issuances contain cross-default provisions as of December 31, 2017.

*Pre-1983 Spent Nuclear Fuel Obligation:* Under the Nuclear Waste Policy Act of 1982, the DOE is responsible for the selection and development of repositories for, and the disposal of, spent nuclear fuel and high-level radioactive waste. CYAPC is obligated to pay the DOE for the costs to dispose of spent nuclear fuel and high-level radioactive waste generated prior to April 7, 1983 (pre-1983 Spent Nuclear Fuel) and recorded an accrual for the full liability thereof to the DOE. This liability accrues interest costs at the 3-month Treasury bill yield rate. For nuclear fuel used to generate electricity prior to April 7, 1983, payment may be made any time prior to the first delivery of spent fuel to the DOE. Fees for disposal of nuclear fuel burned on or after April 7, 1983 were billed to member companies and paid to the DOE.

As of December 31, 2017 and 2016, as a result of consolidating CYAPC, Eversource has consolidated \$181.4 million and \$180.0 million, respectively, in pre-1983 spent nuclear fuel obligations to the DOE. These obligations include accumulated interest costs of \$132.6 million and \$131.2 million as of December 31, 2017 and 2016, respectively. CYAPC maintains a trust to fund amounts due to the DOE for the disposal of pre-1983 spent nuclear fuel. For further information, see Note 5, "Marketable Securities," to the financial statements.

*Long-Term Debt Maturities:* Long-term debt maturities on debt outstanding for the years 2018 through 2022 and thereafter are shown below. These amounts exclude the CYAPC pre-1983 spent nuclear fuel obligation, net unamortized premiums, discounts and debt issuance costs, and other fair value adjustments as of December 31, 2017:

<i>(Millions of Dollars)</i>	<u>Eversource</u>	<u>CL&amp;P</u>	<u>NSTAR Electric</u>	<u>PSNH</u>
2018	\$ 961.0	\$ 300.0	\$ —	\$ 110.0
2019	801.0	250.0	—	150.0
2020	296.1	—	95.0	—
2021	922.8	—	250.0	371.3
2022	1,188.9	—	400.0	—
Thereafter	7,643.1	2,515.3	2,220.0	375.0
<b>Total</b>	<b>\$ 11,812.9</b>	<b>\$ 3,065.3</b>	<b>\$ 2,965.0</b>	<b>\$ 1,006.3</b>

## 9. EMPLOYEE BENEFITS

### A. Pension Benefits and Postretirement Benefits Other Than Pensions

Eversource provides defined benefit plans (the "Pension Plans") that cover eligible employees, including, among others, employees of CL&P, NSTAR Electric and PSNH. The Pension Plans are subject to the provisions of ERISA, as amended by the PPA of 2006. Eversource's policy is to annually fund the Pension Plans in an amount at least equal to an amount that will satisfy all federal funding requirements. In addition to the Pension Plans, Eversource maintains SERP Plans which provide benefits in excess of Internal Revenue Code limitations to eligible participants consisting of current and retired employees.

Eversource also provides defined benefit postretirement plans (the "PBOP Plans") that provided certain benefits, primarily medical, dental and life insurance to eligible employees that met certain age and service eligibility requirements. In August 2016, Eversource Service amended its PBOP Plan, which standardized separate benefit structures that existed within the plan and made other benefit changes. The new plan provides life insurance and a health reimbursement arrangement created for the purpose of reimbursing retirees and dependents for health insurance premiums and certain medical expenses. The benefits provided under the PBOP Plans are not vested, and the Company has the right to modify any benefit provision subject to applicable laws at that time. Eversource annually funds postretirement costs through tax deductible contributions to external trusts.

Because the regulated companies recover the retiree benefit costs from customers through rates, regulatory assets are recorded in lieu of recording an adjustment to Accumulated Other Comprehensive Income/(Loss) for the funded status of the Pension, SERP and PBOP Plans. Regulatory accounting is also applied to the portions of the Eversource Service costs that support the regulated companies, as these costs are also recovered from customers. Adjustments to the Pension and PBOP Plans funded status for the unregulated companies are recorded on an after-tax basis to Accumulated Other Comprehensive Income/(Loss). For further information, see Note 2, "Regulatory Accounting," and Note 15, "Accumulated Other Comprehensive Income/(Loss)," to the financial statements.

The difference between the actual return and calculated expected return on plan assets for the Pension and PBOP Plans is reflected as a component of unrecognized actuarial gains or losses, which are recorded in Regulatory Assets or Accumulated Other Comprehensive Income/(Loss). Unrecognized actuarial gains or losses are amortized as a component of pension and PBOP expense over the estimated average future employee service period.

*Pension and SERP Plans:* The Pension and SERP Plans are accounted for under the multiple-employer approach, with each operating company's balance sheet reflecting its share of the funded status of the plans. Although Eversource maintains marketable securities in a benefit trust, the SERP Plans do not contain any assets. For further information, see Note 5, "Marketable Securities," to the financial statements. The following table provides information on the Pension and SERP Plan benefit obligations, fair values of Pension Plan assets, and funded status:

	Pension and SERP							
	As of December 31, 2017				As of December 31, 2016			
	Eversource	CL&P	NSTAR Electric	PSNH	Eversource	CL&P	NSTAR Electric	PSNH
<i>(Millions of Dollars)</i>								
<b>Change in Benefit Obligation:</b>								
Benefit Obligation as of Beginning of Year	\$ (5,242.3)	\$ (1,170.2)	\$ (1,217.3)	\$ (572.2)	\$ (5,080.1)	\$ (1,157.6)	\$ (1,187.3)	\$ (547.6)
Plan Amendment	—	—	—	—	(9.0)	—	(2.8)	—
Employee Transfers	—	8.2	5.5	(0.7)	—	8.8	1.3	2.4
Service Cost	(71.3)	(18.5)	(15.5)	(9.7)	(75.0)	(18.8)	(16.3)	(9.9)
Interest Cost	(188.0)	(41.6)	(42.7)	(21.2)	(185.5)	(41.6)	(42.2)	(20.7)
Actuarial Loss	(548.7)	(116.9)	(143.5)	(65.1)	(151.8)	(23.9)	(37.2)	(21.5)
Benefits Paid - Pension	243.7	63.5	55.4	26.4	254.0	62.6	67.0	24.9
Benefits Paid - Lump Sum	18.4	—	6.8	—	—	—	—	—
Benefits Paid - SERP	20.4	0.3	0.3	0.3	5.1	0.3	0.2	0.2
Increase due to acquisition of Aquarion	(168.7)	—	—	—	—	—	—	—
Benefit Obligation as of End of Year	\$ (5,936.5)	\$ (1,275.2)	\$ (1,351.0)	\$ (642.2)	\$ (5,242.3)	\$ (1,170.2)	\$ (1,217.3)	\$ (572.2)
<b>Change in Pension Plan Assets:</b>								
Fair Value of Pension Plan Assets as of Beginning of Year	\$ 4,076.0	\$ 905.5	\$ 1,088.3	\$ 494.0	\$ 3,905.4	\$ 913.5	\$ 1,053.7	\$ 470.5
Employee Transfers	—	(8.2)	(5.5)	0.7	—	(8.8)	(1.3)	(2.4)
Employer Contributions	235.2	2.5	85.4	0.8	146.2	0.4	28.4	17.1
Actual Return on Pension Plan Assets	589.7	126.7	154.8	70.4	278.4	63.0	74.5	33.7
Benefits Paid	(243.7)	(63.5)	(55.4)	(26.4)	(254.0)	(62.6)	(67.0)	(24.9)
Benefits Paid - Lump Sum	(18.4)	—	(6.8)	—	—	—	—	—
Increase due to acquisition of Aquarion	100.7	—	—	—	—	—	—	—
Fair Value of Pension Plan Assets as of End of Year	\$ 4,739.5	\$ 963.0	\$ 1,260.8	\$ 539.5	\$ 4,076.0	\$ 905.5	\$ 1,088.3	\$ 494.0
Funded Status as of December 31st	\$ (1,197.0)	\$ (312.2)	\$ (90.2)	\$ (102.7)	\$ (1,166.3)	\$ (264.7)	\$ (129.0)	\$ (78.2)

In 2017, there was a decrease to the discount rate used to calculate the funded status of the Eversource pension liability, which resulted in an increase to Eversource's pension liability of approximately \$390 million as of December 31, 2017.

In 2016, there was a decrease in the discount rate used to calculate the funded status of the Eversource pension liability, which resulted in an increase to Eversource's pension liability of approximately \$177 million, partially offset by a revised scale for the mortality table resulting in a decrease to Eversource's pension liability of approximately \$32 million as of December 31, 2016. In December 2016, Eversource amended its pension plan to adjust the calculation of lump sum payments or annuity payments for certain employees. This amendment resulted in an increase to the liability of \$9 million as of December 31, 2016.

The pension and SERP Plans' funded status includes the current portion of the SERP liability totaling \$8.4 million and \$24.8 million as of December 31, 2017 and 2016, respectively, which is included in Other Current Liabilities on the balance sheets.

As of December 31, 2017 and 2016, the accumulated benefit obligation for the Pension and SERP Plans is as follows:

	Eversource		CL&P		NSTAR Electric		PSNH	
2017	\$	5,583.6	\$	1,179.2	\$	1,260.1	\$	597.2
2016		4,829.6		1,065.2		1,124.8		518.9

The following actuarial assumptions were used in calculating the Pension and SERP Plans' year end funded status:

	Pension and SERP			
	As of December 31,			
	2017		2016	
Discount Rate	3.43%	— 3.75%	4.01%	— 4.33%
Compensation/Progression Rate	3.50%	— 4.00%	3.50%	

*Pension and SERP Expense:* Eversource charges net periodic pension expense to its subsidiaries based on the actual participant demographic data for each subsidiary's participants. The actual investment return in the trust is allocated to each of the subsidiaries annually in proportion to the investment return expected to be earned during the year.

Effective January 1, 2016, the Company refined its method of estimating the discount rate for the service and interest cost components of Pension expense from the yield-curve approach to the spot rate methodology, which provides a more precise measurement by matching projected cash flows to the corresponding spot rates on the yield curve. Historically, these components were estimated using the same weighted-average discount rate as for the funded status. The total pre-tax benefit of this change on Pension expense, prior to the capitalized portion and amounts deferred and recovered through rate reconciliation mechanisms, for the year ended December 31, 2016 was approximately \$46 million.

The components of net periodic benefit expense for the Pension and SERP Plans are shown below. The net periodic benefit expense and the intercompany allocations, less the capitalized portions of pension and SERP amounts, are included in Operations and Maintenance expense on the statements of income. Capitalized amounts relate to employees working on capital projects and are included in Property, Plant and Equipment, Net on the balance sheets. Pension and SERP expense reflected in the statements of cash flows for CL&P, NSTAR Electric and PSNH does not include the intercompany allocations or the corresponding capitalized portion, as these amounts are cash settled on a short-term basis.

<b>Pension and SERP</b>					
<b>For the Year Ended December 31, 2017</b>					
<i>(Millions of Dollars)</i>	<b>Eversource</b>	<b>CL&amp;P</b>	<b>NSTAR Electric</b>	<b>PSNH</b>	
Service Cost	\$ 71.3	\$ 18.5	\$ 15.5	\$ 9.7	
Interest Cost	188.0	41.6	42.7	21.2	
Expected Return on Pension Plan Assets	(334.1)	(71.7)	(87.6)	(40.0)	
Actuarial Loss	135.2	27.7	41.1	11.6	
Prior Service Cost	4.5	1.5	0.6	0.5	
Total Net Periodic Benefit Expense	\$ 64.9	\$ 17.6	\$ 12.3	\$ 3.0	
Intercompany Allocations	N/A	\$ 9.8	\$ 9.1	\$ 3.3	
Capitalized Pension Expense	\$ 22.0	\$ 9.7	\$ 7.6	\$ 1.5	

<b>Pension and SERP</b>					
<b>For the Year Ended December 31, 2016</b>					
<i>(Millions of Dollars)</i>	<b>Eversource</b>	<b>CL&amp;P</b>	<b>NSTAR Electric</b>	<b>PSNH</b>	
Service Cost	\$ 75.0	\$ 18.8	\$ 16.3	\$ 9.9	
Interest Cost	185.5	41.6	42.2	20.7	
Expected Return on Pension Plan Assets	(317.9)	(72.1)	(85.1)	(38.6)	
Actuarial Loss	125.7	25.4	39.9	9.9	
Prior Service Cost	3.6	1.5	0.3	0.5	
Total Net Periodic Benefit Expense	\$ 71.9	\$ 15.2	\$ 13.6	\$ 2.4	
Intercompany Allocations	N/A	\$ 13.8	\$ 11.4	\$ 4.0	
Capitalized Pension Expense	\$ 22.1	\$ 9.3	\$ 8.0	\$ 1.4	

<b>Pension and SERP</b>					
<b>For the Year Ended December 31, 2015</b>					
<i>(Millions of Dollars)</i>	<b>Eversource <sup>(1)</sup></b>	<b>CL&amp;P</b>	<b>NSTAR Electric</b>	<b>PSNH <sup>(1)</sup></b>	
Service Cost	\$ 91.4	\$ 24.7	\$ 19.2	\$ 12.1	
Interest Cost	227.0	51.1	50.6	24.3	
Expected Return on Pension Plan Assets	(335.9)	(78.9)	(88.9)	(40.4)	
Actuarial Loss	148.5	32.2	42.2	11.6	
Prior Service Cost	3.7	1.5	0.2	0.5	
Total Net Periodic Benefit Expense	\$ 134.7	\$ 30.6	\$ 23.3	\$ 8.1	
Intercompany Allocations	N/A	\$ 22.5	\$ 18.0	\$ 6.7	
Capitalized Pension Expense	\$ 41.0	\$ 18.8	\$ 13.3	\$ 3.5	

<sup>(1)</sup> Amounts exclude \$3.2 million for the year ended December 31, 2015 that represent amounts included in other deferred debits.

The following actuarial assumptions were used to calculate Pension and SERP expense amounts:

	Pension and SERP						
	For the Years Ended December 31,						
	2017		2016		2015		
Discount Rate	3.20%	—	3.90%	3.27%	—	4.89%	4.20%
Expected Long-Term Rate of Return	8.25%		8.25%		8.25%		8.25%
Compensation/Progression Rate	3.50%		3.50%		3.50%		3.50%

The following is a summary of the changes in plan assets and benefit obligations recognized in Regulatory Assets and Other Comprehensive Income ("OCI") as well as amounts in Regulatory Assets and OCI that were reclassified as net periodic benefit expense during the years presented:

(Millions of Dollars)	Regulatory Assets				OCI			
	For the Years Ended December 31,							
	2017		2016		2017		2016	
Actuarial Losses Arising During the Year	\$	333.0	\$	184.6	\$	9.3	\$	6.8
Actuarial Losses Reclassified as Net Periodic Benefit Expense		(129.5)		(119.9)		(5.7)		(5.8)
Prior Service Cost/(Credit) Arising During the Year		1.0		7.1		(0.4)		1.9
Prior Service Cost Reclassified as Net Periodic Benefit Expense		(4.1)		(3.4)		(0.4)		(0.2)

The following is a summary of the remaining Regulatory Assets and Accumulated Other Comprehensive Loss amounts that have not been recognized as components of net periodic benefit expense as of December 31, 2017 and 2016, as well as the amounts that are expected to be recognized as components in 2018:

(Millions of Dollars)	Regulatory Assets as of December 31,				AOCL as of December 31,							
	2017		2016		Expected 2018 Expense		Expected 2018 Expense					
	Actuarial Loss	\$	1,935.8	\$	1,732.3	\$	141.8	\$	85.7	\$	82.1	\$
Prior Service Cost		10.3		13.4		4.2		1.5		2.3		0.3

**PBOP Plans:** The PBOP Plans are accounted for under the multiple-employer approach, with each operating company's balance sheet reflecting its share of the funded status of the plans. The following table provides information on the PBOP Plan benefit obligations, fair values of plan assets, and funded status:

(Millions of Dollars)	PBOP															
	As of December 31,															
	2017				2016											
	Eversource	CL&P	NSTAR Electric	PSNH	Eversource	CL&P	NSTAR Electric	PSNH								
<b>Change in Benefit Obligation:</b>																
Benefit Obligation as of Beginning of Year	\$	(810.0)	\$	(165.0)	\$	(270.0)	\$	(89.7)	\$	(1,051.4)	\$	(164.0)	\$	(447.2)	\$	(88.5)
Plan Amendment		—		—		—		—		244.0		(12.5)		193.6		(6.7)
Employee Transfers		—		2.4		1.5		0.2		—		1.3		0.5		0.3
Service Cost		(9.5)		(1.9)		(1.7)		(1.3)		(12.2)		(2.0)		(3.4)		(1.3)
Interest Cost		(27.1)		(5.3)		(8.7)		(3.0)		(32.9)		(5.3)		(13.3)		(2.9)
Actuarial Gain/(Loss)		(81.8)		(18.5)		(13.2)		(11.9)		(17.7)		3.6		(23.5)		3.6
Benefits Paid		41.5		9.9		13.5		4.6		60.2		13.9		23.3		5.8
Increase due to acquisition of Aquarion		(61.7)		—		—		—		—		—		—		—
Benefit Obligation as of End of Year	\$	(948.6)	\$	(178.4)	\$	(278.6)	\$	(101.1)	\$	(810.0)	\$	(165.0)	\$	(270.0)	\$	(89.7)
<b>Change in Plan Assets:</b>																
Fair Value of Plan Assets as of Beginning of Year	\$	815.8	\$	129.2	\$	361.6	\$	73.2	\$	812.2	\$	136.7	\$	352.0	\$	75.8
Employee Transfers		—		(1.5)		(0.8)		—		—		(0.8)		(0.6)		(0.2)
Actual Return on Plan Assets		118.0		18.1		52.9		10.4		51.3		7.2		24.6		3.4
Employer Contributions		7.6		—		5.3		—		12.5		—		8.9		—
Benefits Paid		(41.5)		(9.9)		(13.5)		(4.6)		(60.2)		(13.9)		(23.3)		(5.8)
Increase due to acquisition of Aquarion		22.3		—		—		—		—		—		—		—
Fair Value of Plan Assets as of End of Year	\$	922.2	\$	135.9	\$	405.5	\$	79.0	\$	815.8	\$	129.2	\$	361.6	\$	73.2
Funded Status as of December 31st	\$	(26.4)	\$	(42.5)	\$	126.9	\$	(22.1)	\$	5.8	\$	(35.8)	\$	91.6	\$	(16.5)

The Eversource funded status includes a prepaid asset of \$13.1 million recorded in Other Long-Term Assets and a liability of \$39.5 million included in Accrued Pension, SERP and PBOP on the balance sheet.

As of December 31, 2017, there was a decrease in the discount rate used to calculate the funded status, as compared to the discount rate as of December 31, 2016, resulting in an increase to the Eversource PBOP liability of approximately \$64 million.



The August 2016 PBOP plan amendment resulted in a reduction to Eversource's accumulated benefit liability of approximately \$244 million. As of December 31, 2016, there was a decrease in the discount rate used to calculate the funded status, as compared to the discount rate as of December 31, 2015, resulting in an increase to the Eversource liability of approximately \$75 million, which was partially offset by a decrease of approximately \$52 million from changes in mortality and other assumptions.

The following actuarial assumptions were used in calculating the PBOP Plans' year end funded status:

<b>PBOP</b>				
<b>As of December 31,</b>				
	<b>2017</b>		<b>2016</b>	
Discount Rate	3.55%	—	3.70%	4.21%

For the Eversource Service PBOP Plan, effective with the plan amendment that standardized plan designs and made benefit changes in August 2016, the health care cost trend rate is no longer applicable.

*PBOP Expense:* Eversource charges net periodic postretirement benefits expense to its subsidiaries based on the actual participant demographic data for each subsidiary's participants. The actual investment return in the trust each year is allocated to each of the subsidiaries annually in proportion to the investment return expected to be earned during the year.

Effective January 1, 2016, the Company refined its method of estimating the discount rate for the service and interest cost components of PBOP expense from the yield-curve methodology to the spot rate methodology, which provides a more precise measurement by matching projected cash flows to the corresponding spot rates on the yield curve. Historically these components were estimated using the same weighted-average discount rate as for the funded status. The total pre-tax benefit of this change on PBOP expense, prior to the capitalized portion and amounts deferred and recovered through rate reconciliation mechanisms, for the year ended December 31, 2016 was approximately \$10 million.

The August 2016 PBOP Plan amendment resulted in a remeasurement of the benefit obligation and annual expense using assumptions at that point in time, including updated discount rates and asset values. The remeasurement resulted in a decrease in net periodic benefit costs for PBOP benefits, prior to the capitalized portion and amounts deferred and recovered through rate reconciliation mechanisms, of approximately \$10 million, which was recorded in 2016, and most of this amount will be deferred for future refund to customers.

The components of net periodic benefit expense for the PBOP Plans are shown below. The net periodic benefit expense and the intercompany allocations, less the capitalized portion of PBOP, are included in Operations and Maintenance expense on the statements of income. Capitalized PBOP amounts relate to employees working on capital projects and are included in Property, Plant and Equipment, Net on the balance sheets. PBOP expense reflected in the statements of cash flows for CL&P, NSTAR Electric and PSNH does not include the intercompany allocations or the corresponding capitalized portion, as these amounts are cash settled on a short-term basis.

<b>PBOP</b>				
<b>For the Year Ended December 31, 2017</b>				
<i>(Millions of Dollars)</i>	<b>Eversource</b>	<b>CL&amp;P</b>	<b>NSTAR Electric</b>	<b>PSNH</b>
Service Cost	\$ 9.5	\$ 1.9	\$ 1.7	\$ 1.3
Interest Cost	27.1	5.3	8.7	3.0
Expected Return on Plan Assets	(63.7)	(9.7)	(28.6)	(5.5)
Actuarial Loss	9.1	1.0	3.4	0.6
Prior Service (Credit)/Cost	(21.6)	1.1	(17.0)	0.6
Total Net Periodic Benefit Expense/(Income)	\$ (39.6)	\$ (0.4)	\$ (31.8)	\$ —
Intercompany Allocations	N/A	\$ (0.7)	\$ (1.1)	\$ (0.5)
Capitalized PBOP Expense/(Income)	\$ (19.1)	\$ (0.5)	\$ (16.2)	\$ 0.2

<b>PBOP</b>				
<b>For the Year Ended December 31, 2016</b>				
<i>(Millions of Dollars)</i>	<b>Eversource</b>	<b>CL&amp;P</b>	<b>NSTAR Electric</b>	<b>PSNH</b>
Service Cost	\$ 12.2	\$ 2.0	\$ 3.4	\$ 1.3
Interest Cost	32.9	5.3	13.3	2.9
Expected Return on Plan Assets	(62.9)	(10.1)	(28.1)	(5.5)
Actuarial Loss	9.0	1.5	3.3	0.7
Prior Service (Credit)/Cost	(9.1)	0.5	(7.1)	0.2
Total Net Periodic Benefit Income	\$ (17.9)	\$ (0.8)	\$ (15.2)	\$ (0.4)
Intercompany Allocations	N/A	\$ 0.3	\$ (0.1)	\$ (0.1)
Capitalized PBOP Expense/(Income)	\$ (8.0)	\$ (0.5)	\$ (6.7)	\$ 0.1

<i>(Millions of Dollars)</i>	PBOP							
	For the Year Ended December 31, 2015							
	Eversource		CL&P		NSTAR Electric		PSNH	
Service Cost	\$	16.3	\$	2.1	\$	5.8	\$	1.4
Interest Cost		47.2		7.2		20.5		3.9
Expected Return on Plan Assets		(67.4)		(11.1)		(29.8)		(6.0)
Actuarial Loss		6.8		0.7		2.3		0.5
Prior Service Credit		(0.5)		—		(0.2)		—
Total Net Periodic Benefit Expense/(Income)	\$	2.4	\$	(1.1)	\$	(1.4)	\$	(0.2)
Intercompany Allocations		N/A	\$	1.9	\$	1.1	\$	0.4
Capitalized PBOP Expense/(Income)	\$	0.1	\$	(0.2)	\$	(0.4)	\$	0.2

The following actuarial assumptions were used to calculate PBOP expense amounts:

	PBOP							
	For the Years Ended December 31,							
	2017		2016		2016		2015	
Discount Rate	3.48%	—	4.64%	2.88%	—	4.09%	4.22%	
Expected Long-Term Rate of Return	8.25%		8.25%		8.25%		8.25%	

The health care cost trend rate assumption used to calculate the PBOP expense amount for the Eversource PBOP Plan was 6.25 percent and 6.5 percent for the years ended December 31, 2016 and 2015, respectively. Effective January 1, 2017, the health care trend rate no longer has an impact on the PBOP expense on the Eversource Service PBOP Plan due to the benefit design changes effective with the 2016 plan amendment.

The following is a summary of the changes in plan assets and benefit obligations recognized in Regulatory Assets and OCI as well as amounts recognized in Regulatory Assets and OCI that were reclassified as net periodic benefit (expense)/income during the years presented:

<i>(Millions of Dollars)</i>	Regulatory Assets				OCI			
	For the Years Ended December 31,							
	2017		2016		2017		2016	
Actuarial Losses/(Gains) Arising During the Year	\$	44.8	\$	32.4	\$	2.6	\$	(2.0)
Actuarial (Losses)/Gains Reclassified as Net Periodic Benefit (Expense)/Income		(8.6)		(9.2)		(0.5)		0.2
Prior Service (Credit)/Cost Arising During the Year		(4.0)		(247.9)		(0.1)		4.0
Prior Service Credit/(Cost) Reclassified as Net Periodic Benefit Income/(Expense)		22.3		9.7		(0.7)		(0.6)

The following is a summary of the remaining Regulatory Assets and Accumulated Other Comprehensive Loss amounts that have not been recognized as components of net periodic benefit expense as of December 31, 2017 and 2016, as well as the amounts that are expected to be recognized as components in 2018:

<i>(Millions of Dollars)</i>	Regulatory Assets as of December 31,			AOCL as of December 31,								
	2017	2016	Expected 2018 Expense	2017	2016	Expected 2018 Expense						
	Actuarial Loss	\$	211.6	\$	175.4	\$	8.8	\$	6.6	\$	4.5	\$
Prior Service (Credit)/Cost		(221.2)		(239.5)		(21.7)		2.6		3.4		0.2

*Estimated Future Benefit Payments:* The following benefit payments, which reflect expected future service, are expected to be paid by the Pension, SERP and PBOP Plans:

<i>(Millions of Dollars)</i>	2018	2019	2020	2021	2022	2023 - 2027						
Pension and SERP	\$	296.5	\$	304.7	\$	311.1	\$	320.8	\$	329.4	\$	1,739.7
PBOP		56.8		57.1		57.3		57.5		57.4		279.3

*Eversource Contributions:* Based on the current status of the Pension Plans and federal pension funding requirements, Eversource currently expects to make contributions of approximately \$180 million in 2018, of which approximately \$82 million and \$6 million, will be contributed by CL&P and PSNH, respectively. The remaining \$92 million is expected to be contributed by other Eversource subsidiaries, primarily Eversource Service. Eversource expects to make approximately \$10 million in contributions to the PBOP Plan in 2018, of which approximately \$5 million will be contributed by NSTAR Electric.

*Fair Value of Pension and PBOP Plan Assets:* Pension and PBOP funds are held in external trusts. Trust assets, including accumulated earnings, must be used exclusively for Pension and PBOP payments. Eversource's investment strategy for its Pension and PBOP Plans is to maximize the long-term rates of return on these plans' assets within an acceptable level of risk. The investment strategy for each asset category includes a diversification of asset types, fund strategies and fund managers and it establishes target asset allocations that are routinely reviewed and periodically rebalanced. PBOP assets are comprised of assets held in the PBOP Plan, as well as specific assets within the Pension Plan trust (401(h) assets). The investment policy and strategy of the 401(h) assets is consistent with that of the defined benefit pension plan. Eversource's expected long-term rates of return on Pension and PBOP Plan assets are based on target asset allocation assumptions and related expected long-term rates of return. In developing its expected long-term rate of return assumptions for the Pension and PBOP Plans, Eversource evaluated input from consultants, as well as long-term inflation assumptions and historical returns. For the year ended December 31, 2017, management has assumed long-term rates of return of 8.25 percent for the Eversource Pension and PBOP Plan assets. These long-term rates of return are based on the assumed rates of return for the target asset allocations as follows:

	As of December 31,			
	2017		2016	
	Eversource Pension Plan and Tax-Exempt Assets Within PBOP Plan		Eversource Pension Plan and Tax-Exempt Assets Within PBOP Plan	
	Target Asset Allocation	Assumed Rate of Return	Target Asset Allocation	Assumed Rate of Return
<b>Equity Securities:</b>				
United States	21.5%	8.5%	22.0%	8.5%
International	11.0%	8.5%	13.0%	8.5%
Emerging Markets	4.5%	10.0%	5.0%	10.0%
Private Equity	15.0%	12.0%	12.0%	12.0%
<b>Debt Securities:</b>				
Fixed Income	11.0%	4.0%	12.0%	4.5%
Public High Yield Fixed Income	4.0%	6.5%	3.0%	7.0%
Private Debt	15.0%	9.0%	10.0%	9.0%
Emerging Markets Debt	2.0%	6.5%	5.0%	7.5%
Real Estate and Other Assets	12.0%	7.5%	10.0%	7.5%
Hedge Funds	4.0%	6.0%	8.0%	7.0%

The taxable assets within the Eversource PBOP Plan have a target asset allocation of 70 percent equity securities and 30 percent fixed income securities.

The following table presents, by asset category, the Pension and PBOP Plan assets recorded at fair value on a recurring basis by the level in which they are classified within the fair value hierarchy:

	Pension Plan							
	Fair Value Measurements as of December 31,							
	2017				2016			
Asset Category:	Level 1	Level 2	Uncategorized	Total	Level 1	Level 2	Uncategorized	Total
Equity Securities <sup>(1)</sup>	\$ 535.4	\$ —	\$ 1,653.3	\$ 2,188.7	\$ 455.5	\$ —	\$ 1,279.7	\$ 1,735.2
Private Equity	11.2	—	641.8	653.0	6.0	—	518.4	524.4
Fixed Income <sup>(2)</sup>	56.6	215.9	1,218.3	1,490.8	—	183.0	1,099.4	1,282.4
Real Estate and Other Assets	101.6	—	374.4	476.0	77.2	—	325.9	403.1
Hedge Funds	—	—	165.5	165.5	—	—	335.0	335.0
Total	\$ 704.8	\$ 215.9	\$ 4,053.3	\$ 4,974.0	\$ 538.7	\$ 183.0	\$ 3,558.4	\$ 4,280.1
Less: 401(h) PBOP Assets <sup>(3)</sup>				(234.5)				(204.1)
Total Pension Assets				\$ 4,739.5				\$ 4,076.0

	PBOP Plan							
	Fair Value Measurements as of December 31,							
	2017				2016			
Asset Category:	Level 1	Level 2	Uncategorized	Total	Level 1	Level 2	Uncategorized	Total
Equity Securities <sup>(1)</sup>	\$ 115.3	\$ —	\$ 241.9	\$ 357.2	\$ 88.6	\$ —	\$ 214.1	\$ 302.7
Private Equity	—	—	31.3	31.3	—	—	32.2	32.2
Fixed Income <sup>(2)</sup>	23.4	44.0	133.9	201.3	9.5	44.8	132.3	186.6
Real Estate and Other Assets	22.4	—	29.0	51.4	15.5	—	27.5	43.0
Hedge Funds	—	—	46.5	46.5	—	—	47.2	47.2
Total	\$ 161.1	\$ 44.0	\$ 482.6	\$ 687.7	\$ 113.6	\$ 44.8	\$ 453.3	\$ 611.7
Add: 401(h) PBOP Assets <sup>(3)</sup>				234.5				204.1
Total PBOP Assets				\$ 922.2				\$ 815.8

- (1) United States, International and Emerging Markets equity securities that are uncategorized include investments in commingled funds and hedge funds that are overlaid with equity index swaps and futures contracts.
- (2) Fixed Income investments that are uncategorized include investments in commingled funds, fixed income funds that invest in a variety of opportunistic fixed income strategies, and hedge funds that are overlaid with fixed income futures.
- (3) The assets of the Pension Plan include a 401(h) account that has been allocated to provide health and welfare postretirement benefits under the PBOP Plan.

The Company values assets based on observable inputs when available. Equity securities, exchange traded funds and futures contracts classified as Level 1 in the fair value hierarchy are priced based on the closing price on the primary exchange as of the balance sheet date.

Fixed income securities, such as government issued securities, corporate bonds and high yield bond funds, are included in Level 2 and are valued using pricing models, quoted prices of securities with similar characteristics or discounted cash flows. The pricing models utilize observable inputs such as recent trades for the same or similar instruments, yield curves, discount margins and bond structures. Swaps are valued using pricing models that incorporate interest rates and equity and fixed income index closing prices to determine a net present value of the cash flows.

Certain investments, such as commingled funds, private equity investments, real estate funds and hedge funds are valued using the NAV as a practical expedient. These investments are structured as investment companies offering shares or units to multiple investors for the purpose of providing a return. Commingled funds are recorded at NAV provided by the asset manager, which is based on the market prices of the underlying equity securities. Hedge Funds are recorded at NAV based on the values of the underlying assets. Private Equity investments, Fixed Income partnership funds and Real Estate and Other Assets are valued using the NAV provided by the partnerships, which are based on discounted cash flows of the underlying investments, real estate appraisals or public market comparables of the underlying investments. The Company has retrospectively adopted new accounting guidance that eliminates the requirement to classify assets valued at NAV, as a practical expedient, within the fair value hierarchy. Prior to the adoption of this guidance, these investments were classified as Level 2 or Level 3 in the fair value hierarchy. The adoption of this guidance changes fair value measurement disclosures, but does not impact the methodology for valuing the investments or financial statement results.

#### B. Defined Contribution Plan

Eversource maintains defined contribution plans on behalf of eligible participants. The Eversource 401k Plan provides for employee and employer contributions up to statutory limits. For eligible employees, the Eversource 401k Plan provides employer matching contributions of either 100 percent up to a maximum of three percent of eligible compensation or 50 percent up to a maximum of eight percent of eligible compensation. For newly hired employees, the Eversource 401k Plan provides employer matching contributions of 100 percent up to a maximum of three percent of eligible compensation.

The Eversource 401k Plan also contains a K-Vantage feature for the benefit of eligible participants, which provides an additional annual employer contribution based on age and years of service. K-Vantage participants are not eligible to actively participate in the Eversource Pension Plan.

The total defined Eversource 401k Plan employer matching contributions, including the K-Vantage contributions, were as follows:

<i>(Millions of Dollars)</i>	Eversource		CL&P		NSTAR Electric		PSNH	
2017	\$	34.5	\$	4.6	\$	8.5	\$	3.7
2016		31.8		4.5		8.1		3.4
2015		30.4		4.8		7.3		3.4

#### C. Share-Based Payments

Share-based compensation awards are recorded using a fair-value based method at the date of grant. Eversource, CL&P, NSTAR Electric and PSNH record compensation expense related to these awards, as applicable, for shares issued or sold to their respective employees and officers, as well as for the allocation of costs associated with shares issued or sold to Eversource's service company employees and officers that support CL&P, NSTAR Electric and PSNH.

*Eversource Incentive Plans:* Eversource maintains long-term equity-based incentive plans in which Eversource, CL&P, NSTAR Electric and PSNH employees, officers and board members are eligible to participate. The incentive plans authorize Eversource to grant up to 8,000,000 new shares for various types of awards, including RSUs and performance shares, to eligible employees, officers, and board members. As of December 31, 2017 and 2016, Eversource had 2,445,110 and 2,692,350 common shares, respectively, available for issuance under these plans.

Eversource accounts for its various share-based plans as follows:

- RSUs - Eversource records compensation expense, net of estimated forfeitures, on a straight-line basis over the requisite service period based upon the fair value of Eversource's common shares at the date of grant. The par value of RSUs is reclassified to Common Stock from APIC as RSUs become issued as common shares.

- Performance Shares - Eversource records compensation expense, net of estimated forfeitures, on a straight-line basis over the requisite service period. Performance shares vest based upon the extent to which Company goals are achieved. Vesting of outstanding performance shares is based upon both the Company's EPS growth over the requisite service period and the total shareholder return as compared to the Edison Electric Institute ("EEl") Index during the requisite service period. The fair value of performance shares is determined at the date of grant using a lattice model.
- Stock Options - All outstanding stock options were exercised during 2017.

*RSUs:* Eversource granted RSUs under the annual long-term incentive programs that are subject to three-year graded vesting schedules for employees, and one-year graded vesting schedules, or immediate vesting, for board members. RSUs are paid in shares, reduced by amounts sufficient to satisfy withholdings for income taxes, subsequent to vesting. A summary of RSU transactions is as follows:

	RSUs (Units)	Weighted Average Grant-Date Fair Value
Outstanding as of December 31, 2016	724,270	\$ 47.86
Granted	299,285	\$ 55.97
Shares Issued	(289,635)	\$ 52.26
Forfeited	(16,881)	\$ 55.60
Outstanding as of December 31, 2017	717,039	\$ 49.29

The weighted average grant-date fair value of RSUs granted for the years ended December 31, 2017, 2016 and 2015 was \$55.97, \$54.67 and \$54.57, respectively. As of December 31, 2017 and 2016, the number and weighted average grant-date fair value of unvested RSUs was 388,269 and \$56.15 per share, and 322,158 and \$53.47 per share, respectively. During 2017, there were 306,087 RSUs at a weighted average grant-date fair value of \$52.75 per share that vested during the year and were either paid or deferred. As of December 31, 2017, 328,770 RSUs were fully vested and deferred and an additional 368,856 are expected to vest.

*Performance Shares:* Eversource granted performance shares under the annual long-term incentive programs that vest based upon the extent to which Company goals are achieved at the end of three-year performance measurement periods. Performance shares are paid in shares, after the performance measurement period. A summary of performance share transactions is as follows:

	Performance Shares (Units)	Weighted Average Grant-Date Fair Value
Outstanding as of December 31, 2016	522,934	\$ 51.09
Granted	180,032	\$ 55.70
Shares Issued	(173,914)	\$ 43.48
Forfeited	(18,487)	\$ 47.06
Outstanding as of December 31, 2017	510,565	\$ 55.45

The weighted average grant-date fair value of performance shares granted for the years ended December 31, 2017, 2016 and 2015 was \$55.70, \$53.64 and \$55.04, respectively. As of December 31, 2017 and 2016, the number and weighted average grant-date fair value of unvested performance shares was 331,207 and \$55.79 per share, and 301,363 and \$51.52 per share, respectively. During 2017, there were 131,308 performance shares at a weighted average grant-date fair value of \$47.12 per share that vested during the year and were either paid or deferred. As of December 31, 2017, 179,358 performance shares were fully vested and deferred.

*Compensation Expense:* The total compensation expense and associated future income tax benefits recognized by Eversource, CL&P, NSTAR Electric and PSNH for share-based compensation awards were as follows:

Eversource (Millions of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Compensation Expense	\$ 19.7	\$ 23.6	\$ 23.1
Future Income Tax Benefit	8.0	9.6	9.4

Eversource (Millions of Dollars)	For the Years Ended December 31,								
	2017			2016			2015		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Compensation Expense	\$ 7.0	\$ 7.0	\$ 3.2	\$ 9.1	\$ 8.2	\$ 3.5	\$ 9.3	\$ 7.5	\$ 3.2
Future Income Tax Benefit	2.9	2.8	1.3	3.7	3.3	1.4	3.8	3.1	1.3

As of December 31, 2017, there was \$20.1 million of total unrecognized compensation expense related to nonvested share-based awards for Eversource, including \$7.3 million for CL&P, \$7.1 million for NSTAR Electric and \$3.1 million for PSNH. This cost is expected to be recognized ratably over a weighted-average period of 1.83 years for Eversource and NSTAR Electric, 1.84 years for CL&P and 1.82 years for PSNH.

An income tax rate of 40 percent was used to estimate the tax effect on total share-based payments determined under the fair-value based method for all awards. The Company generally settles fully vested RSUs and performance shares with the issuance of common shares purchased in the open market.

In 2016, the Company adopted new accounting guidance, which prospectively changed the accounting for excess tax benefits associated with the distribution of stock compensation awards and also changed the presentation of excess tax benefits on the statement of cash flows from a financing activity to an operating activity. For the years ended December 31, 2017 and 2016, the impact of the ASU was to reduce income tax expense by \$2.9 million and \$19.1 million, respectively, which increased cash flows from operating activities on the statement of cash flows. For the year ended December 31, 2015, changes in excess tax benefits totaling \$9.5 million increased cash flows from financing activities.

*Stock Options:* All remaining outstanding stock options under the NSTAR Incentive Plan were exercised during 2017. A summary of stock option transactions is as follows:

	Options	Weighted Average Exercise Price	Intrinsic Value (Millions)
Outstanding and Exercisable - December 31, 2016	124,640	\$ 25.84	\$ 3.7
Exercised	(124,640)	\$ 25.84	\$ 4.4
Outstanding and Exercisable - December 31, 2017	—	\$ —	\$ —

Cash received for options exercised during the year ended December 31, 2017 totaled \$3.2 million. The tax benefit realized from stock options exercised totaled \$1.8 million for the year ended December 31, 2017.

#### D. Other Retirement Benefits

Eversource provides retirement and other benefits for certain current and past company officers. These benefits are accounted for on an accrual basis and expensed over a period equal to the service lives of the employees. The actuarially-determined liability for these benefits, which is included in Other Long-Term Liabilities on the balance sheets, as well as the related expense included in Operations and Maintenance Expense on the income statements, are as follows:

Eversource (Millions of Dollars)	As of and For the Years Ended December 31,		
	2017	2016	2015
Actuarially-Determined Liability	\$ 53.4	\$ 54.2	\$ 55.2
Other Retirement Benefits Expense	2.8	2.9	3.9

(Millions of Dollars)	As of and For the Years Ended December 31,								
	2017			2016			2015		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Actuarially-Determined Liability	\$ 0.3	\$ 0.1	\$ 1.9	\$ 0.3	\$ 0.1	\$ 2.0	\$ 0.4	\$ 0.2	\$ 2.4
Other Retirement Benefits Expense	1.0	1.0	0.5	1.1	0.9	0.6	1.5	1.3	0.7

## 10. INCOME TAXES

The components of income tax expense are as follows:

Eversource (Millions of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Current Income Taxes:			
Federal	\$ 58.9	\$ 38.9	\$ 6.2
State	31.6	53.0	45.7
Total Current	90.5	91.9	51.9
Deferred Income Taxes, Net:			
Federal	433.0	427.9	436.1
State	58.6	38.6	55.6
Total Deferred	491.6	466.5	491.7
Investment Tax Credits, Net	(3.2)	(3.4)	(3.6)
Income Tax Expense	\$ 578.9	\$ 555.0	\$ 540.0

(Millions of Dollars)	For the Years Ended December 31,								
	2017			2016			2015		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Current Income Taxes:									
Federal	\$ 50.9	\$ 107.8	\$ 18.6	\$ 27.3	\$ 86.4	\$ (13.7)	\$ 26.9	\$ 32.8	\$ (16.7)
State	17.4	25.6	6.2	13.3	39.5	8.8	15.8	21.4	6.0
Total Current	68.3	133.4	24.8	40.6	125.9	(4.9)	42.7	54.2	(10.7)
Deferred Income Taxes, Net:									
Federal	123.9	88.1	52.7	157.6	96.6	79.5	135.8	180.9	74.5
State	(4.6)	22.4	11.2	11.3	5.1	7.8	0.2	31.7	9.3
Total Deferred	119.3	110.5	63.9	168.9	101.7	87.3	136.0	212.6	83.8
Investment Tax Credits, Net	(1.0)	(1.8)	—	(1.2)	(1.8)	—	(1.3)	(1.8)	—
Income Tax Expense	\$ 186.6	\$ 242.1	\$ 88.7	\$ 208.3	\$ 225.8	\$ 82.4	\$ 177.4	\$ 265.0	\$ 73.1

A reconciliation between income tax expense and the expected tax expense at the statutory rate is as follows:

Eversource (Millions of Dollars, except percentages)	For the Years Ended December 31,		
	2017	2016	2015
Income Before Income Tax Expense	\$ 1,574.4	\$ 1,504.8	\$ 1,425.9
Statutory Federal Income Tax Expense at 35%	551.0	526.7	499.1
Tax Effect of Differences:			
Depreciation	(10.8)	(3.4)	(4.6)
Investment Tax Credit Amortization	(3.2)	(3.4)	(3.6)
Other Federal Tax Credits	—	(3.5)	(3.8)
State Income Taxes, Net of Federal Impact	47.7	56.2	61.1
Dividends on ESOP	(8.4)	(8.4)	(8.1)
Tax Asset Valuation Allowance/Reserve Adjustments	7.0	3.3	4.7
Excess Stock Benefit <sup>(1)</sup>	(2.9)	(19.1)	—
Other, Net	(1.5)	6.6	(4.8)
Income Tax Expense	\$ 578.9	\$ 555.0	\$ 540.0
Effective Tax Rate	36.8%	36.9%	37.9%

(Millions of Dollars, except percentages)	For the Years Ended December 31,								
	2017			2016			2015		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Income Before Income Tax Expense	\$ 563.4	\$ 616.8	\$ 224.7	\$ 542.6	\$ 576.6	\$ 214.3	\$ 476.8	\$ 666.1	\$ 187.5
Statutory Federal Income Tax Expense at 35%	197.2	215.9	78.6	189.9	201.8	75.0	166.9	233.1	65.6
Tax Effect of Differences:									
Depreciation	(5.2)	(3.0)	1.1	1.6	(3.1)	1.0	(1.7)	(1.7)	0.5
Investment Tax Credit Amortization	(1.0)	(1.8)	—	(1.2)	(1.8)	—	(1.3)	(1.8)	—
Other Federal Tax Credits	—	—	—	—	—	(3.5)	—	—	(3.8)
State Income Taxes, Net of Federal Impact	4.5	31.2	11.3	14.5	29.0	10.8	9.2	34.5	9.9
Tax Asset Valuation Allowance/Reserve Adjustments	(9.5)	—	—	1.5	—	—	1.2	—	—
Excess Stock Benefit <sup>(1)</sup>	(0.7)	(0.7)	(0.3)	(0.9)	(1.2)	(0.4)	—	—	—
Other, Net	1.3	0.5	(2.0)	2.9	1.1	(0.5)	3.1	0.9	0.9
Income Tax Expense	\$ 186.6	\$ 242.1	\$ 88.7	\$ 208.3	\$ 225.8	\$ 82.4	\$ 177.4	\$ 265.0	\$ 73.1
Effective Tax Rate	33.1%	39.2%	39.5%	38.4%	39.2%	38.4%	37.2%	39.8%	39.0%

<sup>(1)</sup> In 2016, the Company adopted new accounting guidance, which prospectively changed the accounting for excess tax benefits associated with the distribution of stock compensation awards, previously recognized in Capital Surplus, Paid In within Common Shareholders' Equity on the balance sheet, to recognition within income tax expense in the income statement. See Note 1D, "Summary of Significant Accounting Policies - Accounting Standards," for further information.



Eversource, CL&P, NSTAR Electric and PSNH file a consolidated federal income tax return and unitary, combined and separate state income tax returns. These entities are also parties to a tax allocation agreement under which taxable subsidiaries do not pay any more taxes than they would have otherwise paid had they filed a separate company tax return, and subsidiaries generating tax losses, if any, are paid for their losses when utilized.

Deferred tax assets and liabilities are recognized for the future tax effects of temporary differences between the carrying amounts and the tax basis of assets and liabilities. The tax effect of temporary differences is accounted for in accordance with the rate-making treatment of the applicable regulatory commissions and relevant accounting authoritative literature. The tax effects of temporary differences that give rise to the net accumulated deferred income tax obligations are as follows:

Eversource (Millions of Dollars)	As of December 31,	
	2017	2016
<b>Deferred Tax Assets:</b>		
Employee Benefits	\$ 442.1	\$ 640.6
Derivative Liabilities	111.8	192.6
Regulatory Deferrals - Liabilities	205.6	290.9
Allowance for Uncollectible Accounts	50.1	76.6
Tax Effect - Tax Regulatory Liabilities	832.6	11.8
Federal Net Operating Loss Carryforwards	47.8	—
Purchase Accounting Adjustment	69.9	112.2
Other	149.5	170.5
<b>Total Deferred Tax Assets</b>	<b>1,909.4</b>	<b>1,495.2</b>
Less: Valuation Allowance	14.6	5.1
<b>Net Deferred Tax Assets</b>	<b>\$ 1,894.8</b>	<b>\$ 1,490.1</b>
<b>Deferred Tax Liabilities:</b>		
Accelerated Depreciation and Other Plant-Related Differences	\$ 3,562.0	\$ 5,001.2
Property Tax Accruals	56.7	81.9
<b>Regulatory Amounts:</b>		
Regulatory Deferrals - Assets	924.9	1,321.8
Tax Effect - Tax Regulatory Assets	243.1	252.6
Goodwill Regulatory Asset - 1999 Merger	99.8	186.7
Derivative Assets	17.4	29.5
Other	288.4	223.6
<b>Total Deferred Tax Liabilities</b>	<b>\$ 5,192.3</b>	<b>\$ 7,097.3</b>

(Millions of Dollars)	As of December 31,					
	2017			2016		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
<b>Deferred Tax Assets:</b>						
Employee Benefits	\$ 112.3	\$ 34.0	\$ 38.0	\$ 138.8	\$ 69.5	\$ 46.5
Derivative Liabilities	110.5	0.3	—	191.5	1.1	—
Regulatory Deferrals - Liabilities	12.0	139.8	17.9	6.3	194.9	36.7
Allowance for Uncollectible Accounts	20.6	17.3	2.9	33.0	25.7	4.1
Tax Effect - Tax Regulatory Liabilities	337.2	281.2	116.8	4.9	3.3	2.6
Other	70.7	4.9	49.6	59.4	6.6	56.4
<b>Total Deferred Tax Assets</b>	<b>663.3</b>	<b>477.5</b>	<b>225.2</b>	<b>433.9</b>	<b>301.1</b>	<b>146.3</b>
Less: Valuation Allowance	6.3	—	—	4.5	—	—
<b>Net Deferred Tax Assets</b>	<b>\$ 657.0</b>	<b>\$ 477.5</b>	<b>\$ 225.2</b>	<b>\$ 429.4</b>	<b>\$ 301.1</b>	<b>\$ 146.3</b>
<b>Deferred Tax Liabilities:</b>						
Accelerated Depreciation and Other Plant-Related Differences	\$ 1,224.9	\$ 1,229.2	\$ 502.5	\$ 1,700.3	\$ 1,901.9	\$ 726.3
Property Tax Accruals	20.7	24.2	5.5	29.7	36.8	8.0
<b>Regulatory Amounts:</b>						
Regulatory Deferrals - Assets	310.6	267.1	103.6	473.4	381.7	142.1
Tax Effect - Tax Regulatory Assets	173.1	9.8	11.4	170.4	44.8	12.2
Goodwill Regulatory Asset - 1999 Merger	—	85.7	—	—	160.3	—
Derivative Assets	17.4	—	—	27.0	—	—
Other	13.7	137.3	45.7	16.3	102.7	43.1
<b>Total Deferred Tax Liabilities</b>	<b>\$ 1,760.4</b>	<b>\$ 1,753.3</b>	<b>\$ 668.7</b>	<b>\$ 2,417.1</b>	<b>\$ 2,628.2</b>	<b>\$ 931.7</b>

*2017 Federal Legislation:* On December 22, 2017, the "Tax Cuts and Jobs Act" (the "Act") became law, which amended existing federal tax rules and included numerous provisions that impacted corporations. In particular, the Act reduced the U.S. federal corporate income tax rate from 35 percent to 21 percent effective January 1, 2018. In terms of the impacts to the regulated companies, the most significant changes will be (1) the benefit of incurring a lower federal income tax expense, which we expect to be passed back to customers, and (2) the provisional regulated excess ADIT liabilities that we expect to benefit customers in future periods, which were estimated to be approximately \$2.9 billion (approximately \$1.0 billion at CL&P, \$1.1 billion at NSTAR Electric and \$0.4 billion at PSNH) as of December 31, 2017 and recognized as regulatory liabilities on the balance sheet.

The Eversource regulated companies are currently working with their applicable state regulatory commissions, who have opened investigations to examine the impact of the Act on customer rates. FERC has yet to address how the Act would impact transmission rates. Eversource, CL&P, NSTAR Electric, and PSNH will continue to evaluate the impacts of the Act, which will vary depending on the ultimate amount and timing of when certain income tax benefits will benefit customers, and will vary by jurisdiction.

Although the impacts could not be finalized upon the issuance of this combined Annual Report on Form 10-K, reasonable provisional estimates were recognized as of December 31, 2017. In accordance with SEC Staff Accounting Bulletin No. 118 ("SAB 118"), additional re-measurement may occur based on final analysis, computations, technical corrections, or other forms of guidance issued from regulatory agencies or commissions. While the Company believes the impacts of the Act were appropriately accounted for in accordance with the applicable authoritative guidance, the ultimate outcome may be different from the provisional estimates recorded, and those differences may materially impact its future statement of financial position, results of operations, and cash flows.

*Carryforwards:* The following tables provide the amounts and expiration dates of state tax credit and loss carryforwards and federal tax credit and net operating loss carryforwards:

<i>(Millions of Dollars)</i>	As of December 31, 2017					Expiration Range
	Eversource	CL&P	NSTAR Electric	PSNH		
Federal Net Operating Loss	\$ 197.3	\$ —	\$ —	\$ —		2027-2037
Federal Charitable Contribution	18.7	—	—	—		2017-2022
State Net Operating Loss	82.8	—	—	—		2028-2037
State Tax Credit	139.0	94.5	—	—		2017-2022
State Charitable Contribution	31.4	—	—	—		2017-2022

<i>(Millions of Dollars)</i>	As of December 31, 2016					Expiration Range
	Eversource	CL&P	NSTAR Electric	PSNH		
Federal Tax Credit	8.6	—	—	—		—
Federal Charitable Contribution	27.8	—	—	—		2016 - 2019
State Tax Credit	111.1	80.5	—	—		2016 - 2021
State Charitable Contribution	36.5	—	—	—		2016 - 2020

In 2017, the company increased its valuation allowance reserve for state credits by \$9.9 million (\$1.8 million for CL&P), net of tax, to reflect and update for expired tax credits. In 2016, the Company increased its valuation allowance reserve for state credits by \$1.3 million (\$1.3 million for CL&P), net of tax, to reflect an update for expired tax credits.

For 2017 and 2016, state credit and state loss carryforwards have been partially reserved by a valuation allowance of \$14.4 million and \$4.5 million (net of tax), respectively.

*Unrecognized Tax Benefits:* A reconciliation of the activity in unrecognized tax benefits, all of which would impact the effective tax rate if recognized, is as follows:

<i>(Millions of Dollars)</i>	Eversource	CL&P
Balance as of January 1, 2015	\$ 46.2	\$ 14.3
Gross Increases - Current Year	9.9	2.6
Gross Increases - Prior Year	0.1	—
Lapse of Statute of Limitations	(8.2)	(3.4)
Balance as of December 31, 2015	48.0	13.5
Gross Increases - Current Year	9.9	3.9
Gross Increases - Prior Year	0.2	0.2
Lapse of Statute of Limitations	(9.7)	(2.3)
Balance as of December 31, 2016	48.4	15.3
Gross Increases - Current Year	11.4	4.7
Gross Decreases - Prior Year	(0.9)	(0.5)
Lapse of Statute of Limitations	(7.2)	(1.4)
Balance as of December 31, 2017	\$ 51.7	\$ 18.1

*Interest and Penalties:* Interest on uncertain tax positions is recorded and generally classified as a component of Other Interest Expense on the statements of income. However, when resolution of uncertainties results in the Company receiving interest income, any related interest benefit is recorded in Other Income, Net on the statements of income. No penalties have been recorded. The amount of interest expense/(income) on uncertain tax positions recognized and the related accrued interest payable/(receivable) are as follows:

<i>(Millions of Dollars)</i>	Other Interest Expense/(Income)			Accrued Interest Expense	
	For the Years Ended December 31,			As of December 31,	
	2017	2016	2015	2017	2016
Eversource	\$ —	\$ (0.2)	\$ 0.1	\$ 1.8	\$ 1.8

*Tax Positions:* During 2017 and 2016, Eversource did not resolve any of its uncertain tax positions.

*Open Tax Years:* The following table summarizes Eversource, CL&P, NSTAR Electric and PSNH's tax years that remain subject to examination by major tax jurisdictions as of December 31, 2017:

Description	Tax Years
Federal	2017
Connecticut	2014 - 2017
Massachusetts	2014 - 2017
New Hampshire	2015 - 2017

Eversource estimates that during the next twelve months, differences of a non-timing nature could be resolved, resulting in a zero to \$2.2 million decrease in unrecognized tax benefits by Eversource. These estimated changes are not expected to have a material impact on the earnings of Eversource. Other companies' impacts are not expected to be material.

## 11. COMMITMENTS AND CONTINGENCIES

### A. Environmental Matters

*General:* Eversource, CL&P, NSTAR Electric and PSNH are subject to environmental laws and regulations intended to mitigate or remove the effect of past operations and improve or maintain the quality of the environment. These laws and regulations require the removal or the remedy of the effect on the environment of the disposal or release of certain specified hazardous substances at current and former operating sites. Eversource, CL&P, NSTAR Electric and PSNH have an active environmental auditing and training program and each believes it is substantially in compliance with all enacted laws and regulations.

Environmental reserves are accrued when assessments indicate it is probable that a liability has been incurred and an amount can be reasonably estimated. The approach used estimates the liability based on the most likely action plan from a variety of available remediation options, including no action required or several different remedies ranging from establishing institutional controls to full site remediation and monitoring. These liabilities are estimated on an undiscounted basis and do not assume that the amounts are recoverable from insurance companies or other third parties. The environmental reserves include sites at different stages of discovery and remediation and do not include any unasserted claims.

These reserve estimates are subjective in nature as they take into consideration several different remediation options at each specific site. The reliability and precision of these estimates can be affected by several factors, including new information concerning either the level of contamination at the site, the extent of Eversource's, CL&P's, NSTAR Electric's and PSNH's responsibility for remediation or the extent of remediation required, recently enacted laws and regulations or changes in cost estimates due to certain economic factors. It is possible that new information or future developments could require a reassessment of the potential exposure to related environmental matters. As this information becomes available, management will continue to assess the potential exposure and adjust the reserves accordingly.

The amounts recorded as environmental reserves are included in Other Current Liabilities and Other Long-Term Liabilities on the balance sheets and represent management's best estimate of the liability for environmental costs, and take into consideration site assessment, remediation and long-term monitoring costs. The environmental reserves also take into account recurring costs of managing hazardous substances and pollutants, mandated expenditures to remediate contaminated sites and any other infrequent and non-recurring clean-up costs. A reconciliation of the activity in the environmental reserves is as follows:

<i>(Millions of Dollars)</i>	Eversource	CL&P	NSTAR Electric	PSNH
Balance as of January 1, 2016	\$ 51.1	\$ 4.6	\$ 3.0	\$ 4.5
Additions	20.6	0.6	1.8	1.2
Payments/Reductions	(5.9)	(0.3)	(1.0)	(0.4)
Balance as of December 31, 2016	65.8	4.9	3.8	5.3
Additions	6.2	0.5	1.8	1.0
Payments/Reductions	(17.1)	(0.7)	(2.9)	(0.6)
Balance as of December 31, 2017	\$ 54.9	\$ 4.7	\$ 2.7	\$ 5.7

The number of environmental sites and related reserves for which remediation or long-term monitoring, preliminary site work or site assessment is being performed are as follows:

	As of December 31, 2017		As of December 31, 2016	
	Number of Sites	Reserve (in millions)	Number of Sites	Reserve (in millions)
Eversource	59	\$ 54.9	61	\$ 65.8
CL&P	14	4.7	14	4.9
NSTAR Electric	15	2.7	17	3.8
PSNH	10	5.7	11	5.3

Included in the Eversource number of sites and reserve amounts above are former MGP sites that were operated several decades ago and manufactured gas from coal and other processes, which resulted in certain by-products remaining in the environment that may pose a potential risk to human health and the environment, for which Eversource may have potential liability. The reserve balances related to these former MGP sites were \$49.0 million and \$59.0 million as of December 31, 2017 and 2016, respectively, and related primarily to the natural gas business segment. The reduction in the reserve balance at the MGP sites was primarily due to a change in cost estimates at one site where actual contamination was less than originally estimated.

As of December 31, 2017, for 8 environmental sites (3 for CL&P, 1 for NSTAR Electric) that are included in the Company's reserve for environmental costs, the information known and the nature of the remediation options allow for the Company to estimate the range of losses for environmental costs. As of December 31, 2017, \$25.4 million (including \$1.8 million for CL&P and \$0.3 million for NSTAR Electric) had been accrued as a liability for these sites, which represents the low end of the range of the liabilities for environmental costs. Management believes that additional losses of up to approximately \$20 million (\$1 million at CL&P) may be incurred in executing current remediation plans for these sites.

As of December 31, 2017, for 10 environmental sites (3 for CL&P) that are included in the Company's reserve for environmental costs, management cannot reasonably estimate the exposure to loss in excess of the reserve, or range of loss, as these sites are under investigation and/or there is significant uncertainty as to what remedial actions, if any, the Company may be required to undertake. As of December 31, 2017, \$12.3 million (including \$1.8 million for CL&P) had been accrued as a liability for these sites. As of December 31, 2017, for the remaining 41 environmental sites (including 8 for CL&P, 14 for NSTAR Electric and 10 for PSNH) that are included in the Company's reserve for environmental costs, the \$17.2 million accrual (including \$1.1 million for CL&P, \$2.4 million for NSTAR Electric and \$5.7 million for PSNH) represents management's best estimate of the probable liability and no additional loss is anticipated at this time.

**CERCLA:** Of the total environmental sites, nine sites (four for NSTAR Electric and three for PSNH) are superfund sites under the federal Comprehensive Environmental Response, Compensation and Liability Act of 1980 (CERCLA) and its amendments or state equivalents for which the Company has been notified that it is a potentially responsible party but for which the site assessment and remediation are not being managed by the Company. As of December 31, 2017, a liability of \$0.9 million accrued on these sites represents management's best estimate of its potential remediation costs with respect to these superfund sites.

**Environmental Rate Recovery:** PSNH, NSTAR Gas and Yankee Gas have rate recovery mechanisms for MGP related environmental costs, therefore, changes in their respective environmental reserves do not impact Net Income. CL&P recovers a certain level of environmental costs currently in rates. CL&P and NSTAR Electric do not have a separate environmental cost recovery regulatory mechanism.

**B. Long-Term Contractual Arrangements**

*Estimated Future Annual Costs:* The estimated future annual costs of significant long-term contractual arrangements as of December 31, 2017 are as follows:

**Eversource**

(Millions of Dollars)	2018	2019	2020	2021	2022	Thereafter	Total
Supply and Stranded Cost	\$ 81.7	\$ 69.3	\$ 74.6	\$ 68.8	\$ 63.7	\$ 144.3	\$ 502.4
Renewable Energy	242.9	242.5	241.7	232.2	224.5	1,665.7	2,849.5
Peaker CfDs	26.1	24.2	34.0	32.3	23.4	53.3	193.3
Natural Gas Procurement	225.5	219.2	169.3	148.7	131.4	989.6	1,883.7
Transmission Support Commitments	22.8	23.0	23.2	15.2	16.5	16.5	117.2
Total	\$ 599.0	\$ 578.2	\$ 542.8	\$ 497.2	\$ 459.5	\$ 2,869.4	\$ 5,546.1

**CL&P**

(Millions of Dollars)	2018	2019	2020	2021	2022	Thereafter	Total
Supply and Stranded Cost	\$ 58.7	\$ 56.7	\$ 69.5	\$ 63.7	\$ 59.1	\$ 121.6	\$ 429.3
Renewable Energy	84.1	85.4	85.5	85.8	86.6	655.5	1,082.9
Peaker CfDs	26.1	24.2	34.0	32.3	23.4	53.3	193.3
Transmission Support Commitments	9.0	9.1	9.2	6.0	6.5	6.5	46.3
Total	\$ 177.9	\$ 175.4	\$ 198.2	\$ 187.8	\$ 175.6	\$ 836.9	\$ 1,751.8

**NSTAR Electric**

(Millions of Dollars)	2018	2019	2020	2021	2022	Thereafter	Total
Supply and Stranded Cost	\$ 5.5	\$ 5.5	\$ 3.1	\$ 3.1	\$ 3.1	\$ 22.0	\$ 42.3
Renewable Energy	96.1	94.3	92.6	88.2	88.4	489.4	949.0
Transmission Support Commitments	9.0	9.0	9.1	6.0	6.5	6.5	46.1
Total	\$ 110.6	\$ 108.8	\$ 104.8	\$ 97.3	\$ 98.0	\$ 517.9	\$ 1,037.4

**PSNH**

(Millions of Dollars)	2018	2019	2020	2021	2022	Thereafter	Total
Supply and Stranded Cost	\$ 17.5	\$ 7.1	\$ 2.0	\$ 2.0	\$ 1.5	\$ 0.7	\$ 30.8
Renewable Energy	62.7	62.8	63.6	58.2	49.5	520.8	817.6
Transmission Support Commitments	4.8	4.9	4.9	3.2	3.5	3.5	24.8
Total	\$ 85.0	\$ 74.8	\$ 70.5	\$ 63.4	\$ 54.5	\$ 525.0	\$ 873.2

*Supply and Stranded Cost:* CL&P, NSTAR Electric and PSNH have various IPP contracts or purchase obligations for electricity, including payment obligations resulting from the buydown of electricity purchase contracts. Such contracts extend through 2024 for CL&P, 2031 for NSTAR Electric and 2023 for PSNH.

In addition, CL&P, along with UI, has four capacity CfDs for a total of approximately 787 MW of capacity consisting of three generation units and one demand response project. The capacity CfDs extend through 2026 and obligate both CL&P and UI to make or receive payments on a monthly basis to or from the generation facilities based on the difference between a set contractual capacity price and the capacity market prices received by the generation facilities in the ISO-NE capacity markets. CL&P has a sharing agreement with UI, whereby UI shares 20 percent of the costs and benefits of these contracts. CL&P's portion of the costs and benefits of these contracts will be paid by or refunded to CL&P's customers.

The contractual obligations table above does not include CL&P's or NSTAR Electric's default service contracts, the amounts of which vary with customers' energy needs. The contractual obligations table also does not include PSNH's short-term power supply management.

*Renewable Energy:* Renewable energy contracts include non-cancellable commitments under contracts of CL&P, NSTAR Electric and PSNH for the purchase of energy and capacity from renewable energy facilities. Such contracts extend through 2038 for CL&P, 2031 for NSTAR Electric and 2033 for PSNH.

The contractual obligations table above does not include long-term commitments signed by CL&P and NSTAR Electric, as required by the PURA and DPU, for the purchase of renewable energy and related products that are contingent on the future construction of energy facilities.

*Peaker CfDs:* In 2008, CL&P entered into three CfDs with developers of peaking generation units approved by PURA (Peaker CfDs). These units have a total of approximately 500 MW of peaking capacity. As directed by PURA, CL&P and UI have entered into a sharing agreement, whereby CL&P is responsible for 80 percent and UI for 20 percent of the net costs or benefits of these CfDs. The Peaker CfDs pay the generation facility owner the difference between capacity, forward reserve and energy market revenues and a cost-of-service payment stream for 30 years. The ultimate cost or benefit to CL&P under these contracts will depend on the costs of plant operation and the prices that the projects receive for capacity and other products in the ISO-NE markets. CL&P's portion of the amounts paid or received under the Peaker CfDs will be recoverable from or refunded to CL&P's customers.

**Natural Gas Procurement:** In the normal course of business, Eversource's natural gas distribution businesses have long-term contracts for the purchase, transportation and storage of natural gas as part of its portfolio of supplies. These contracts extend through 2032.

**Coal, Wood and Other:** PSNH has entered into various arrangements for the purchase of coal, wood and the transportation services for fuel supply for its electric generating assets. On January 10, 2018, Eversource and PSNH completed the sale of PSNH's thermal generation assets, at which time, remaining future contractual obligations were transferred to the buyer. See Note 12, "Assets Held for Sale," for further information.

**Transmission Support Commitments:** Along with other New England utilities, CL&P, NSTAR Electric and PSNH entered into agreements in 1985 to support transmission and terminal facilities that were built to import electricity from the Hydro-Québec system in Canada. CL&P, NSTAR Electric and PSNH are obligated to pay, over a 30-year period ending in 2020, their proportionate shares of the annual operation and maintenance expenses and capital costs of those facilities.

The total costs incurred under these agreements were as follows:

Eversource (Millions of Dollars)	For the Years Ended December 31,		
	2017	2016	2015
Supply and Stranded Cost	\$ 103.9	\$ 152.5	\$ 147.6
Renewable Energy	235.5	210.9	144.3
Peaker CfDs	38.7	47.7	42.7
Natural Gas Procurement	377.0	323.9	428.6
Coal, Wood and Other	47.7	55.7	95.9
Transmission Support Commitments	19.8	15.9	25.3

Eversource (Millions of Dollars)	For the Years Ended December 31,								
	2017			2016			2015		
	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH	CL&P	NSTAR Electric	PSNH
Supply and Stranded Cost	\$ 81.0	\$ 4.0	\$ 18.9	\$ 132.7	\$ 0.7	\$ 19.1	\$ 120.3	\$ 6.5	\$ 20.8
Renewable Energy	51.0	123.7	60.8	42.1	101.1	67.7	20.0	87.1	37.2
Peaker CfDs	38.7	—	—	47.7	—	—	42.7	—	—
Coal, Wood and Other	—	—	47.7	—	—	55.7	—	—	95.9
Transmission Support Commitments	7.8	7.8	4.2	6.3	6.2	3.4	10.0	9.9	5.4

### C. Spent Nuclear Fuel Obligations - Yankee Companies

CL&P, NSTAR Electric and PSNH have plant closure and fuel storage cost obligations to the Yankee Companies, which have each completed the physical decommissioning of their respective nuclear facilities and are now engaged in the long-term storage of their spent fuel. The Yankee Companies collect these costs through wholesale, FERC-approved rates charged under power purchase agreements with several New England utilities, including CL&P, NSTAR Electric and PSNH. These companies in turn recover these costs from their customers through state regulatory commission-approved retail rates. The Yankee Companies have collected or are currently collecting amounts that management believes are adequate to recover the remaining plant closure and fuel storage cost estimates for the respective plants. Management believes CL&P and NSTAR Electric will recover their shares of these obligations from their customers. PSNH has recovered its total share of these costs from its customers.

#### Spent Nuclear Fuel Litigation:

The Yankee Companies have filed complaints against the DOE in the Court of Federal Claims seeking monetary damages resulting from the DOE's failure to provide for a permanent facility to store spent nuclear fuel pursuant to the terms of the 1983 spent fuel and high level waste disposal contracts between the Yankee Companies and the DOE. The court had previously awarded the Yankee Companies damages for Phase I, II and III of litigation resulting from the DOE's failure to meet its contractual obligations. These Phases covered damages incurred in the years 1998 through 2012, and the awarded damages have been received by the Yankee Companies with certain amounts of the damages refunded to their customers.

**DOE Phase III Damages** - In August 2013, the Yankee Companies each filed subsequent lawsuits against the DOE seeking recovery of actual damages incurred in the years 2009 through 2012 ("DOE Phase III"). On March 25, 2016, the court issued its decision and awarded CYAPC, YAEC and MYAPC damages of \$32.6 million, \$19.6 million and \$24.6 million, respectively. In total, the Yankee Companies were awarded \$76.8 million of the \$77.9 million in damages sought in DOE Phase III. The decision became final on July 18, 2016, and the Yankee Companies received the awards from the DOE on October 14, 2016. The Yankee Companies received FERC approval of their proposed distribution of certain amounts of the awarded damages proceeds to member companies, including CL&P, NSTAR Electric and PSNH, which CYAPC and MYAPC made in December 2016. MYAPC also refunded \$56.5 million from its spent nuclear fuel trust, a portion of which was also refunded to the Eversource utility subsidiaries. In total, Eversource received \$26.1 million, of which CL&P, NSTAR Electric and PSNH received \$13.6 million, \$8.6 million and \$3.9 million, respectively. These amounts have been refunded to the customers of the respective Eversource utility subsidiaries.

**DOE Phase IV Damages** - On May 22, 2017, each of the Yankee Companies filed subsequent lawsuits against the DOE in the Court of Federal Claims seeking monetary damages totaling approximately \$100 million for CYAPC, YAEC and MYAPC, resulting from the DOE's failure to begin accepting spent nuclear fuel for disposal covering the years from 2013 to 2016 ("DOE Phase IV"). The DOE Phase IV trial is expected to begin in 2018.

**D. Guarantees and Indemnifications**

In the normal course of business, Eversource parent provides credit assurances on behalf of its subsidiaries, including CL&P, NSTAR Electric and PSNH, in the form of guarantees.

Eversource parent issued a guaranty on behalf of its subsidiary, NPT, under which, beginning at the time the Northern Pass Transmission line goes into commercial operation, Eversource parent will guarantee the financial obligations of NPT under the TSA with HQ in an amount not to exceed \$25 million. Eversource parent's obligations under the guaranty expire upon the full, final and indefeasible payment of the guaranteed obligations. Eversource parent has also entered into a guaranty on behalf of NPT under which Eversource parent will guarantee NPT's obligations under a facility with a financial institution pursuant to which NPT may request letters of credit in an aggregate amount of up to approximately \$14 million.

Eversource parent has also guaranteed certain indemnification and other obligations as a result of the sales of former unregulated subsidiaries and the termination of an unregulated business, with maximum exposures either not specified or not material.

Management does not anticipate a material impact to net income or cash flows as a result of these various guarantees and indemnifications. The following table summarizes Eversource parent's exposure to guarantees and indemnifications of its subsidiaries to external parties, as of December 31, 2017:

Company	Description	Maximum Exposure (in millions)	Expiration Dates
<u>On behalf of subsidiaries:</u>			
Eversource Gas Transmission LLC	Access Northeast Project Capital Contributions Guaranty <sup>(1)</sup>	\$ 185.1	2021
Various	Surety Bonds <sup>(2)</sup>	40.4	2018
Eversource Service and Rocky River Realty Company	Lease Payments for Vehicles and Real Estate	7.8	2019 - 2024

(1) Eversource parent issued a declining balance guaranty on behalf of its subsidiary, Eversource Gas Transmission LLC, to guarantee the payment of the subsidiary's capital contributions for its investment in the Access Northeast project. The guaranty decreases as capital contributions are made. The guaranty will expire upon the earlier of the full performance of the guaranteed obligations or December 31, 2021.

(2) Surety bond expiration dates reflect termination dates, the majority of which will be renewed or extended. Certain surety bonds contain credit ratings triggers that would require Eversource parent to post collateral in the event that the unsecured debt credit ratings of Eversource parent are downgraded.

Aquarion has a \$0.9 million letter of credit relating to an insurance program, which expires on December 31, 2018 and includes annual automatic renewals. As of December 31, 2017, and 2016, there were no amounts outstanding under the letter of credit. Aquarion also guarantees surety bonds with a maximum exposure of \$1.2 million related to ongoing operations with expiration dates ranging through 2018, the majority of which will be renewed or extended.

**E. FERC ROE Complaints**

Four separate complaints have been filed at the FERC by combinations of New England state attorneys general, state regulatory commissions, consumer advocates, consumer groups, municipal parties and other parties (collectively the "Complainants"). In each of the first three complaints, the Complainants challenged the NETOs' base ROE of 11.14 percent that had been utilized since 2005 and sought an order to reduce it prospectively from the date of the final FERC order and for the separate 15-month complaint periods. In the fourth complaint, filed April 29, 2016, the Complainants challenged the NETOs' base ROE of 10.57 percent and the maximum ROE for transmission incentive ("incentive cap") of 11.74 percent, asserting that these ROEs were unjust and unreasonable.

In response to appeals of the FERC decision in the first complaint filed by the NETOs and the Complainants, the U.S. Court of Appeals for the D.C. Circuit (the "Court") issued a decision on April 14, 2017 vacating and remanding the FERC's decision. The Court found that the FERC failed to make an explicit finding that the 11.14 percent base ROE was unjust and unreasonable, as required under Section 206 of the Federal Power Act, before it set a new base ROE. The Court also found that the FERC did not provide a rational connection between the record evidence and its decision to select the midpoint of the upper half of the zone of reasonableness for the new base ROE.

Hearings on the fourth complaint were held in December 2017 before the Administrative Law Judge ("ALJ"), who is expected to issue an initial decision in March 2018.

A summary of the four separate complaints and the base ROEs pertinent to those complaints are as follows:

Complaint	15-Month Time Period of Complaint (Beginning as of Complaint Filing Date)	Original Base ROE Authorized by FERC at Time of Complaint Filing Date <sup>(1)</sup>	Base ROE Subsequently Authorized by FERC for First Complaint Period and also Effective from October 16, 2014 through April 14, 2017 <sup>(1)</sup>	Reserve (Pre-Tax and Excluding Interest) as of December 31, 2017 (in millions)	FERC ALJ Recommendation of Base ROE on Second and Third Complaints (Issued March 22, 2016)
First	10/1/2011 - 12/31/2012	11.14%	10.57%	\$— <sup>(2)</sup>	N/A
Second	12/27/2012 - 3/26/2014	11.14%	N/A	39.1 <sup>(3)</sup>	9.59%
Third	7/31/2014 - 10/30/2015	11.14%	10.57%	—	10.90%
Fourth	4/29/2016 - 7/28/2017	10.57%	10.57%	—	N/A

<sup>(1)</sup> The ROE billed during the period October 1, 2011 through October 15, 2014 consisted of a base ROE of 11.14 percent and incentives up to 13.1 percent. On October 16, 2014, the FERC set the base ROE at 10.57 percent and an incentive cap at 11.74 percent for the first complaint period and also effective from the date of the FERC order on October 16, 2014. This FERC order was vacated on April 14, 2017.

<sup>(2)</sup> CL&P, NSTAR Electric and PSNH have refunded all amounts associated with the first complaint period, totaling \$38.9 million (pre-tax and excluding interest) at Eversource (consisting of \$22.4 million at CL&P, \$13.7 million at NSTAR Electric and \$2.8 million at PSNH), reflecting both the base ROE and incentive cap prescribed by the FERC order.

<sup>(3)</sup> The reserve represents the difference between the billed rates during the second complaint period and a 10.57 percent base ROE and 11.74 percent incentive cap. The reserve consisted of \$21.4 million for CL&P, \$14.6 million for NSTAR Electric and \$3.1 million for PSNH as of December 31, 2017.

On June 5, 2017, the NETOs, including Eversource, submitted a filing to the FERC to reinstate the base ROE of 11.14 percent with an associated ROE incentive cap of 13.5 percent effective June 8, 2017, as these were the last ROEs lawfully in effect for transmission billing purposes prior to the FERC order vacated by the Court on April 14, 2017. On October 6, 2017, the FERC did not accept the NETOs filing, temporarily leaving in place the ROEs (10.57 percent base ROE with an 11.74 percent incentive cap ROE) set in the first complaint proceeding until the FERC addresses the Court's decision. On November 6, 2017, the NETOs submitted a request for rehearing of the FERC's October 6, 2017 Order rejecting the compliance filing.

On October 5, 2017, the NETOs filed a series of motions, requesting that the FERC dismiss the four complaint proceedings. Alternatively, if the FERC does not dismiss the proceedings, the NETOs requested that the FERC consolidate all four complaint proceedings for expeditious resolution and/or stay the trial in the fourth complaint proceeding and resolve it based on the standards set in the April 14, 2017 Court decision.

At this time, the Company cannot reasonably estimate a range of gain or loss for the complaint proceedings. No events in 2017 provided a reasonable basis for a change to the reserve balance of \$39.1 million (pre-tax, excluding interest) for the second complaint period, and the Company has not changed its reserve or recognized ROEs for any of the complaint periods.

Management cannot at this time predict the ultimate effect of the Court decision or future FERC action on any of the complaint periods or the estimated impacts on the financial position, results of operations or cash flows of Eversource, CL&P, NSTAR Electric or PSNH.

The average impact of a 10 basis point change to the base ROE for each of the 15-month complaint periods would affect Eversource's after-tax earnings by approximately \$3 million.

#### F. Eversource and NSTAR Electric Boston Harbor Civil Action

On July 15, 2016, the United States Attorney on behalf of the United States Army Corps of Engineers filed a civil action in the United States District Court for the District of Massachusetts under provisions of the Rivers and Harbors Act of 1899 and the Clean Water Act against NSTAR Electric, Harbor Electric Energy Company, a wholly-owned subsidiary of NSTAR Electric ("HEEC"), and the Massachusetts Water Resources Authority (together with NSTAR Electric and HEEC, the "Defendants"). The action alleged that the Defendants failed to comply with certain permitting requirements related to the placement of the HEEC-owned electric distribution cable beneath Boston Harbor. The action sought an order to compel HEEC to comply with cable depth requirements in the United States Army Corps of Engineers' permit or alternatively to remove the electric distribution cable and cease unauthorized work in U.S. waterways. The action also sought civil penalties and other costs.

The parties reached a settlement pursuant to which HEEC agreed to install a new 115kV distribution cable across Boston Harbor to Deer Island, utilizing a different route, and remove portions of the existing cable. Upon the installation and completion of the new cable and the removal of the portions of the existing cable, all issues surrounding the current permit from the United States Army Corps of Engineers are expected to be resolved, and such litigation is expected to be dismissed with prejudice.

In 2017, as a result of the settlement, NSTAR Electric expended \$4.9 million (pre-tax) of previously incurred capitalized costs associated with engineering work performed on the existing cable that will no longer be used. In addition, NSTAR Electric agreed to provide a rate base credit of \$17.5 million to the Massachusetts Water Resources Authority for the new cable. This negotiated credit will result in the initial \$17.5 million of construction costs on the new cable to be expensed as incurred. Of this amount, NSTAR Electric expended \$11.1 million (pre-tax) of costs incurred on the new cable in 2017. Construction of the new cable is expected to be completed in 2019.

## G. Litigation and Legal Proceedings

Eversource, including CL&P, NSTAR Electric and PSNH, are involved in legal, tax and regulatory proceedings regarding matters arising in the ordinary course of business, which involve management's assessment to determine the probability of whether a loss will occur and, if probable, its best estimate of probable loss. The Company records and discloses losses when these losses are probable and reasonably estimable, and discloses matters when losses are probable but not estimable or when losses are reasonably possible. Legal costs related to the defense of loss contingencies are expensed as incurred.

## 12. ASSETS HELD FOR SALE

In June 2015, Eversource and PSNH entered into the 2015 Public Service Company of New Hampshire Restructuring and Rate Stabilization Agreement, under the terms of which PSNH agreed to divest its generation assets, subject to NHPUC approval. The NHPUC approval for this agreement, as well as NHPUC approval of the final divestiture plan and auction process, were received in the second half of 2016. In October 2017, PSNH entered into two Purchase and Sale Agreements ("Agreements") to sell its thermal and hydroelectric generation assets to private investors at purchase prices of \$175 million and \$83 million, respectively, subject to adjustments as set forth in the Agreements. The NHPUC approved the Agreements in late November 2017, at which time the Company classified these assets as held for sale.

On January 10, 2018, PSNH completed the sale of its thermal generation assets, pursuant to the Agreement dated October 11, 2017. In accordance with the Purchase and Sale Agreement, the original purchase price of \$175 million was adjusted to reflect working capital adjustments, closing date adjustments and proration of taxes and fees prior to closing, totaling \$40.9 million, resulting in net proceeds of \$134.1 million. As of December 31, 2017, the thermal generation assets classified as assets held for sale are stated at fair value less costs to sell. Deferred costs of \$516.1 million were included in Regulatory Assets on the Eversource and PSNH Balance Sheets, and represent the difference between the carrying value and the fair value less costs to sell of the thermal generation assets as of December 31, 2017. The hydroelectric generation assets are targeted to be sold in the first quarter of 2018 at an amount above net carrying value, and are therefore stated at carrying value. As of December 31, 2017, the difference between the carrying value of the hydroelectric generation assets and the expected proceeds from the sale was approximately \$25 million, which will be recognized as a reduction to the stranded costs upon completion of the sale.

Upon completion of the divestiture, full recovery of PSNH's generation assets and transaction-related costs are expected to occur through a combination of cash flows during the remaining operating period, sales proceeds, and recovery of stranded costs via the issuance of bonds that will be secured by a non-bypassable charge or through recoveries in future rates billed to PSNH's customers. On January 30, 2018, the NHPUC approved the issuance of rate reduction bonds up to \$690 million to recover stranded costs, subject to an audit by the NHPUC Audit Staff. This order is subject to an appeal period of 30 days.

For the years ended December 31, 2017, 2016 and 2015, pre-tax income associated with the assets held for sale was \$60.0 million, \$65.3 million and \$56.9 million, respectively.

As of December 31, 2017, PSNH's generation assets held for sale, which are included in current assets on the Eversource and PSNH balance sheets, and are part of the Electric Distribution reportable segment, were as follows (liabilities held for sale were \$1.2 million as of December 31, 2017):

(Millions of Dollars)

Thermal Gross Plant	\$	1,091.4
Hydroelectric Gross Plant		83.0
Accumulated Depreciation		(575.4)
Net Plant		599.0
Fuel and Inventory		87.7
Materials and Supplies		27.3
Emission Allowances		19.1
Other Assets		2.6
Deferred Costs from Generation Asset Sale		(516.1)
Total Generation Assets Held for Sale	\$	219.6

As of December 31, 2017, the difference between the carrying value of the generation assets and the amounts recognized as assets held for sale represented the deferred costs on the thermal generation asset sale and were calculated as follows:

(Millions of Dollars)

Generation Assets to be Sold (Carrying Value)	\$	735.7
Less: Generation Assets Held for Sale:		
Thermal Generation Assets (Fair Value less Cost to Sell)		(161.7)
Hydroelectric Generation (Carrying Value)		(57.9)
Generation Assets Held for Sale		(219.6)
Deferred Costs from Generation Asset Sale	\$	516.1

### 13. LEASES

Eversource, including CL&P, NSTAR Electric and PSNH, has entered into lease agreements, some of which are capital leases, for the use of data processing and office equipment, vehicles, service centers, land and office space. In addition, CL&P, NSTAR Electric and PSNH incur costs associated with leases entered into by other Eversource subsidiaries, which include Eversource Service and Rocky River Realty Company, and are included below in their respective operating lease rental expenses and future minimum rental payments. These intercompany lease amounts are eliminated on an Eversource consolidated basis. The provisions of the Eversource, CL&P, NSTAR Electric and PSNH lease agreements generally contain renewal options. Certain lease agreements contain payments impacted by the commercial paper rate plus a credit spread or the consumer price index.

Operating lease rental payments charged to expense are as follows:

<i>(Millions of Dollars)</i>	Eversource		CL&P		NSTAR Electric		PSNH	
2017	\$	10.5	\$	11.7	\$	11.3	\$	3.3
2016		12.1		12.5		11.4		2.9
2015		12.1		12.5		11.8		2.8

Future minimum rental payments, excluding executory costs, such as property taxes, state use taxes, insurance, and maintenance, under long-term noncancelable leases, as of December 31, 2017 are as follows:

<i>(Millions of Dollars)</i>	Eversource		CL&P		NSTAR Electric		PSNH	
2018	\$	13.2	\$	1.8	\$	7.9	\$	1.0
2019		11.4		1.5		6.9		1.0
2020		10.0		1.3		6.1		0.9
2021		8.9		1.1		5.5		0.8
2022		7.4		1.0		4.5		0.6
Thereafter		19.7		1.0		15.4		2.0
Future minimum lease payments	\$	70.6	\$	7.7	\$	46.3	\$	6.3

<i>(Millions of Dollars)</i>	Eversource		CL&P		NSTAR Electric		PSNH	
2018	\$	2.9	\$	2.0	\$	0.5	\$	0.1
2019		3.3		2.0		0.6		—
2020		3.3		2.0		0.5		—
2021		2.8		1.4		0.6		—
2022		1.3		—		0.6		—
Thereafter		2.5		—		2.5		—
Future minimum lease payments		16.1		7.4		5.3		0.1
Less amount representing interest		3.1		1.7		1.2		—
Present value of future minimum lease payments	\$	13.0	\$	5.7	\$	4.1	\$	0.1

CL&P entered into certain contracts for the purchase of energy that qualify as leases. These contracts do not have minimum lease payments and therefore are not included in the tables above. However, such contracts have been included in the contractual obligations table in Note 11B, "Commitments and Contingencies - Long-Term Contractual Arrangements," to the financial statements.

### 14. FAIR VALUE OF FINANCIAL INSTRUMENTS

The following methods and assumptions were used to estimate the fair value of each of the following financial instruments:

*Preferred Stock and Long-Term Debt:* The fair value of CL&P's and NSTAR Electric's preferred stock is based upon pricing models that incorporate interest rates and other market factors, valuations or trades of similar securities and cash flow projections. The fair value of long-term debt securities is based upon pricing models that incorporate quoted market prices for those issues or similar issues adjusted for market conditions, credit ratings of the respective companies and treasury benchmark yields. The fair values provided in the tables below are classified as Level 2 within the fair value hierarchy. Carrying amounts and estimated fair values are as follows:

<i>(Millions of Dollars)</i>	As of December 31,			
	2017		2016	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Preferred Stock Not Subject to Mandatory Redemption	\$ 155.6	\$ 160.8	\$ 155.6	\$ 158.3
Long-Term Debt	12,325.5	12,877.1	9,603.2	9,980.5

	CL&P		NSTAR Electric		PSNH	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<i>(Millions of Dollars)</i>						
<b>As of December 31, 2017:</b>						
Preferred Stock Not Subject to Mandatory Redemption	\$ 116.2	\$ 116.5	\$ 43.0	\$ 44.3	\$ —	\$ —
Long-Term Debt	3,059.1	3,430.5	2,943.8	3,156.5	1,002.4	1,038.2
<b>As of December 31, 2016:</b>						
Preferred Stock Not Subject to Mandatory Redemption	\$ 116.2	\$ 114.7	\$ 43.0	\$ 43.6	\$ —	\$ —
Long-Term Debt	2,766.0	3,049.6	2,644.6	2,790.6	1,072.0	1,109.7

*Derivative Instruments and Marketable Securities:* Derivative instruments and investments in marketable securities are carried at fair value. For further information, see Note 4, "Derivative Instruments," and Note 5, "Marketable Securities," to the financial statements.

See Note 11, "Summary of Significant Accounting Policies – Fair Value Measurements," for the fair value measurement policy and the fair value hierarchy.

#### 15. ACCUMULATED OTHER COMPREHENSIVE INCOME/(LOSS)

The changes in accumulated other comprehensive income/(loss) by component, net of tax, is as follows:

<i>Eversource</i> <i>(Millions of Dollars)</i>	For the Year Ended December 31, 2017				For the Year Ended December 31, 2016			
	Qualified Cash Flow Hedging Instruments	Unrealized Gains/(Losses) on Marketable Securities	Defined Benefit Plans	Total	Qualified Cash Flow Hedging Instruments	Unrealized Gains/(Losses) on Marketable Securities	Defined Benefit Plans	Total
Balance as of January 1st	\$ (8.2)	\$ 0.4	\$ (57.5)	\$ (65.3)	\$ (10.3)	\$ (1.9)	\$ (54.6)	\$ (66.8)
OCI Before Reclassifications	—	(0.4)	(7.2)	(7.6)	—	2.3	(6.8)	(4.5)
Amounts Reclassified from AOCL	2.0	—	4.5	6.5	2.1	—	3.9	6.0
Net OCI	2.0	(0.4)	(2.7)	(1.1)	2.1	2.3	(2.9)	1.5
Balance as of December 31st	\$ (6.2)	\$ —	\$ (60.2)	\$ (66.4)	\$ (8.2)	\$ 0.4	\$ (57.5)	\$ (65.3)

Eversource's qualified cash flow hedging instruments represent interest rate swap agreements on debt issuances that were settled in prior years. The settlement amount was recorded in AOCL and is being amortized into Net Income over the term of the underlying debt instrument. CL&P, NSTAR Electric and PSNH continue to amortize interest rate swaps settled in prior years from AOCL into Interest Expense over the remaining life of the associated long-term debt. Such interest rate swaps are not material to their respective financial statements.

Defined benefit plan OCI amounts before reclassifications relate to actuarial gains and losses and prior service costs that arose during the year and were recognized in AOCL. The related tax effects recognized in AOCL were net deferred tax assets of \$4.1 million and \$4.0 million in 2017 and 2016, respectively, and were net deferred tax liabilities of \$2.0 million in 2015. The unamortized actuarial gains and losses and prior service costs on the defined benefit plans are amortized from AOCL into Operations and Maintenance expense over the average future employee service period, and are reflected in amounts reclassified from AOCL.

The following table sets forth the amounts reclassified from AOCL by component and the impacted line item on the statements of income:

<i>Eversource</i> <i>(Millions of Dollars)</i>	Amounts Reclassified from AOCL			Statements of Income Line Item Impacted
	For the Years Ended December 31,			
	2017	2016	2015	
Qualified Cash Flow Hedging Instruments	\$ (3.3)	\$ (3.5)	\$ (3.5)	Interest Expense
Tax Effect	1.3	1.4	1.4	Income Tax Expense
Qualified Cash Flow Hedging Instruments, Net of Tax	\$ (2.0)	\$ (2.1)	\$ (2.1)	
<b>Defined Benefit Plan Costs:</b>				
Amortization of Actuarial Losses	\$ (6.2)	\$ (5.6)	\$ (6.6)	Operations and Maintenance Expense <sup>(1)</sup>
Amortization of Prior Service Cost	(1.1)	(0.8)	(0.2)	Operations and Maintenance Expense <sup>(1)</sup>
Total Defined Benefit Plan Costs	(7.3)	(6.4)	(6.8)	
Tax Effect	2.8	2.5	2.6	Income Tax Expense
Defined Benefit Plan Costs, Net of Tax	\$ (4.5)	\$ (3.9)	\$ (4.2)	
Total Amounts Reclassified from AOCL, Net of Tax	\$ (6.5)	\$ (6.0)	\$ (6.3)	

(1) These amounts are included in the computation of net periodic Pension, SERP and PBOP costs. See Note 9A, "Employee Benefits – Pension Benefits and Postretirement Benefits Other Than Pensions," for further information.

As of December 31, 2017, it is estimated that a pre-tax amount of \$2.8 million (including \$0.1 million for CL&P, \$0.7 million for NSTAR Electric and \$1.9 million for PSNH) will be reclassified from AOCL as a decrease to Net Income over the next 12 months as a result of the amortization of the interest rate swap agreements which have been settled. In addition, it is estimated that a pre-tax amount of \$6.6 million will be reclassified from AOCL as a decrease to Net Income over the next 12 months as a result of the amortization of Pension, SERP and PBOP costs.

## 16. DIVIDEND RESTRICTIONS

Eversource parent's ability to pay dividends may be affected by certain state statutes, the ability of its subsidiaries to pay common dividends and the leverage restriction tied to its consolidated total debt to total capitalization ratio requirement in its revolving credit agreement. Pursuant to the joint revolving credit agreement of Eversource, CL&P, PSNH, Yankee Gas and NSTAR Gas, and to the NSTAR Electric revolving credit agreement, each company is required to maintain consolidated total indebtedness to total capitalization ratio of no greater than 65 percent at the end of each fiscal quarter. As of December 31, 2017, all companies were in compliance with such covenant. Eversource, CL&P, NSTAR Electric, PSNH, Yankee Gas and NSTAR Gas were in compliance with all such provisions of the revolving credit agreements that may restrict the payment of dividends as of December 31, 2017.

The Retained Earnings balances subject to dividend restrictions were \$3.6 billion for Eversource, \$1.4 billion for CL&P, \$1.9 billion for NSTAR Electric and \$511.4 million for PSNH as of December 31, 2017. PSNH is further required to reserve an additional amount under its FERC hydroelectric license conditions. As of December 31, 2017, \$14.3 million of PSNH's Retained Earnings was subject to restriction under its FERC hydroelectric license conditions and PSNH was in compliance with this provision.

CL&P, NSTAR Electric and PSNH are subject to Section 305 of the Federal Power Act that makes it unlawful for a public utility to make or pay a dividend from any funds "properly included in its capital account." Management believes that this Federal Power Act restriction, as applied to CL&P, NSTAR Electric and PSNH, would not be construed or applied by the FERC to prohibit the payment of dividends from retained earnings for lawful and legitimate business purposes. In addition, certain state statutes may impose additional limitations on such companies and on Yankee Gas and NSTAR Gas. Such state law restrictions do not restrict the payment of dividends from retained earnings or net income.

## 17. COMMON SHARES

The following table sets forth the Eversource parent common shares and the shares of common stock of CL&P, NSTAR Electric and PSNH that were authorized and issued, as well as the respective per share par values:

	Shares				
	Par Value	Authorized as of December 31, 2017 and 2016	Issued as of December 31,		
			2017	2016	
Eversource	\$ 5	380,000,000	333,878,402	333,878,402	
CL&P	\$ 10	24,500,000	6,035,205	6,035,205	
NSTAR Electric	\$ 1	100,000,000	200	200	
PSNH	\$ 1	100,000,000	301	301	

On December 31, 2017, as a result of the WMECO merger with and into NSTAR Electric, WMECO's common stock was converted into 100 shares of NSTAR Electric common stock. In accordance with accounting guidance on combinations between entities under common control, NSTAR Electric's common stock has been retrospectively adjusted as if the merger occurred on January 1, 2015.

As of both December 31, 2017 and 2016, there were 16,992,594 Eversource common shares held as treasury shares. As of both December 31, 2017 and 2016, Eversource common shares outstanding were 316,885,808.

In 2016, the Company converted 321,228 Eversource common shares at a share price of \$52.56 to Treasury Stock on the consolidated balance sheet at their weighted average original average cost of \$24.26 per share.

## 18. PREFERRED STOCK NOT SUBJECT TO MANDATORY REDEMPTION

The CL&P and NSTAR Electric preferred stock is not subject to mandatory redemption and is presented as a noncontrolling interest of a subsidiary in Eversource's financial statements.

CL&P is authorized to issue up to 9,000,000 shares of preferred stock, par value \$50 per share, and NSTAR Electric is authorized to issue 2,890,000 shares of preferred stock, par value \$100 per share. Holders of preferred stock of CL&P and NSTAR Electric are entitled to receive cumulative dividends in preference to any payment of dividends on the common stock. Upon liquidation, holders of preferred stock of CL&P and NSTAR Electric are entitled to receive a liquidation preference before any distribution to holders of common stock in an amount equal to the par value of the preferred stock plus accrued and unpaid dividends. If the net assets were to be insufficient to pay the liquidation preference in full, then the net assets would be distributed ratably to all holders of preferred stock. The preferred stock of CL&P and NSTAR Electric is subject to optional redemption by the CL&P and NSTAR Electric Board of Directors at any time.

Details of preferred stock not subject to mandatory redemption are as follows (in millions, except in redemption price and shares):

Series	Redemption Price Per Share	Shares Outstanding as of December 31,		As of December 31,	
		2017	2016	2017	2016
<b>CL&amp;P</b>					
\$1.90 Series of 1947	\$ 52.50	163,912	163,912	\$ 8.2	\$ 8.2
\$2.00 Series of 1947	\$ 54.00	336,088	336,088	16.8	16.8
\$2.04 Series of 1949	\$ 52.00	100,000	100,000	5.0	5.0
\$2.20 Series of 1949	\$ 52.50	200,000	200,000	10.0	10.0
3.90% Series of 1949	\$ 50.50	160,000	160,000	8.0	8.0
\$2.06 Series E of 1954	\$ 51.00	200,000	200,000	10.0	10.0
\$2.09 Series F of 1955	\$ 51.00	100,000	100,000	5.0	5.0
4.50% Series of 1956	\$ 50.75	104,000	104,000	5.2	5.2
4.96% Series of 1958	\$ 50.50	100,000	100,000	5.0	5.0
4.50% Series of 1963	\$ 50.50	160,000	160,000	8.0	8.0
5.28% Series of 1967	\$ 51.43	200,000	200,000	10.0	10.0
\$3.24 Series G of 1968	\$ 51.84	300,000	300,000	15.0	15.0
6.56% Series of 1968	\$ 51.44	200,000	200,000	10.0	10.0
Total CL&P		2,324,000	2,324,000	\$ 116.2	\$ 116.2
<b>NSTAR Electric</b>					
4.25% Series of 1956	\$ 103.625	180,000	180,000	\$ 18.0	\$ 18.0
4.78% Series of 1958	\$ 102.80	250,000	250,000	25.0	25.0
Total NSTAR Electric		430,000	430,000	\$ 43.0	\$ 43.0
Fair Value Adjustment due to Merger with NSTAR				(3.6)	(3.6)
<b>Other</b>					
6.00% Series of 1958	\$ 100.00	23	—	\$ —	\$ —
<b>Total Eversource - Preferred Stock of Subsidiaries</b>				\$ 155.6	\$ 155.6

## 19. COMMON SHAREHOLDERS' EQUITY AND NONCONTROLLING INTERESTS

Dividends on the preferred stock of CL&P and NSTAR Electric totaled \$7.5 million for each of the years ended December 31, 2017, 2016 and 2015. These dividends were presented as Net Income Attributable to Noncontrolling Interests on the Eversource statements of income. Noncontrolling Interest – Preferred Stock of Subsidiaries on the Eversource balance sheets totaled \$155.6 million as of December 31, 2017 and 2016. On the Eversource balance sheets, Common Shareholders' Equity was fully attributable to the parent and Noncontrolling Interest – Preferred Stock of Subsidiaries was fully attributable to the noncontrolling interest.

For the years ended December 31, 2017, 2016 and 2015, there was no change in ownership of the common equity of CL&P and NSTAR Electric.

## 20. EARNINGS PER SHARE

Basic EPS is computed based upon the weighted average number of common shares outstanding during each period. Diluted EPS is computed on the basis of the weighted average number of common shares outstanding plus the potential dilutive effect of certain share-based compensation awards as if they were converted into common shares. The dilutive effect of unvested RSU and performance share awards is calculated using the treasury stock method. RSU and performance share awards are included in basic weighted average common shares outstanding as of the date that all necessary vesting conditions have been satisfied. For the years ended December 31, 2017 and 2016, there were no antidilutive share awards excluded from the diluted EPS computation. For the year ended December 31, 2015, there were 1,474 antidilutive share awards excluded from the computation of diluted EPS.

The following table sets forth the components of basic and diluted EPS:

Eversource (Millions of Dollars, except share information)	For the Years Ended December 31,		
	2017	2016	2015
Net Income Attributable to Common Shareholders	\$ 988.0	\$ 942.3	\$ 878.5
Weighted Average Common Shares Outstanding:			
Basic	317,411,097	317,650,180	317,336,881
Dilutive Effect	620,483	804,059	1,095,806
Diluted	318,031,580	318,454,239	318,432,687
Basic EPS	\$ 3.11	\$ 2.97	\$ 2.77
Diluted EPS	\$ 3.11	\$ 2.96	\$ 2.76

## 21. SEGMENT INFORMATION

*Presentation:* Eversource is organized among the Electric Distribution, Electric Transmission and Natural Gas Distribution reportable segments and Other based on a combination of factors, including the characteristics of each segments' services, the sources of operating revenues and expenses and the regulatory environment in which each segment operates. These reportable segments represent substantially all of Eversource's total consolidated revenues. Revenues from the sale of electricity and natural gas primarily are derived from residential, commercial and industrial customers and are not dependent on any single customer. The Electric Distribution reportable segment includes the results of PSNH's generation facilities and NSTAR Electric's solar power facilities. Eversource's reportable segments are determined based upon the level at which Eversource's chief operating decision maker assesses performance and makes decisions about the allocation of company resources. On December 4, 2017, Eversource acquired Aquarion, which was considered to be a new operating segment, water. Financial statement results, however, were not considered material as a result of a short period of ownership by Eversource, and were not reported separately. Therefore, the results of the water operating segment have been included in Other for the year ended December 31, 2017.

The remainder of Eversource's operations is presented as Other in the tables below and primarily consists of 1) the equity in earnings of Eversource parent from its subsidiaries and intercompany interest income, both of which are eliminated in consolidation, and interest expense related to the debt of Eversource parent, 2) the revenues and expenses of Eversource Service, most of which are eliminated in consolidation, 3) the operations of CYAPC and YAEC, 4) the results of Aquarion's water business from the date of the acquisition on December 4, 2017 through December 31, 2017; and 5) the results of other unregulated subsidiaries, which are not part of its core business. In addition, Other in the tables below includes Eversource parent's equity ownership interests in certain natural gas pipeline projects owned by Enbridge, Inc., the Bay State Wind project, a renewable energy investment fund, and two companies that transmit hydroelectricity imported from the Hydro-Quebec system in Canada. In the ordinary course of business, Yankee Gas and NSTAR Gas purchase natural gas transmission services from the Enbridge, Inc. natural gas pipeline projects described above. These affiliate transaction costs total approximately \$62.5 million annually and are classified as Purchased Power, Fuel and Transmission on the Eversource statements of income.

Each of Eversource's subsidiaries, including CL&P, NSTAR Electric and PSNH, has one reportable segment.

The Electric Transmission segment includes a reduction to Operations and Maintenance expense of \$27.5 million in 2016 for costs incurred in previous years that was recovered in transmission rates over the period June 1, 2016 through May 31, 2017. These costs were associated with the merger of Northeast Utilities and NSTAR.

Cash flows used for investments in plant included in the segment information below are cash capital expenditures that do not include amounts incurred but not paid, cost of removal, AFUDC related to equity funds, and the capitalized portions of pension expense.

Eversource's segment information is as follows:

Eversource (Millions of Dollars)	For the Year Ended December 31, 2017					
	Electric Distribution	Natural Gas Distribution	Electric Transmission	Other	Eliminations	Total
Operating Revenues	\$ 5,542.9	\$ 947.3	\$ 1,301.7	\$ 946.9	\$ (986.8)	\$ 7,752.0
Depreciation and Amortization	(542.6)	(72.9)	(209.4)	(41.1)	2.2	(863.8)
Other Operating Expenses	(4,046.0)	(713.5)	(382.6)	(814.6)	986.7	(4,970.0)
Operating Income	954.3	160.9	709.7	91.2	2.1	1,918.2
Interest Expense	(186.3)	(43.1)	(115.1)	(93.1)	15.8	(421.8)
Interest Income	7.3	0.1	1.8	15.8	(16.7)	8.3
Other Income, Net	15.0	0.9	27.1	1,112.7	(1,086.0)	69.7
Income Tax Expense	(288.3)	(44.2)	(228.7)	(17.6)	(0.1)	(578.9)
Net Income	502.0	74.6	394.8	1,109.0	(1,084.9)	995.5
Net Income Attributable to Noncontrolling Interests	(4.6)	—	(2.9)	—	—	(7.5)
Net Income Attributable to Common Shareholders	\$ 497.4	\$ 74.6	\$ 391.9	\$ 1,109.0	\$ (1,084.9)	\$ 988.0
Total Assets (as of)	\$ 19,250.4	\$ 3,595.2	\$ 9,401.2	\$ 18,403.8	\$ (14,430.2)	\$ 36,220.4
Cash Flows Used for Investments in Plant	\$ 1,020.7	\$ 298.2	\$ 867.6	\$ 161.6	\$ —	\$ 2,348.1

For the Year Ended December 31, 2016

Eversource (Millions of Dollars)	Electric Distribution	Natural Gas Distribution	Electric Transmission	Other	Eliminations	Total
Operating Revenues	\$ 5,594.3	\$ 857.7	\$ 1,210.0	\$ 870.4	\$ (893.3)	\$ 7,639.1
Depreciation and Amortization	(504.7)	(65.3)	(185.8)	(33.5)	2.2	(787.1)
Other Operating Expenses	(4,155.1)	(628.9)	(321.8)	(778.1)	891.8	(4,992.1)
Operating Income	934.5	163.5	702.4	58.8	0.7	1,859.9
Interest Expense	(193.1)	(41.3)	(110.0)	(63.5)	6.9	(401.0)
Interest Income	10.0	0.1	1.2	7.0	(7.3)	11.0
Other Income, Net	4.8	0.6	18.3	1,020.1	(1,008.9)	34.9
Income Tax (Expense)/Benefit	(288.8)	(45.2)	(238.2)	16.5	0.7	(555.0)
Net Income	467.4	77.7	373.7	1,038.9	(1,007.9)	949.8
Net Income Attributable to Noncontrolling Interests	(4.6)	—	(2.9)	—	—	(7.5)
Net Income Attributable to Common Shareholders	\$ 462.8	\$ 77.7	\$ 370.8	\$ 1,038.9	\$ (1,007.9)	\$ 942.3
Total Assets (as of)	\$ 18,367.5	\$ 3,303.8	\$ 8,751.5	\$ 14,493.1	\$ (12,862.7)	\$ 32,053.2
Cash Flows Used for Investments in Plant	\$ 812.6	\$ 255.3	\$ 801.0	\$ 108.0	\$ —	\$ 1,976.9

For the Year Ended December 31, 2015

Eversource (Millions of Dollars)	Electric Distribution	Natural Gas Distribution	Electric Transmission	Other	Eliminations	Total
Operating Revenues	\$ 5,903.6	\$ 995.5	\$ 1,069.1	\$ 863.6	\$ (877.0)	\$ 7,954.8
Depreciation and Amortization	(425.2)	(70.5)	(165.6)	(29.0)	2.1	(688.2)
Other Operating Expenses	(4,470.2)	(776.7)	(314.9)	(817.9)	877.3	(5,502.4)
Operating Income	1,008.2	148.3	588.6	16.7	2.4	1,764.2
Interest Expense	(186.3)	(36.9)	(105.8)	(48.0)	4.6	(372.4)
Interest Income	5.7	0.1	1.6	4.4	(5.1)	6.7
Other Income, Net	7.2	0.8	14.5	977.8	(972.8)	27.5
Income Tax (Expense)/Benefit	(322.8)	(40.1)	(191.6)	14.5	—	(540.0)
Net Income	512.0	72.2	307.3	965.4	(970.9)	886.0
Net Income Attributable to Noncontrolling Interests	(4.7)	—	(2.8)	—	—	(7.5)
Net Income Attributable to Common Shareholders	\$ 507.3	\$ 72.2	\$ 304.5	\$ 965.4	\$ (970.9)	\$ 878.5
Cash Flows Used for Investments in Plant	\$ 718.9	\$ 182.2	\$ 749.1	\$ 73.9	\$ —	\$ 1,724.1

## 22. ACQUISITION OF AQUARION AND GOODWILL

### A. Acquisition of Aquarion

On December 4, 2017, Eversource acquired Aquarion from Macquarie Infrastructure Partners for \$1.675 billion, consisting of approximately \$880 million in cash purchase price and \$795 million of assumed Aquarion debt. Aquarion is a holding company primarily engaged, through its three separate regulated water utility subsidiaries, in the water collection, treatment and distribution business, and operates in Connecticut, Massachusetts and New Hampshire. These regulated utilities collect, treat and distribute water to residential, commercial and industrial customers, to other utilities for resale, and for private and municipal fire protection. With the acquisition of Aquarion, Eversource is now the only U.S.-based electric utility to also own a water utility. The transaction was approved by PURA, the DPU, the NHPUC, the Maine PUC, and the Federal Communications Commission. Aquarion and its subsidiaries became wholly-owned subsidiaries of Eversource, and Eversource's consolidated financial information includes Aquarion and its subsidiaries' activity from December 4, 2017 through December 31, 2017.

The approximate \$880 million cash purchase price includes the \$745 million equity purchase price and a \$135 million shareholder loan, paid at closing.

*Purchase Price Allocation:* The allocation of the total purchase price to the estimated fair values of the assets acquired and liabilities assumed has been determined based on the accounting guidance for fair value measurements, which defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The allocation of the total purchase price includes adjustments to record the fair value of unregulated and regulated long-term debt, non-utility land and buildings, regulatory assets not earning a return, and Aquarion's Homeowners Safety Valve unregulated business.

The fair values of Aquarion's assets and liabilities were determined based on significant estimates and assumptions, including Level 3 inputs, that are judgmental in nature. These estimates and assumptions include the timing and amounts of projected future cash flows and discount rates reflecting risk inherent in future cash flows. The excess of the purchase price over the estimated fair values of the assets acquired and liabilities assumed was recognized as goodwill.

The preliminary allocation of the cash purchase price is as follows:

(Millions of Dollars)

Current Assets	\$	41.2
PP&E		1,034.9
Goodwill		907.9
Other Noncurrent Assets, excluding Goodwill		207.6
Current Liabilities		(121.1)
Noncurrent Liabilities		(421.6)
Long-Term Debt		(771.2)
Total Cash Purchase Price	\$	877.7

*Pro Forma Financial Information:* The following unaudited pro forma financial information reflects the pro forma combined results of operations of Eversource and Aquarion and reflects the amortization of purchase price adjustments assuming the acquisition had taken place on January 1, 2016. The unaudited pro forma financial information has been presented for illustrative purposes only and is not necessarily indicative of the consolidated results of operations that would have been achieved or the future consolidated results of operations of Eversource.

	For the Years Ended December 31,	
	2017	2016
Operating Revenues	\$ 7,947.7	\$ 7,849.0
Net Income Attributable to Common Shareholders	1,019.1	969.3
Basic EPS	3.21	3.05
Diluted EPS	3.20	3.04

(Pro forma amounts in millions, except share amounts)

*Aquarion Revenues and Pre-Tax Income:* The impact of Aquarion on Eversource's accompanying consolidated statement of income includes operating revenues of \$15.9 million and pre-tax income of \$1.1 million for the year ended December 31, 2017.

## B. Goodwill

In a business combination, the excess of the purchase price over the estimated fair values of the assets acquired and liabilities assumed is recognized as goodwill. Goodwill is evaluated for impairment at least annually and more frequently if indicators of impairment arise. In accordance with the accounting standards, if the fair value of a reporting unit is less than its carrying value (including goodwill), the goodwill is tested for impairment. Goodwill is not subject to amortization, however is subject to a fair value based assessment for impairment at least annually and whenever facts or circumstances indicate that there may be an impairment. A resulting write-down, if any, would be charged to Operating Expenses.

Eversource completed the acquisition of Aquarion on December 4, 2017, resulting in the addition of \$0.9 billion of goodwill. Upon completion of the acquisition, Eversource determined that the reporting units for the purpose of testing goodwill are Electric Distribution, Electric Transmission, Natural Gas Distribution and Water. The goodwill resulting from the Aquarion acquisition has been entirely allocated to the Water reporting unit. These reporting units are consistent with the operating segments underlying the reportable segments identified in Note 21, "Segment Information," to the financial statements.

Eversource completed its annual goodwill impairment test for Electric Distribution, Electric Transmission and Natural Gas Distribution reporting units as of October 1, 2017 and determined that no impairment existed. There were no events subsequent to October 1, 2017 that indicated impairment of goodwill. The annual goodwill assessment included an evaluation of the Company's share price and credit ratings, analyst reports, financial performance, cost and risk factors, long-term strategy, growth and future projections, as well as macroeconomic, industry and market conditions. This evaluation required the consideration of several factors that impact the fair value of the reporting units, including conditions and assumptions that affect the future cash flows of the reporting units. Key considerations include discount rates, utility sector market performance and merger transaction multiples, and internal estimates of future cash flows and net income.

The following table presents goodwill by reportable segment:

(Billions of Dollars)	Electric Distribution	Electric Transmission	Natural Gas Distribution	Parent and Other	Total
Balance as of January 1, 2017	\$ 2.5	\$ 0.6	\$ 0.4	\$ —	\$ 3.5
Acquisition of Aquarion	—	—	—	0.9	0.9
Balance as of December 31, 2017	\$ 2.5	\$ 0.6	\$ 0.4	\$ 0.9	\$ 4.4

### 23. VARIABLE INTEREST ENTITIES

The Company's variable interests outside of the consolidated group include contracts that are required by regulation and provide for regulatory recovery of contract costs and benefits through customer rates. Eversource, CL&P and NSTAR Electric hold variable interests in variable interest entities (VIEs) through agreements with certain entities that own single renewable energy or peaking generation power plants, with other independent power producers and with transmission businesses. Eversource, CL&P and NSTAR Electric do not control the activities that are economically significant to these VIEs or provide financial or other support to these VIEs. Therefore, Eversource, CL&P and NSTAR Electric do not consolidate these VIEs.

### 24. QUARTERLY FINANCIAL DATA (UNAUDITED)

Eversource (Millions of Dollars, except per share information)	Quarter Ended							
	2017				2016			
	March 31,	June 30,	September 30,	December 31,	March 31,	June 30,	September 30,	December 31,
Operating Revenues	\$ 2,105.1	\$ 1,762.8	\$ 1,988.5	\$ 1,895.6	\$ 2,055.6	\$ 1,767.2	\$ 2,039.7	\$ 1,776.6
Operating Income	509.0	455.7	502.6	450.9	488.5	423.4	509.9	438.1
Net Income	261.3	232.6	262.2	239.4	246.0	205.5	267.2	231.1
Net Income Attributable to Common Shareholders	259.5	230.7	260.4	237.4	244.2	203.6	265.3	229.2
Basic EPS <sup>(1)</sup>	\$ 0.82	\$ 0.73	\$ 0.82	\$ 0.75	\$ 0.77	\$ 0.64	\$ 0.83	\$ 0.72
Diluted EPS <sup>(1)</sup>	\$ 0.82	\$ 0.73	\$ 0.82	\$ 0.75	\$ 0.77	\$ 0.64	\$ 0.83	\$ 0.72

(1) The summation of quarterly EPS data may not equal annual data due to rounding.

(Millions of Dollars)	Quarter Ended							
	2017				2016			
	March 31,	June 30,	September 30,	December 31,	March 31,	June 30,	September 30,	December 31,
<b>CL&amp;P</b>								
Operating Revenues	\$ 732.3	\$ 666.6	\$ 774.8	\$ 713.7	\$ 735.3	\$ 679.8	\$ 760.0	\$ 630.9
Operating Income	176.0	176.0	177.5	155.6	171.5	162.1	176.1	163.5
Net Income	90.2	91.3	96.1	99.1	87.0	82.9	86.6	77.8
<b>NSTAR Electric</b>								
Operating Revenues	\$ 733.8	\$ 704.7	\$ 851.9	\$ 690.2	\$ 742.2	\$ 707.6	\$ 904.4	\$ 687.4
Operating Income	161.6	182.7	234.4	128.9	142.9	159.7	240.8	130.8
Net Income	83.4	95.0	125.8	70.5	71.3	81.4	133.2	64.9
<b>PSNH</b>								
Operating Revenues	\$ 253.2	\$ 230.4	\$ 250.0	\$ 248.0	\$ 242.3	\$ 218.5	\$ 266.9	\$ 231.8
Operating Income	68.3	64.9	67.4	71.2	70.7	63.1	74.7	54.6
Net Income	34.3	31.6	33.7	36.4	36.1	31.3	38.5	26.1

#### **Item 9. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure**

No events that would be described in response to this item have occurred with respect to Eversource, CL&P, NSTAR Electric or PSNH.

#### **Item 9A. Controls and Procedures**

Management, on behalf of Eversource, CL&P, NSTAR Electric and PSNH, is responsible for the preparation, integrity, and fair presentation of the accompanying Financial Statements and other sections of this combined Annual Report on Form 10-K. Eversource's internal controls over financial reporting were audited by Deloitte & Touche LLP.

Management, on behalf of Eversource, CL&P, NSTAR Electric and PSNH, is responsible for establishing and maintaining adequate internal controls over financial reporting. The internal control framework and processes have been designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with GAAP. There are inherent limitations of internal controls over financial reporting that could allow material misstatements due to error or fraud to occur and not be prevented or detected on a timely basis by employees during the normal course of business. Additionally, internal controls over financial reporting may become inadequate in the future due to changes in the business environment. Under the supervision and with the participation of the principal executive officer and principal financial officer, an evaluation of the effectiveness of internal controls over financial reporting was conducted based on criteria established in *Internal Control - Integrated Framework* (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on this evaluation under the framework in COSO, management concluded that internal controls over financial reporting at Eversource, CL&P, NSTAR Electric and PSNH were effective as of December 31, 2017.

Management, on behalf of Eversource, CL&P, NSTAR Electric and PSNH, evaluated the design and operation of the disclosure controls and procedures as of December 31, 2017 to determine whether they are effective in ensuring that the disclosure of required information is made timely and in accordance with the Securities Exchange Act of 1934 and the rules and regulations of the SEC. This evaluation was made under management's supervision and with management's participation, including the principal executive officer and principal financial officer as of the end of the period covered by this Annual Report on Form 10-K. There are inherent limitations of disclosure controls and procedures, including the possibility of human error and the circumventing or overriding of the controls and procedures. Accordingly, even effective disclosure controls and procedures can only provide reasonable assurance of achieving their control objectives. The principal executive officer and principal financial officer have concluded, based on their review, that the disclosure controls and procedures of Eversource, CL&P, NSTAR Electric and PSNH are effective to ensure that information required to be disclosed by us in reports filed under the Securities Exchange Act of 1934 (i) is recorded, processed, summarized, and reported within the time periods specified in SEC rules and regulations and (ii) is accumulated and communicated to management, including the principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosures.

On December 4, 2017, Eversource completed the acquisition of Eversource Aquarion Holdings, Inc. (formerly Macquarie Utilities Inc.). Eversource Aquarion Holdings Inc. is the parent company that holds the operating companies of the Aquarion water business (collectively, "Aquarion"). As of December 31, 2017, Eversource management has excluded Aquarion from its evaluation of disclosure controls and procedures and management's report on internal controls over financial reporting.

There have been no changes in internal controls over financial reporting for Eversource, CL&P, NSTAR Electric and PSNH during the quarter ended December 31, 2017 that have materially affected, or are reasonably likely to materially affect, internal controls over financial reporting.

#### **Item 9B. Other Information**

No information is required to be disclosed under this item as of December 31, 2017, as this information has been previously disclosed in applicable reports on Form 8-K during the fourth quarter of 2017.

**PART III**

**Item 10. Directors, Executive Officers and Corporate Governance**

The information in Item 10 is provided as of February 23, 2018, except where otherwise indicated.

Certain information required by this Item 10 is omitted for NSTAR Electric and PSNH pursuant to Instruction I(2)(c) to Form 10-K, Omission of Information by Certain Wholly Owned Subsidiaries.

**Eversource Energy**

In addition to the information provided below concerning the executive officers of Eversource Energy, incorporated herein by reference is the information to be contained in the sections captioned “Election of Trustees,” “Governance of Eversource Energy” and the related subsections, “Selection of Trustees,” and “Section 16(a) Beneficial Ownership Reporting Compliance” of Eversource Energy’s definitive proxy statement for solicitation of proxies, expected to be filed with the SEC on or about March 23, 2018.

**Eversource Energy and CL&P**

Each member of CL&P’s Board of Directors is an employee of Eversource Energy Service Company. Directors are elected annually to serve for one year until their successors are elected and qualified.

Set forth below is certain information concerning CL&P’s Directors and Eversource Energy’s and CL&P’s executive officers:

<b>Name</b>	<b>Age</b>	<b>Title</b>
James J. Judge	62	Chairman of the Board, President and Chief Executive Officer and a Trustee of Eversource Energy; Chairman, President and Chief Executive Officer and a Director of Eversource Service and Chairman; a Director of the electric and natural gas regulated companies, including CL&P
Philip J. Lembo	62	Executive Vice President and Chief Financial Officer of Eversource Energy; Executive Vice President and Chief Financial Officer; a Director of Eversource Service and the electric and natural gas regulated companies, including CL&P
Gregory B. Butler	60	Executive Vice President and General Counsel of Eversource Energy; Executive Vice President and General Counsel and a Director of Eversource Service and the electric and natural gas regulated companies, including CL&P
Christine M. Carmody <sup>1</sup>	55	Executive Vice President-Human Resources and Information Technology of Eversource Energy and Eversource Service; a Director of Eversource Service
Joseph R. Nolan, Jr. <sup>1</sup>	54	Executive Vice President-Customer and Corporate Relations of Eversource Energy and Eversource Service; a Director of Eversource Service
Leon J. Olivier	70	Executive Vice President-Enterprise Energy Strategy and Business Development of Eversource Energy and Eversource Service; a Director of Eversource Service
Werner J. Schweiger	58	Executive Vice President and Chief Operating Officer of Eversource Energy; Executive Vice President and Chief Operating Officer and a Director of Eversource Service; Chief Executive Officer and a Director of the electric and natural gas regulated companies, including CL&P
Jay S. Buth	48	Vice President, Controller and Chief Accounting Officer of Eversource Energy, Eversource Service and the electric and natural gas regulated companies, including CL&P

<sup>1</sup> Deemed an executive officer of CL&P pursuant to Rule 3b-7 under the Securities Exchange Act of 1934.

*James J. Judge.* Mr. Judge has served as Chairman of the Board, President and Chief Executive Officer of Eversource Energy since May 3, 2017; as a Trustee of Eversource Energy and as Chairman of CL&P, NSTAR Electric and PSNH since May 4, 2016; and as Chairman, President and Chief Executive Officer of Eversource Service and Chairman of NSTAR Gas and Yankee Gas since May 9, 2016. Mr. Judge has served as a Director of CL&P, PSNH, Yankee Gas and Eversource Service since April 10, 2012; and of NSTAR Electric and NSTAR Gas since September 27, 1999. Previously, Mr. Judge served as President and Chief Executive Officer of Eversource Energy from May 4, 2016 until May 3, 2017; as Chairman of WMECO from May 4, 2016 until December 31, 2017; as a Director of WMECO from April 10, 2012 until December 31, 2017; and as Executive Vice President and Chief Financial Officer of Eversource Energy, CL&P, NSTAR Electric, PSNH and WMECO from April 10, 2012 until May 4, 2016; of NSTAR Gas, Yankee Gas and Eversource Service from April 10, 2012 until May 9, 2016. Mr. Judge has served as Chairman of the Board of Eversource Energy Foundation, Inc. since May 9, 2016; and as a Director since April 10, 2012. He previously served as Treasurer of the Eversource Energy Foundation, Inc. from May 10, 2012 until May 9, 2016. He has served as a Trustee of the NSTAR Foundation since December 12, 1995.

*Philip J. Lembo.* Mr. Lembo has served as Executive Vice President and Chief Financial Officer of Eversource Energy since May 3, 2017; and of CL&P, NSTAR Electric, NSTAR Gas, PSNH, Yankee Gas and Eversource Service since March 31, 2017. Mr. Lembo has served as a Director of CL&P, NSTAR Electric and PSNH since May 4, 2016; and of NSTAR Gas, Yankee Gas and Eversource Service since May 9, 2016. Mr. Lembo previously served as Executive Vice President and Chief Financial Officer of WMECO from May 3, 2017 until December 31, 2017; as a Director of WMECO from May 4, 2016 until December 31, 2017; as Executive Vice President, Chief Financial Officer and Treasurer of Eversource Energy

from August 8, 2016 until May 3, 2017; of CL&P, NSTAR Electric, PSNH, WMECO, NSTAR Gas, Yankee Gas and Eversource Service from August 8, 2016 until March 31, 2017; as Senior Vice President, Chief Financial Officer and Treasurer of Eversource Energy, CL&P, NSTAR Electric, PSNH and WMECO from May 4, 2016 until August 8, 2016; and of NSTAR Gas, Yankee Gas and Eversource Service from May 9, 2016 until August 8, 2016; as Vice President and Treasurer of Eversource Energy, CL&P, PSNH and WMECO from April 10, 2012 until May 4, 2016; and of Yankee Gas and Eversource Service from April 10, 2012 until May 9, 2016. Mr. Lembo served as Vice President and Treasurer of NSTAR Electric and NSTAR Gas from March 29, 2006 until May 4, 2016. Mr. Lembo has served as a Director of Eversource Energy Foundation, Inc. since May 9, 2016. He previously served as Treasurer of Eversource Energy Foundation, Inc. from May 9, 2016 until March 31, 2017. He has served as a Trustee of the NSTAR Foundation since May 9, 2016.

*Gregory B. Butler.* Mr. Butler has served as Executive Vice President and General Counsel of Eversource Energy, CL&P, NSTAR Electric, NSTAR Gas, PSNH, Yankee Gas and Eversource Service since August 8, 2016. Mr. Butler has served as a Director of NSTAR Electric and NSTAR Gas since April 10, 2012; of Eversource Service since November 27, 2012; and of CL&P, PSNH and Yankee Gas since April 22, 2009. Mr. Butler previously served as Executive Vice President and General Counsel of WMECO from August 8, 2016 until December 31, 2017; as a Director of WMECO from April 22, 2009 until December 31, 2017; as Senior Vice President and General Counsel of Eversource Energy from May 1, 2014 until August 8, 2016; of NSTAR Electric and NSTAR Gas from April 10, 2012 until August 8, 2016; of CL&P, PSNH, WMECO, Yankee Gas and Eversource Service from March 9, 2006 until August 8, 2016; and as Senior Vice President, General Counsel and Secretary of Eversource Energy from April 10, 2012 until May 1, 2014. He has served as a Director of Eversource Energy Foundation, Inc. since December 1, 2002. He has been a Trustee of the NSTAR Foundation since April 10, 2012.

*Christine M. Carmody.* Ms. Carmody has served as Executive Vice President-Human Resources and Information Technology of Eversource Energy and Eversource Service since August 8, 2016. Ms. Carmody has served as a Director of Eversource Service since November 27, 2012. Previously Ms. Carmody served as Senior Vice President-Human Resources of Eversource Energy from May 4, 2016 until August 8, 2016; of Eversource Service from April 10, 2012 until August 8, 2016; as Senior Vice President-Human Resources of CL&P, PSNH, WMECO and Yankee Gas from November 27, 2012 until September 29, 2014; of NSTAR Electric and NSTAR Gas from August 1, 2008 until September 29, 2014; and as a Director of CL&P, PSNH, WMECO and Yankee Gas from April 10, 2012 until September 29, 2014; and of NSTAR Electric and NSTAR Gas from November 27, 2012 until September 29, 2014. Ms. Carmody has served as a Director of Eversource Energy Foundation, Inc. since April 10, 2012. She has served as a Trustee of the NSTAR Foundation since August 1, 2008.

*Joseph R. Nolan, Jr.* Mr. Nolan has served as Executive Vice President-Customer and Corporate Relations of Eversource Energy and Eversource Service since August 8, 2016. Mr. Nolan has served as a Director of Eversource Service since November 27, 2012. Previously Mr. Nolan served as Senior Vice President-Corporate Relations of Eversource Energy from May 4, 2016 until August 8, 2016; of Eversource Service from April 10, 2012 to August 8, 2016; of NSTAR Electric and NSTAR Gas from April 10, 2012 until September 29, 2014; and of CL&P, PSNH, WMECO and Yankee Gas from November 27, 2012 until September 29, 2014. Mr. Nolan previously served as a Director of CL&P, PSNH, WMECO and Yankee Gas from April 10, 2012 until September 29, 2014; and of NSTAR Electric and NSTAR Gas from November 27, 2012 until September 29, 2014. Mr. Nolan has served as a Director of Eversource Energy Foundation, Inc. since April 10, 2012, and as Executive Director of Eversource Energy Foundation, Inc. since October 15, 2013. He has served as a Trustee of the NSTAR Foundation since October 1, 2000.

*Leon J. Olivier.* Mr. Olivier has served as Executive Vice President-Enterprise Energy Strategy and Business Development of Eversource Energy since September 2, 2014; and of Eversource Service since August 11, 2014. Mr. Olivier has served as a Director of Eversource Service since January 17, 2005. Mr. Olivier previously served as Executive Vice President and Chief Operating Officer of Eversource Energy from May 13, 2008 until September 2, 2014; of Eversource Service from May 13, 2008 until August 11, 2008; as Chief Executive Officer of NSTAR Electric and NSTAR Gas from April 10, 2012 until August 11, 2014; of CL&P, PSNH, WMECO and Yankee Gas from January 15, 2007 until August 11, 2014; and of CL&P from September 10, 2001 until September 29, 2014; as a Director of NSTAR Electric and NSTAR Gas from November 27, 2012 until September 29, 2014; of PSNH, WMECO and Yankee Gas from January 17, 2005 until September 29, 2014; and of CL&P from September 10, 2001 until September 29, 2014. He has served as a Director of Eversource Energy Foundation, Inc. since April 1, 2006. Mr. Olivier has served as a Trustee of the NSTAR Foundation since April 10, 2012.

*Werner J. Schweiger.* Mr. Schweiger has served as Executive Vice President and Chief Operating Officer of Eversource Energy since September 2, 2014; of Eversource Service since August 11, 2014; and as Chief Executive Officer of CL&P, NSTAR Electric, NSTAR Gas, PSNH and Yankee Gas since August 11, 2014. Mr. Schweiger has served as a Director of Eversource Service, NSTAR Gas and Yankee Gas since September 29, 2014; and of CL&P, PSNH and NSTAR Electric since May 28, 2013. He previously served as Chief Executive Officer of WMECO from August 11, 2014 until December 31, 2017; as a Director of WMECO from May 28, 2013 until December 31, 2017; as President of CL&P from June 2, 2015 until June 27, 2016; as President of NSTAR Gas and Yankee Gas from September 29, 2014 until November 10, 2014; as President-Electric Distribution of Eversource Service from January 16, 2013 until August 11, 2014; as President of NSTAR Electric from April 10, 2012 until January 16, 2013; and as a Director of NSTAR Electric from November 27, 2012 until January 16, 2013. Mr. Schweiger has served as a Director of Eversource Energy Foundation, Inc. since September 29, 2014. He has served as a Trustee of the NSTAR Foundation since September 29, 2014.

*Jay S. Buth.* Mr. Buth has served as Vice President, Controller and Chief Accounting Officer of Eversource Energy, CL&P, NSTAR Electric, NSTAR Gas, PSNH, Yankee Gas and Eversource Service since April 10, 2012. Previously, Mr. Buth served as Vice President, Controller and Chief Accounting Officer of WMECO from April 10, 2012 until December 31, 2017; and as Vice President-Accounting and Controller of Eversource Energy, CL&P, PSNH, WMECO, Yankee Gas and Eversource Service from June 9, 2009 until April 10, 2012.

There are no family relationships between any director or executive officer and any other trustee, director or executive officer of Eversource Energy or CL&P and none of the above executive officers or directors serves as an executive officer or director pursuant to any agreement or understanding with any other person. Our executive officers hold the offices set forth opposite their names until the next annual meeting of the Board of Trustees, in the case of Eversource Energy, and the Board of Directors, in the case of CL&P, and until their successors have been elected and qualified.

CL&P obtains audit services from the independent registered public accounting firm engaged by the Audit Committee of Eversource Energy's Board of Trustees. CL&P does not have its own audit committee or, accordingly, an audit committee financial expert. CL&P relies on Eversource Energy's audit committee and the audit committee financial expert.

#### CODE OF ETHICS AND CODE OF BUSINESS CONDUCT

Each of Eversource Energy, CL&P, NSTAR Electric, and PSNH has adopted a Code of Ethics for Senior Financial Officers (Chief Executive Officer, Chief Financial Officer and Controller) and the Code of Business Conduct, which are applicable to all Trustees, directors, officers, employees, contractors and agents of Eversource Energy, CL&P, NSTAR Electric and PSNH. The Code of Ethics and the Code of Business Conduct have both been posted on the Eversource Energy web site and are available at [www.eversource.com/Content/general/about/investors/corporate-governance](http://www.eversource.com/Content/general/about/investors/corporate-governance) on the Internet. Any amendments to or waivers from the Code of Ethics and Code of Business Conduct for executive officers, directors or Trustees will be posted on the website. Any such amendment or waiver would require the prior consent of the Board of Trustees or an applicable committee thereof.

Printed copies of the Code of Ethics and the Code of Business Conduct are also available to any shareholder without charge upon written request mailed to:

Richard J. Morrison  
Secretary  
Eversource Energy  
800 Boylston Street, 17th Floor  
Boston, Massachusetts 02199-7050

## Item 11. Executive Compensation

### Eversource Energy

The information required by this Item 11 for Eversource Energy is incorporated herein by reference to certain information contained in Eversource Energy's definitive proxy statement for solicitation of proxies, which is expected to be filed with the SEC on or about March 23, 2018, under the sections captioned "Compensation Discussion and Analysis," plus related subsections, and "Compensation Committee Report," plus related subsections following such Report.

### NSTAR ELECTRIC and PSNH

Certain information required by this Item 11 has been omitted for NSTAR Electric and PSNH pursuant to Instruction I(2)(c) to Form 10-K, Omission of Information by Certain Wholly-Owned Subsidiaries.

### CL&P

The information in this Item 11 relates solely to CL&P.

### COMPENSATION DISCUSSION AND ANALYSIS

CL&P is a wholly-owned subsidiary of Eversource Energy. Its board of directors consists entirely of executive officers of Eversource Energy system companies. CL&P does not have a compensation committee, and the Compensation Committee of Eversource Energy's Board of Trustees determines compensation for the executive officers of CL&P, including their salaries, annual incentive awards and long-term incentive awards. All of CL&P's "Named Executive Officers," as defined below, also serve as officers of Eversource Energy and one or more other subsidiaries of Eversource Energy. Compensation set by the Compensation Committee of Eversource Energy (the "Committee") and set forth herein is for services rendered to Eversource Energy and its subsidiaries by such officers in all capacities.

This Compensation Discussion and Analysis ("CD&A") provides information about the principles behind Eversource Energy's compensation objectives, plans, policies and actions for the Named Executive Officers. The discussion describes the specific components of Eversource Energy's compensation program, how Eversource Energy measures performance, and how the compensation principles were applied to compensation awards and decisions that were made by the Compensation Committee for the Named Executive Officers, as presented in the tables and narratives that follow. While this discussion focuses primarily on 2017 information, it also addresses decisions that were made in prior periods to the extent that these decisions are relevant to the full understanding of the compensation program and the specific awards that were made for performance through 2017. The CD&A also contains a summary of 2017 performance, an assessment of the performance and the compensation awards made by the Compensation Committee, and other information relating to Eversource's compensation program, including:

- Pay for Performance Philosophy
- Executive Compensation Governance
- The Named Executive Officers
- Overview of the Compensation Program
- Market Analysis
- Elements of 2017 Compensation
- 2017 Annual Incentive Program
- 2017 Assessment of Financial and Operational Performance
- Performance Goal Assessment Matrix
- Description of the Long-Term Incentive Program, Grants and Performance Plan Results
- Disclosure of the:
  - Clawback and No Hedging and No Pledging Policies
  - Share Ownership Guidelines
  - Other Benefits
- Contractual Agreements
- Tax and Accounting Considerations
- Equity Grant Practices

### Summary of 2017 Performance

In 2017, Eversource Energy achieved very positive overall financial and operational performance results. The following is a summary of some of the most important accomplishments in 2017:

#### 2017 Financial Accomplishments

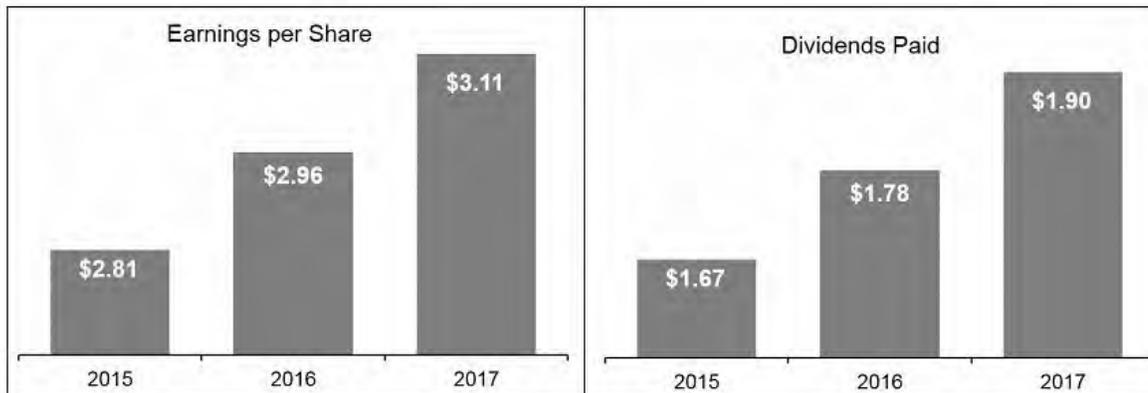
- Eversource's earnings grew by 5.1 percent in 2017, exceeding the established goal. 2017 earnings were \$3.11 per share.
- Eversource's total shareholder return in 2017 was 18 percent, comparing favorably to the industry return of 11.7 percent, and over the longer term, Eversource's stock performance continued to outperform the industry. This marks the eighth time in nine years that Eversource achieved a double-digit total shareholder return. Only two other companies within the Edison Electric Institute ("EEI") index of 43 utility companies have accomplished this.
- Eversource increased its 2017 dividend to \$1.90 per share, a 6.7 percent increase over 2016, continuing to significantly outperform the dividend growth rate of the EEI Index companies.

- Standard & Poor's ("S&P") raised Eversource's credit rating from A to A+. It remains the highest holding company S&P credit rating in the industry, by two credit notches.
- Eversource continued to successfully achieve operations and maintenance expense reductions in 2017, and total utility operations and maintenance expenses were \$14 million under budget.
- Eversource became the only electric utility in the country to add a water utility as an additional line of business through the purchase of Aquarion Water Company. Participating in a highly competitive auction process, Eversource negotiated a purchase agreement, received regulatory approvals in three states within five months, and closed the transaction in early December 2017, creating a new, complementary, growth-oriented business line.

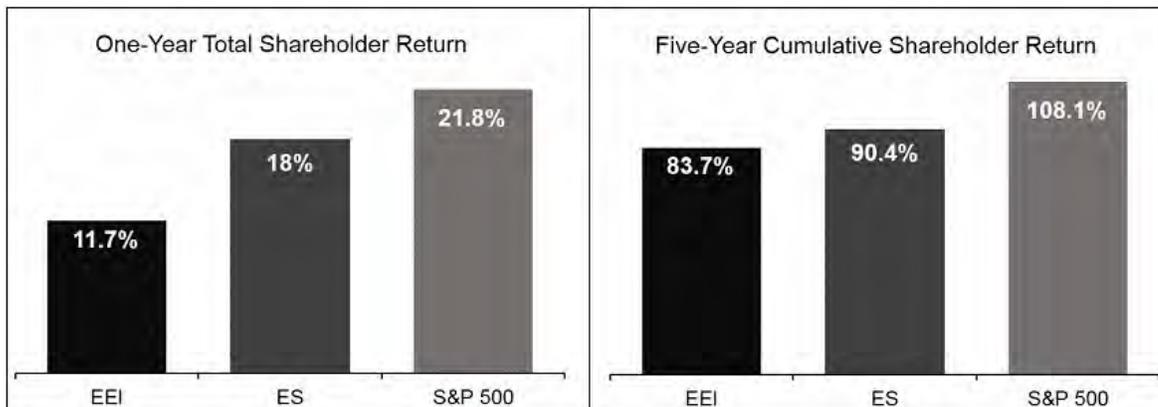
Set forth below is information relating to key financial metrics over the past three to five years.

**Earnings Growth.** Eversource's 2015 - 2017 recurring earnings per share have grown 5.5 percent on average, consistent with long-term earnings guidance and above the utility industry average. Recurring earnings per share, presented below for 2015 exclude merger-related costs. A reconciliation between reported 2015 earnings per share and the recurring earnings per share presented below appears under the caption entitled "Management's Discussion and Analysis of Financial Condition and Results of Operations - Overview" in this Annual Report on Form 10-K for the fiscal year ended December 31, 2017.

**Dividend Growth.** As a result of continuing strong earnings growth, Eversource's Board of Trustees increased the annual dividend rate by 6.7 percent for 2017 to \$1.90 per share, which exceeds the EEI Index companies' median dividend growth rate of 4.8 percent. The dividend growth rate for the period 2015 - 2017 has averaged 6.6 percent, well ahead of the utility industry average.



**Total Shareholder Return.** Eversource's Total Shareholder Return in 2017 was 18 percent, compared to the 11.7 percent growth of the EEI Index companies and 21.8 percent for the S&P 500. Eversource also outperformed the EEI Index companies over 2013 - 2017. An investment of \$1,000 in Eversource common shares at the beginning of the five-year period beginning January 1, 2013 was worth \$1,904 on December 31, 2017. The following charts represent the comparative one- and five-year total shareholder returns for the periods ending December 31, 2017, respectively:



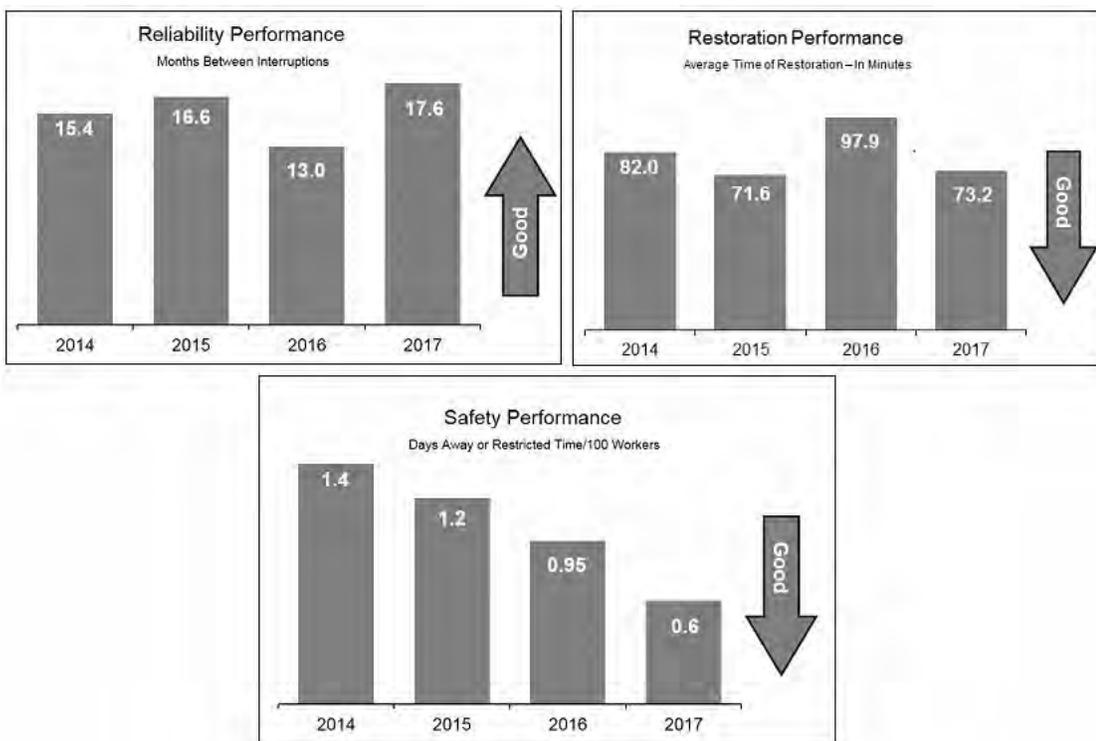
**2017 Operational Accomplishments**

- Eversource's overall electric system reliability performance in 2017 was its best ever; on average, customer power interruptions were 17.6 months apart, and average restoration time was 73.2 minutes. Eversource's performance ranks in the first quartile of the industry.
- Eversource's Massachusetts electric and gas distribution companies each met or exceeded Service Quality Index performance targets established by regulators in Massachusetts, which is the only state in Eversource's service territory that has such performance targets.
- Eversource exceeded its established targets in safety performance and response to gas service calls. Eversource's safety performance, which is measured by Days Away or Restricted Time ("DART"), was its best ever, and in the first quartile of the industry.
- Eversource added more than 10,000 new gas customers for the fifth consecutive year, exceeded its gas emergency response rate target, and received its highest satisfaction rating (93 percent) for new customer connections.
- Eversource exceeded the target of having 37 percent of new hires and promotions within the supervisor and above management group be women or persons of color.
- Eversource achieved very constructive regulatory outcomes, including the sale of its New Hampshire fossil generation assets, receiving a constructive rate order for its Massachusetts electric companies, and successfully resolving a complex and significant dispute regarding an underwater electric cable with federal agencies and the Massachusetts Water Resources Authority.
- Eversource continues to operate its electric and gas systems well. This is the result of the continuing implementation of best practices, focusing on investments in reliability improvements to reduce the number and length of outages, and performing work safely each and every day.

Set forth below is information relating to key operational metrics over the past four years.

**Reliability.** Electric System Reliability, which is measured by months between interruptions and average time to restore power, was in the first quartile of the industry, with its best results ever for the lowest number and frequency of interruptions.

**Safety.** Safety performance, measured by DART per 100 workers, improved significantly; performance was in the first quartile and the best ever performance for Eversource.



Achievement of the 2017 performance goals, additional accomplishments and the Compensation Committee's assessment of the performance of Eversource and its executives are more fully described in the section titled "2016 Annual Incentive Program." Specific decisions regarding executive compensation based upon the Committee's assessment of the performance of Eversource and its executives and market data are also described below.

#### ***Pay for Performance***

The Committee links the Named Executive Officers' compensation to performance that will ultimately benefit Eversource's customers and shareholders. Eversource's compensation program is intended to attract and retain the best executive talent in the industry, motivate its executives to meet or exceed specific stretch financial and operational goals each year, and compensate its executives in a manner that aligns compensation directly with performance. Eversource strives to provide executives with base salary, performance-based annual incentive compensation, and performance-based long-term incentive compensation opportunities that are competitive with market practices and that reward excellent performance.

#### ***Executive Compensation Governance***

##### ***What Eversource DOES:***

- ✓ Pay for Performance
- ✓ Share ownership and holding guidelines
- ✓ Clawback policy of incentive compensation for willful non-compliance by any employee
- ✓ Double-trigger change in control vesting provisions
- ✓ Independent compensation consultant
- ✓ Annual Say-on-Pay Vote

##### ***What Eversource DOESN'T do:***

- ✗ No tax gross-ups in any new or materially amended executive compensation agreements
- ✗ No hedging, pledging or similar transactions by Eversource executives and Trustees
- ✗ No repricing of options
- ✗ No liberal share recycling in the Incentive Plan

- Eversource's executive and Trustee share ownership and holding guidelines noted in this CD&A emphasize the importance of aligning management and governance with shareholders. Under the share ownership guidelines, which require Eversource's Chief Executive Officer to hold shares equal to six times base salary, Eversource requires its executives to hold 100 percent of the shares awarded under the stock compensation program until the share ownership guidelines have been met.
- Eversource's new Incentive Plan includes a clawback provision that requires its executives and other participants to reimburse Eversource for incentive compensation received, not only if earnings were subsequently required to be restated as a result of noncompliance with accounting rules caused by fraud or misconduct, but also if there had been a material violation of the Code of Business Conduct or material breach of a covenant in an employment agreement. The Plan also imposes limits on awards and on Eversource Trustee compensation, and prohibits repricing of awards and liberal share recycling.
- Eversource has discontinued the use of "gross-ups" in all new or materially amended executive compensation agreements.
- Eversource has a "no hedging and no pledging" policy that prohibits Eversource Trustees and executives from purchasing financial instruments or otherwise entering into any transactions that are designed to have the effect of hedging or offsetting any decrease in the market value of Eversource common shares. This policy also prohibits all pledges, derivative transactions or short sales involving Eversource common shares or the holding of any Eversource common shares in a margin account.
- Employment agreements with executives and the Incentive Plan provide for "double-trigger" change in control acceleration of compensation.
- The Compensation Committee annually assesses the independence of its compensation consultant, Pay Governance LLC ("Pay Governance"), which is retained directly by the Committee. Pay Governance performs no other consulting nor provides services for Eversource, and has no relationship with Eversource that could result in a conflict of interest. At its February 7, 2018 meeting, the Committee concluded that Pay Governance is independent and that no conflict of interest exists between Pay Governance and Eversource.

## Named Executive Officers

The executive officers of CL&P listed in the Summary Compensation Table and whose compensation is discussed in this Item 11 are referred to as the "Named Executive Officers" or "NEOs" under SEC regulations. For 2017, CL&P's Named Executive Officers are:

- James J. Judge, Chairman, President and Chief Executive Officer of Eversource Energy and Chairman of the Board of CL&P
- Philip J. Lembo, Executive Vice President and Chief Financial Officer of Eversource Energy and CL&P
- Werner J. Schweiger, Executive Vice President and Chief Operating Officer of Eversource Energy and Chief Executive Officer of CL&P
- Gregory B. Butler, Executive Vice President and General Counsel of Eversource Energy and CL&P
- Joseph R. Nolan, Jr., Executive Vice President - Customer and Corporate Relations of Eversource Energy and Eversource Service

## Overview of the Compensation Program

**The Role of the Compensation Committee.** The Eversource Board of Trustees has delegated to the Compensation Committee overall responsibility for establishing the compensation program for those senior executive officers, who are referred to in this CD&A as "executives" and whom are deemed to be "officers" under the SEC's regulations that determine the persons whose compensation is subject to disclosure. In this role, the Committee sets compensation policy and compensation levels, reviews and approves performance goals and evaluates executive performance. Although this discussion and analysis refers principally to compensation for the Named Executive Officers, the same compensation principles and practices apply to all executives. The compensation of Eversource's Chief Executive Officer is subject to the further review and approval of the independent Eversource Trustees.

**Elements of Compensation.** Total direct compensation consists of three elements: base salary, annual cash incentive awards and long-term equity-based incentive awards. Indirect compensation is provided through certain retirement, perquisite, severance, and health and welfare benefit programs.

**Eversource's Compensation Objectives.** The objectives of Eversource's compensation program are to attract and retain superior executive talent, motivate executives to achieve annual and long-term performance goals set each year, and provide total compensation opportunities that are competitive with market practices. With respect to incentive compensation, the Committee believes it is important to balance short-term goals, such as producing earnings, with longer-term goals, such as long-term value creation and maintaining a strong balance sheet. The Committee also places great emphasis on system reliability and good customer service. Eversource's compensation program utilizes performance-based incentive compensation to reward individual and corporate performance and to align the interests of executives with Eversource's customers and shareholders. The Committee continually increases expectations to motivate executives and employees to achieve continuous improvement in carrying out their responsibilities to customers to deliver energy reliably, safely, with respect for the environment and employees, and at a reasonable cost, while providing an above-average total shareholder return to Eversource shareholders.

**Setting Compensation Levels.** To ensure that Eversource achieves its goal of providing market-based compensation levels to attract and retain top quality management, the Committee provides executives with target compensation opportunities approximately equal to median compensation levels for executive officers of companies in the utility industry comparable to Eversource in size. To achieve that goal, the Committee and its independent compensation consultant work together to determine the market values of executive direct compensation elements (base salaries, annual incentives and long-term incentives), as well as total compensation, by using competitive market compensation data. The Committee reviews competitive compensation data obtained from utility and general industry surveys and a specific group of peer utility companies. Levels may be lower than median for those executives who are new to their roles, while long-tenured, high performing executives may be compensated above median. The review by Pay Governance performed in late 2017 indicated that Eversource's aggregate executive compensation levels were aligned with median market rates.

**Role of the Compensation Consultant.** The Committee has retained Pay Governance as its independent compensation consultant. Pay Governance reports directly to the Committee and does not provide any other services to Eversource. With the consent of the Committee, Pay Governance works cooperatively with Eversource's management to develop analyses and proposals for presentation to the Committee. The Committee generally relies on Pay Governance for peer group market data and information as to market practices and trends to assess the competitiveness of the compensation Eversource pays to its executives and to review the Committee's proposed compensation decisions.

**Pay Governance Independence.** In February 2018, the Committee assessed the independence of Pay Governance pursuant to SEC and NYSE rules, and concluded that it is independent and that no conflict of interest exists that would prevent Pay Governance from independently advising the Committee. In making this assessment, the Committee considered the independence factors enumerated in Rule 10C-1(b) under the Securities Exchange Act of 1934, including the written representations of Pay Governance that Pay Governance does not provide any other services to Eversource, the level of fees received from Eversource as a percentage of Pay Governance's total revenues, the policies and procedures employed by Pay Governance to prevent conflicts of interest, and whether the individual Pay Governance advisers with whom the Committee consulted own any Eversource common shares or have any business or personal relationships with members of the Committee or the Eversource executives.

**Role of Management.** The role of Eversource's management, and specifically the roles of Eversource's Chief Executive Officer and the Executive Vice President of Human Resources and Information Technology, are to provide current compensation information to the compensation consultant and analyses and recommendations on executive compensation to the Committee based on the market value of the position, individual performance, experience and internal pay equity. Eversource's Chief Executive Officer also provides recommendations on

the compensation for the other Named Executive Officers. None of the executives makes recommendations that affect his or her individual compensation.

#### MARKET ANALYSIS

The Compensation Committee seeks to provide executives with target compensation opportunities using a range that is approximately equal to the median compensation levels for executive officers of utility companies comparable to Eversource. Set forth below is a description of the sources of the compensation data used by the Committee when reviewing 2017 compensation:

- **Utility and general industry compensation survey data.** The Committee reviews compensation information obtained from surveys of diverse groups of utility and general industry companies that represent Eversource's market for executive officer talent. Utility industry data serve as the primary reference point for benchmarking officer compensation and are based on a defined peer set, as discussed below, while general industry data is derived from compensation consultant surveys and serves as a secondary reference point. General industry data are used for staff positions and are size-adjusted to ensure a close correlation between the market data and Eversource's scope of operations. The Committee used this information, which it obtained from Pay Governance, to evaluate and determine base salaries and incentive opportunities.
- **Peer group data.** In support of executive pay decisions during 2017 and early 2018, the Committee consulted with Pay Governance, which provided the Committee with a competitive assessment analysis of Eversource's executive compensation levels, as compared to the 20 peer group companies listed in the table below. This peer group was chosen because these companies are and continue to be similar to Eversource Energy in terms of size, business model and long-term strategies.

Alliant Energy Corporation	DTE Energy Company	PPL Corporation
Ameren Corporation	Edison International	Public Service Enterprise Group, Inc.
American Electric Power Co., Inc.	Entergy Corporation	SCANA Corp.
CenterPoint Energy, Inc.	FirstEnergy Corp.	Sempra Energy
CMS Energy Corp.	NiSource Inc.	WEC Energy Group, Inc.
Consolidated Edison, Inc.	PG&E Corporation	Xcel Energy Inc.
Dominion Resources, Inc.	Pinnacle West Capital Corporation	

The Committee reviews the appropriateness of the peer group periodically and adjusts the target percentages of annual and long-term incentives based on the survey data and recommendations from Eversource's CEO, after discussion with the compensation consultant to ensure that they are approximately equal to competitive median levels.

The Committee also determines perquisites to the extent they serve business purposes, and sets supplemental benefits at levels that provide appropriate compensation opportunities to the executives. The Committee periodically reviews the general market for supplemental benefits and perquisites using utility and general industry survey data, including data obtained from companies in the peer group.

**Mix of Compensation Elements.** Eversource targets the mix of compensation for its Chief Executive Officer and the other Named Executive Officers so that the percentages of each compensation element are approximately equal to the competitive median market mix. The mix is heavily weighted toward incentive compensation, and incentive compensation is heavily weighted toward long-term compensation. Since the most senior positions have the greatest responsibility for implementing the long-term business plans and strategies, a greater proportion of total compensation is based on performance with a long-term focus.

The Committee determines the compensation for each executive based on the relative authority, duties and responsibilities of the executive. Eversource's Chief Executive Officer's responsibilities for the strategic direction and daily operations and management of Eversource are greater than the duties and responsibilities of the other executives. As a result, Eversource's Chief Executive Officer's compensation is higher than the compensation of these other executives. Assisted by the compensation consultant, the Committee regularly reviews market compensation data for executive officer positions similar to those held by Eversource's executives, including its Chief Executive Officer.

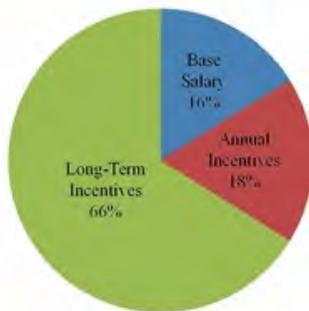
The following table sets forth the contribution to 2017 Total Direct Compensation ("TDC") of each element of compensation at target, reflected as a percentage of TDC, for the Named Executive Officers. The percentages shown in this table are at target and therefore do not correspond to the amounts appearing in the Summary Compensation Table.

Named Executive Officer	Percentage of TDC at Target				TDC
	Base Salary	Annual Incentive <sup>(1)</sup>	Performance Shares <sup>(1)</sup>	RSUs <sup>(2)</sup>	
James J. Judge	16	18	33	33	100
Philip J. Lembo	26	20	27	27	100
Werner J. Schweiger	26	20	27	27	100
Gregory B. Butler	30	20	25	25	100
Joseph R. Nolan, Jr.	30	20	25	25	100
NEO average, excluding CEO	28	20	26	26	100

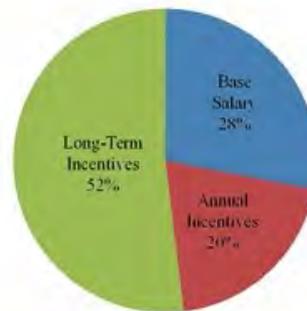
(1) The annual incentive compensation element and performance shares under the long-term incentive compensation element are performance-based.

(2) Restricted Share Units (RSUs) vest over three years contingent upon continued employment.

**Total Direct Compensation - CEO**



**Total Direct Compensation - All other NEO's**



**Risk Analysis of Executive Compensation Program.** The overall compensation program includes a mix of compensation elements ranging from a fixed base salary that is not at risk, to annual and long-term incentive compensation programs intended to motivate officers and eligible employees to achieve individual and corporate performance goals that reflect an appropriate level of risk. The fundamental objective of the compensation program is to foster the continued growth and success of Eversource's business. The design and implementation of the overall compensation program provides the Committee with opportunities throughout the year to assess risks within the compensation program that may have a material effect on the Eversource and its shareholders.

The Compensation Committee assesses the risks associated with the executive compensation program on an on-going basis by reviewing the various elements of incentive compensation. The annual incentive program was designed to ensure an appropriate balance between individual and corporate goals, which were deemed appropriate and supportive of Eversource's annual business plan. Similarly, the long-term incentive program was designed to ensure that the performance metrics were properly weighted and supportive of Eversource's strategic plan. The Committee reviewed the overall compensation program in the context of the annual operating and strategic plans, which were both previously subject to review by Eversource's Enterprise Risk Management and Risk Committees.

The annual and long-term incentive programs were designed to include mechanisms to mitigate risk. These mechanisms include realistic goal setting and discretion with respect to actual payments, in addition to:

- A mix of annual and long-term performance awards to provide an appropriate balance of short- and long-term risk and reward horizon;
- A variety of performance metrics, including financial, operational, customer service, diversity and safety goals and other strategic initiatives for annual performance awards to avoid excessive focus on a single measure of performance;
- Metrics in the Eversource's long-term incentive compensation program that use earnings per share and total shareholder return, which are both robust measures of shareholder value and which reduce the risk that employees might be encouraged to pursue other objectives that increase risk or reduce financial performance;

- The provisions of Eversource's annual and long-term incentive programs, which cap awards at 200 percent of target;
- Clawback provisions on incentive compensation; and
- Stock ownership requirements for all executives, including the Named Executive Officers, and prohibitions on hedging, pledging and other derivative transactions related to Eversource common shares.

Based on these factors, the Compensation Committee and Eversource's Board of Trustees believe the overall compensation program risks are mitigated to reduce overall compensation risk.

**Results of Eversource's 2017 Say-on-Pay Vote.** Eversource provides its shareholders with the required opportunity to cast the annual advisory vote on executive compensation (a "Say-on-Pay" proposal). At the Eversource Annual Meeting of Shareholders held on May 3, 2017, 89 percent of the votes cast on the Say-on-Pay proposal were voted to approve the 2016 compensation of the Named Executive Officers, as described in Eversource's 2017 proxy statement. Eversource's Say-on-Pay results, along with utility and general industry peers, are reviewed with the Committee annually to help assess whether Eversource shareholders continue to deem the executive compensation to be appropriate. The Committee has and will continue to consider the outcome of Eversource's Say-on-Pay votes when making future compensation decisions for the Named Executive Officers.

## ELEMENTS OF 2017 COMPENSATION

### Base Salary

Base salary is designed to attract and retain key executives by providing an element of total compensation at levels competitive with those of other executives employed by companies of similar size and complexity in the utility and general industries. In establishing base salary, the Compensation Committee relies on compensation data obtained from independent third-party surveys of companies and from an industry peer group to ensure that the compensation opportunities Eversource offers are capable of attracting and retaining executives with the experience and talent required to achieve its strategic objectives. Adjustments to base salaries are made on an annual basis except in instances of promotions.

When setting or adjusting base salaries, the Committee considers annual executive performance appraisals; market pay movement across industries (determined through market analysis); targeted market pay positioning for each executive; individual experience; strategic importance of a position; recommendations of Eversource's Chief Executive Officer; and internal equity.

### Incentive Compensation

Annual incentive and long-term incentive compensation are provided under Eversource's Incentive Plan. The annual incentive program provides cash compensation intended to reward performance under Eversource's annual operating plan. The long-term stock-based incentive program is designed to reward demonstrated performance and leadership, motivate future performance, align the interests of the executives with those of shareholders, and retain the executives during the term of grants. The annual and long-term programs are designed to strike a balance between Eversource's short- and long-term objectives so that the programs work in tandem.

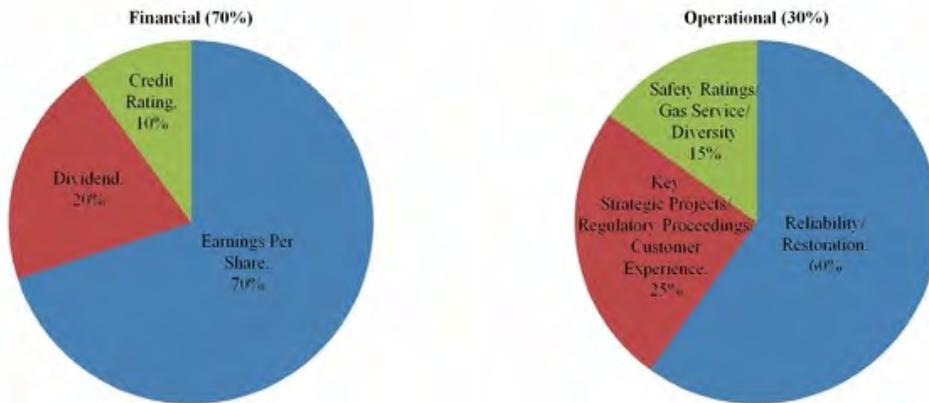
In addition to the specific performance goals, the Committee assesses other factors as well as the executives' roles and individual performance and then makes annual incentive program awards at the levels and amounts disclosed in this Item 11.

## 2017 ANNUAL INCENTIVE PROGRAM

In February 2017, the Committee established the terms of the 2017 Annual Incentive Program. As part of the overall program, and after consulting with Pay Governance, the Committee set target award levels for each of the Named Executive Officers that ranged from 65 percent to 115 percent of base salary.

At the February 2017 meeting, the Committee determined that for 2017 it would continue to base 70 percent of the annual incentive performance goals on Eversource's overall financial performance and 30 percent of the annual performance goals on Eversource's overall operational performance. The Committee also determined the specific goals that would be used to assess performance, with potential ratings on each goal ranging from 0 percent to 200 percent of target. The Committee assigned weightings to each of these specific goals. For the financial component, the following goals were used: earnings per share, weighted at 70 percent, dividend growth goal, weighted at 20 percent, and credit rating, weighted at 10 percent. For the operational component, the Committee used the following goals: combined service reliability and restoration goals, weighted at 60 percent; combined key strategic regional energy projects, success in regulatory outcomes and improvement of the customer experience goals, weighted at 25 percent; and combined safety ratings, gas service response and diversity promotions and hires of leadership employee positions goals, weighted at 15 percent.

**2017 Performance Goals**



At the December 2017 meeting of the Committee, management provided an initial review of Eversource's 2017 performance, followed in February 2018 by a full assessment of the performance goals, the additional accomplishments noted below under the caption "Additional Factors" and the overall performance of Eversource and the executives. In addition to these meetings, the Committee and the Eversource Board were continuously provided updates during 2017 on corporate performance. At the February 2018 meeting, the Committee determined, based on its assessment of the financial and operational performance goals, to set the level of achievement of combined financial and operational performance goals results at 160 percent of target, reflecting the overall strong performance of Eversource and the executive team. In arriving at this determination, the Committee determined that the financial performance goals result was 161 percent of target and the operational performance goals result was 155 percent of target. The individual financial and operational performance goals results are as set forth below. Eversource's Chief Executive Officer recommended to the Committee payout levels for the executives (other than himself) based on his assessment of each executive's individual performance towards achievement of the performance goals and the additional accomplishments of Eversource, together with each executive's contributions to the overall performance of Eversource. The awards determined by the Committee were also based on the same three-component criteria.

**Financial Performance Goals Assessment**

- Eversource Energy's earnings per share in 2017 increased by 5.1 percent over 2016 and exceeded the established goal of \$3.10; 2017 earnings equaled \$3.11 per share. Eversource exceeded the earnings goal despite several significant challenges, including higher than anticipated storm costs and lower sales in 2017, which resulted in significantly lower than expected revenues of nearly \$40 million. In a demanding operating environment, Eversource reduced costs to mitigate these challenges. The Committee determined the earnings per share goal to have attained a 155 percent performance result.
- Eversource Energy increased its dividend to \$1.90 per share, a 6.7 percent increase from the prior year, compared to the utility industry's median dividend growth of 4.8 percent. The Committee determined this goal to have attained a 160 percent performance.
- S&P raised Eversource's credit rating in December 2017 to A+. This rating represents the highest S&P holding company credit rating in the utility industry, and continues to provide the foundation for favorable financing opportunities. The industry average credit rating at S&P is "BBB+." The Committee determined this goal to have attained a 200 percent performance result.

**Operational Performance Goals Assessment**

- Eversource's total electric system reliability performance exceeded targeted performance and was its best ever. Average months between interruptions equaled 17.6 months, near the highest end of the performance zone established by the Committee of 15 to 18 months and in the first quartile of industry peers. System average restoration duration time equaled 73.2 minutes, well within the performance zone established by the Committee of 76 to 63 minutes and also in the first quartile of industry peers. The Committee determined these goals to have each attained a 175 percent performance result.
- Eversource exceeded the safety performance goal of between 0.9 - 1.2 DART per 1,000 employees; DART equaled 0.6 in 2017, the best performance in Eversource's history and also industry first quartile performance. The Committee determined this goal to have attained a 200 percent performance result.
- On-time response to gas customer emergency calls was 99.6 percent, which exceeded the goal of 99.1 percent and was also first quartile versus industry peers. The Committee determined this goal to have attained a 125 percent performance result.

- In 2017, 37.5 percent of new hires and promotions into leadership roles were women or people of color, slightly ahead of the goal of 37 percent. The Committee determined this goal to have attained a 100 percent performance result.
- Eversource successfully expanded the functionality of its customer website and outage communication systems and strengthened media outreach efforts. The Committee determined this goal to have attained a 75 percent performance result.
- Eversource achieved several constructive regulatory outcomes in each of the three states in which it provides service. These included the sale of the New Hampshire fossil generation assets, a constructive Massachusetts rate case approval, and a settlement agreement to for approval with the Connecticut Public Utility Authority in connection with a previous filed rate review. The Committee determined this goal to have attained a 200 percent performance result.
- While Eversource made substantial progress on its major ongoing strategic projects in 2017, it encountered a significant setback on its Northern Pass Transmission project in early 2018, when the New Hampshire Site Evaluation Committee rejected the project. Eversource continues to work on a path forward. Bay State Wind received approval of a Site Assessment Plan from the U.S. government, the first off-shore wind project to do so. Eversource is awaiting a decision on Bay State Wind's off-shore wind proposal bid to the Massachusetts Clean Energy request for proposal. The Access Northeast gas pipeline project received an adverse court decision in 2017 relating to the ability to secure supply contracts. Eversource is reconfiguring the project in light of this decision. Eversource is the only electric utility in the country to add a water utility as an additional line of business through the purchase of Aquarion Water Company. Participating in a highly competitive auction process, Eversource negotiated a purchase agreement, received regulatory approvals in three states within five months, and completed the acquisition in December, adding a new, complementary and growth-oriented business line. The Committee determined this goal to have attained a 75 percent performance result.

**Financial Performance Goals**

Category	2017 Goal	Eversource Performance	Indicative Assessment
Earnings Per Share	\$3.10 per share	Exceeded: \$3.11 per share, a 5.1% increase over 2016, significantly outperforming industry average growth of nearly 4%	155%
Dividend Growth	Increase dividend \$0.12 to \$1.90 per share	Achieved: Increased to \$1.90 per share, a \$0.12 increase and 6.7% growth, significantly exceeding the industry median of 4.8%	160%
Credit Rating	Maintain Eversource's top tier Standard & Poor's (S&P) "A" credit rating	Exceeded: S&P rating raised to "A+", the highest holding company credit rating in the utility industry by two notches	200%

Weightings = Earnings per share: 70%; Dividend growth: 20%; Credit rating: 10%

**Operational Performance Goals**

Category	2017 Goal	Eversource Performance	Indicative Assessment
Reliability - Avg. Months Between Interruptions ("MBI")	Achieve MBI of within 15 to 18 months	Exceeded: MBI = 17.6 months. At the top of targeted performance zone, and first quartile vs. industry peers and best ever performance	175%
Average Restoration Duration ("SAIDI")	Achieve SAIDI of 76 to 63 minutes	Achieved: SAIDI = 73.2 minutes. Within targeted performance and first quartile vs. industry peers	175%
Safety Rate	0.9 - 1.2 Days Away/Restricted Time	Exceeded: 0.6 DART Best year ever for safety; performance exceeded target range and was first quartile in industry	200%
Gas Service Response	99.1%	Exceeded: 99.6%; also achieved all regulatory mandated targets and response was at first quartile vs. industry peers' performance	125%
Diverse Leadership	37% hires or promotions of leadership level be women or people of color	Exceeded: 37.5%, 0.5 percentage points above target	100%
Improve the Customer Experience	Customer billing improvements, enhanced communications, improved digital experience and community support	Partially Achieved: Improvements made as planned in digital offerings and enhanced outage communications. Customer satisfaction scores below expectations	75%
Positive Regulatory Outcomes - Divestiture and State rate activity	Successfully complete the generation assets sale and constructive rate case results	Exceeded: Successfully completed N.H. Generation Divestiture and the MA Rate Case. CT Rate Case was filed and a settlement agreement was reached and filed with PURA for approval	200%
Positive Outcomes on Key Strategic Initiatives	Major strategic initiatives	Partially Achieved: Aquarion Water Company purchase completed. Bay State Wind making good progress. NPT was selected by Massachusetts in the State's clean energy RFP and progressed through several key siting approvals but was denied approval by New Hampshire Site Evaluation Committee. Access Northeast reconfiguring in light of adverse court decision.	75%
Weightings = Reliability and Restoration: 60%; Key corporate initiatives: 25%; Safety/Gas service/Diversity: 15%			

**Performance Goals Assessment**

Financial Performance at 161% (weighted 70%)	113%
Operational Performance at 155% (weighted 30%)	47%
Overall Performance	160%

**Additional Factors**

The following key strategic, environmental and customer-focused results were also considered significant by the Committee in making an assessment of overall financial and operational performance, but were not given specific weightings or assigned a specific performance assessment score:

- Eversource resolved a long-standing dispute with federal and state agencies regarding the location of a critical underwater electric transmission line providing service to the Massachusetts Water Resources Authority.
- Eversource continued to transform and grow the natural gas delivery business. Eversource added more than 10,000 new gas customers for the fifth consecutive year and achieved its highest-level rating of 93 percent from new customers.
- Eversource was recognized as being the number one energy efficiency provider in the industry.
- Eversource is proceeding with a planned development of 18 sites in Massachusetts that will provide 62MW of solar generation and an anticipated rate base investment of \$180 million.
- Eversource received approval in its Massachusetts rate filing of \$100 million to advance energy storage and electric vehicle charging infrastructure.

**Individual Performance Factors Considered by the Committee**

The goal of the Committee for 2017 was again to provide incentives for Eversource executives to work together as a highly effective, integrated team to achieve or exceed the financial, operational, safety, customer, strategic and diversity goals and objectives. The Committee based the annual incentive payments on team performance and also on the Committee's assessment of each executive's individual performance in supporting the performance goals, additional achievements and overall performance of Eversource. The Committee and all other independent Eversource Trustees assessed the performance of the Chief Executive Officer and, based on the recommendations of the Chief Executive Officer as to executives other than himself, the Committee assessed the performance of the other Named Executive Officers to determine the individual incentive payments as disclosed in the Summary Compensation Table. Based on the Committee's review, which included its assessment of the performance goals, the significant other accomplishments of Eversource and the Named Executive Officers, and the overall performance of Eversource and each of the Named Executive Officers, considered in its totality by the Committee to have been excellent, the Committee approved annual incentive program payments for the Named Executive Officers at levels that ranged from 148 percent to 199 percent of target. These payments reflected the individual and team contributions of the Named Executive Officers in achieving the goals and the additional accomplishments and the overall performance of Eversource.

In determining Mr. Judge's annual incentive payment of \$2,285,000, which was 160 percent of target and which reflects his and Eversource's continued strong performance, the Committee and the Board considered the totality of Eversource's success in accomplishing the goals set by the Committee, the additional accomplishments of Eversource, and the superior leadership of Mr. Judge in every part of the business, significantly advancing Eversource towards its goal of being recognized as the Best Energy Company in the country.

**2017 Annual Incentive Program Awards**

<b>Named Executive Officer</b>	<b>Award</b>
James J. Judge	\$ 2,285,000
Philip J. Lembo	700,000
Werner J. Schweiger	775,000
Gregory B. Butler	625,000
Joseph R. Nolan, Jr.	680,000

**Long-Term Incentive Program**

*General*

Eversource's long-term incentive program is intended to focus on Eversource's longer-term strategic goals and to help retain its executives. A new three-year program commences every year. For the 2017 - 2019 Long-Term Incentive Program, each executive's target long-term incentive opportunity consisted of 50 percent Eversource Energy Performance Shares and 50 percent RSUs. Performance Shares are designed to reward long-term achievements as measured against pre-established performance measures. RSUs are designed to provide executives with an incentive to increase the value of Eversource common shares in alignment with shareholder interests, while also serving as a retention component for executive talent. Eversource believes these compensation elements create a focus on continued Eversource and share price growth to further align the interests of Eversource's executives with the interests of Eversource's shareholders.

Mr. Judge was elected President and Chief Executive Officer of Eversource on April 6, 2016 upon the retirement of Thomas J. May. Mr. Judge had previously served as Executive Vice President and Chief Financial Officer of Eversource until his election as President and Chief Executive Officer. Mr. Lembo was elected Executive Vice President and Chief Financial Officer of Eversource on May 4, 2016, having previously served as Vice President and Treasurer. Thus, 2017 was the first year during which the Committee made long term incentive program stock awards to Mr. Judge and Mr. Lembo in their new positions of President and Chief Executive Officer and Executive Vice President and Chief Financial Officer, respectively. The grant date fair values of Mr. Judge's and Mr. Lembo's 2017 stock awards under the 2017 long term incentive program were \$5,504,904 and \$1,314,086, respectively, compared to their 2016 awards of \$1,382,021 and \$212,300 respectively.

**Performance Share Grants**

*General*

Performance Shares are designed to reward future financial performance, measured by long-term earnings growth and shareholder returns over a three-year performance period, therefore aligning management compensation with performance. Performance Shares are granted as a target number of Eversource common shares. The number of Performance Shares granted are determined by dividing the target grant value in dollars by the average daily closing prices of Eversource common shares on the New York Stock Exchange for the ten business days preceding the grant date and rounding to the nearest whole share. Until the end of the Performance Period, the value of dividends that would have been paid with respect to the Performance Shares had the Performance Shares been actual common shares will be deemed to be invested in additional Performance Shares, which remain at risk until actual performance for the period is determined.

*Performance Shares under the 2017 - 2019 Program*

For the 2017 - 2019 Program, the Committee determined it would continue to measure performance using: (i) average diluted earnings per share growth ("EPSG"); and (ii) relative total shareholder return ("TSR") measured against the performance of companies that comprise the EEI Index. As in 2016 and 2015, the Committee selected EPSG and TSR as performance measures because the Committee continues to believe that they are generally recognized as the best indicators of overall corporate performance. Further, the Committee considers it a best practice to use a combination of relative and absolute metrics, with EPS growth serving as a key input to shareholder value and TSR serving as the output.

The number of Performance Shares awarded at the end of the three-year period ranges from 0 percent to 200 percent of target, depending on EPSG and relative TSR performance as set forth in the performance matrix below. Performance Share grants are based on a percentage of annualized base salary at the time of the grant and measured in dollars. The target number of shares under the 2017 - 2019 Program ranged from 35 percent to 213 percent of base salary. For the 2017 - 2019 Program, EPSG ranges from 0 percent to 9 percent, while TSR ranges from below the 10th percentile to above the 90th percentile. The Committee determined that payout at 100 percent of target should be challenging but achievable. As a result, vesting at 100 percent of target occurs at various combinations of EPSG and TSR performance. In addition, the value of any Performance Shares that actually vest may increase or decrease over the vesting period based on Eversource's share price performance. The number of performance shares granted at target were approved as set forth in the table below. The Committee and the independent Members of the Eversource Board determined the Performance Share grants for the Chief Executive Officer. Based on input from the Chief Executive Officer, the Committee determined the Performance Share grants for each of the other executive officers, including the other Named Executive Officers.

*Performance Shares under the 2016 - 2018 Program*

For the 2016 - 2018 Program, the Committee used the same performance measures of EPSG and TSR and the same criteria used in the 2017 - 2019 Program described above and the 2015 - 2017 Program described below.

The performance matrix set forth below describes how the Performance Share payout will be determined under the 2016 - 2018 and 2017 - 2019 Long-Term Incentive Programs and how the Performance Share payout was determined under the 2015 - 2017 Program. Three-year average EPSG is cross-referenced with the actual three-year TSR percentile to determine actual performance share payout as a percentage of target:

**2015 - 2017, 2016 - 2018 and 2017 - 2019 Long-Term Incentive Programs Performance Share Potential Payout**

Three-Year Average EPS Growth	Three-Year Relative Total Shareholder Return Percentiles									
	Below 10th	20th	30th	40th	50th	60th	70th	80th	90th	Above 90th
9%	110%	120%	130%	140%	150%	160%	170%	180%	190%	200%
8%	100%	110%	120%	130%	140%	150%	160%	170%	180%	190%
7%	90%	100%	110%	120%	130%	140%	150%	160%	170%	180%
6%	80%	90%	100%	110%	120%	130%	140%	150%	160%	170%
5%	70%	80%	90%	100%	110%	120%	130%	140%	150%	160%
4%	60%	70%	80%	90%	100%	110%	120%	130%	140%	150%
3%	40%	50%	70%	80%	90%	100%	110%	120%	130%	140%
2%	20%	40%	60%	70%	80%	90%	100%	110%	120%	130%
1%	—	10%	40%	60%	70%	80%	90%	100%	110%	120%
0%	—	—	20%	30%	50%	70%	80%	90%	100%	110%
Below 0%	—	—	—	—	10%	20%	30%	40%	50%	60%

**Long-Term Incentive Program Performance Share Grants at Target**

Named Executive Officer	2016 - 2018 Performance Share Grant	2017 - 2019 Performance Share Grant
James J. Judge	12,004	48,259
Philip J. Lembo	1,844	11,520
Werner J. Schweiger	11,805	11,703
Gregory B. Butler	7,791	9,052
Joseph R. Nolan, Jr.	4,503	7,920

*Results of the 2015 - 2017 Performance Share Program*

The 2015 - 2017 Program ended on December 31, 2017. The actual performance level achieved under the Program was a three-year average adjusted EPS growth of 5.5 percent and a three-year total shareholder return at the 41st percentile, which when interpolated in accordance with the criteria established by the Committee in 2015, resulted in vesting performance shares units at 106 percent of target. This determination was made in accordance with the performance criteria approved by the Committee at the commencement of the performance period. At its February 7, 2018 meeting, the Committee confirmed that the actual results achieved were calculated in accordance with established performance criteria,

and it considered all non-recurring items in determining that the adjusted EPS was calculated in accordance with the plan documents. The number of Performance Shares awarded to the Named Executive Officers were approved as set forth in the table below.

#### 2015 - 2017 Long-Term Incentive Program Performance Share Award

##### 2015 – 2017 Long-Term Incentive Program Performance Share Grants at Target

Named Executive Officer	Performance Share Grant
James J. Judge	11,436
Philip J. Lembo	1,984
Werner J. Schweiger	11,319
Gregory B. Butler	8,052
Joseph R. Nolan, Jr.	4,434

#### Restricted Share Units

##### General

Each RSU granted under the long-term incentive program entitles the holder to receive one Eversource common share at the time of vesting. All RSUs granted under the long-term incentive program vest in equal annual installments over three years. RSU holders are eligible to receive reinvested dividend units on outstanding RSUs held by them to the same extent that dividends are declared and paid on Eversource common shares. Reinvested dividend equivalents are accounted for as additional RSUs that accrue and are distributed with the common shares issued upon vesting of the underlying RSUs. Common shares, including any additional common shares in respect of reinvested dividend equivalents, are not issued for any RSUs that do not vest.

The Committee determined RSU grants for each executive officer participating in the long-term incentive program. RSU grants are based on a percentage of annualized base salary at the time of the grant and measured in dollars. In 2017, the percentage used for each executive officer was based on the executive officer's position in Eversource and ranged from 35 percent to 213 percent of base salary. The Committee reserves the right to increase or decrease the RSU grant from target for each officer under special circumstances. The Committee and all other independent members of the Eversource Board determined the RSU grants for Eversource's Chief Executive Officer. Based on input from the Chief Executive Officer, the Committee determined the RSU grants for each of the other executive officers, including the other Named Executive Officers.

All RSUs are granted on the date of the Committee meeting at which they are approved. RSU grants are subsequently converted from dollars into Eversource common share equivalents by dividing the value of each grant by the average closing price for Eversource common shares over the ten trading days prior to the date of the grant. RSU grants at 100 percent of target were approved as set forth in the table below.

Named Executive Officer	RSUs Awarded		
	2015	2016	2017
James J. Judge	9,800	12,004	48,259
Philip J. Lembo	1,700	1,844	11,520
Werner J. Schweiger	9,700	11,805	11,703
Gregory B. Butler	6,900	7,791	9,052
Joseph R. Nolan, Jr.	3,800	4,503	7,920

#### Clawbacks

If Eversource's earnings were to be restated as a result of noncompliance with accounting rules caused by fraud or misconduct or if a participant engages in a material violation of Eversource's Code of Business Conduct or breaches a material covenant in an employment agreement, as determined by the Eversource Board of Trustees, the participant would be required by the Eversource Incentive Plan to reimburse Eversource for certain incentive compensation received by him or her.

#### No Hedging and No Pledging Policy

Eversource has adopted a policy prohibiting the purchase of financial instruments or otherwise entering into transactions designed to have the effect of hedging or offsetting any decrease in the value of Eversource common shares by Eversource's Trustees and executives. This policy also prohibits all pledging, derivative transactions of short sales involving Eversource common shares or the holding of any Eversource common shares in a margin account.

### Share Ownership Guidelines and Retention Requirements

The Committee has approved share ownership guidelines to further emphasize the importance of share ownership by Eversource officers. As indicated in the table below, the guidelines call for Eversource's Chief Executive Officer to own common shares equal to six times base salary, executive vice presidents to own a number of common shares equal to three times base salary, senior vice presidents to own common shares equal to two times base salary, and all other officers to own a number of common shares equal to one to one and one half times base salary.

Executive Officer	Base Salary Multiple
Chief Executive Officer	6
Executive Vice Presidents	3
Operating Company Presidents / Senior Vice Presidents	2
Vice Presidents	1 – 1.5

Eversource requires that its officers attain these ownership levels within five years. All Eversource officers, including Eversource's Named Executive Officers, have satisfied the share ownership guidelines or are expected to satisfy them within the applicable timeframe. Common shares, whether held of record, in street name, or in individual 401(k) accounts, and RSUs satisfy the guideline requirements to hold 100 percent of the net shares. Unexercised stock options and unvested performance shares do not count toward the ownership guidelines. In addition to the share ownership guidelines noted above, all officers must hold all the shares awarded under the Eversource's incentive compensation plan until the share ownership guidelines have been met.

### Other

#### Retirement Benefits

Eversource provides a qualified defined benefit pension program for certain officers, which is a final average pay program subject to tax code limits. Because of such limits, Eversource also maintains a supplemental non-qualified pension program. Benefits are based on base salary and certain incentive payments, which is consistent with the goal of providing a retirement benefit that replaces a percentage of pre-retirement income. The supplemental program compensates for benefits barred by tax code limits, and generally provides (together with the qualified pension program) benefits equal to approximately 60 percent of pre-retirement compensation (subject to certain reductions) for Messrs. Judge, Lembo, Schweiger and Nolan, and approximately 50 percent of such compensation for Mr. Butler. The supplemental program has been discontinued for newly-elected officers.

As set forth in this CD&A, Mr. Judge and Mr. Lembo were elected to the positions of President and Chief Executive Officer and Executive Vice President and Chief Financial Officer respectively in 2016, such that 2017 was the first year that each served in his new position. Each had a resulting substantial increase in the actuarial, formula-based present values of his pension benefit due to the increase in their base pay and annual bonus. This increase is disclosed in the Change in Pension Value and Non-Qualified Deferred Earnings column of the Summary Compensation Table. These accounting-based increases, while representing for Mr. Judge and Mr. Lembo a substantial portion of their 2017 total compensation disclosed in the SEC Total column of the Summary Compensation Table, resulted in no actual 2017 W-2 earnings for either of them.

For certain participants, the benefits payable under the Supplemental Non-Qualified Pension Program (the "Program") differ from those described above. The Program benefit payable to Mr. Schweiger is fully vested and is further reduced by benefits he is entitled to receive under previous employers' retirement plans.

Also see the narrative accompanying the "Pension Benefits" table and accompanying notes for more detail on the above program.

#### 401(k) Benefits

Eversource offers a qualified 401(k) program for all employees, including executives, subject to tax code limits. After applying these limits, the program provides a match of 50 percent of the first 8 percent of eligible base salary, up to a maximum of \$10,800 per year for Messrs. Judge, Lembo, Schweiger and Nolan. For Mr. Butler, the program provides a match of 100 percent of the first 3 percent of eligible base salary, up to a maximum of \$8,100 per year.

#### Deferred Compensation

Eversource offers a non-qualified deferred compensation program for its executives. In 2017, the program allowed deferral of up to 100 percent of base salary, annual incentives and long-term incentive awards. The program allows participants to select investment measures for deferrals based on an array of deemed investment options (including certain mutual funds and publicly traded securities).

See the Non-Qualified Deferred Compensation Table and accompanying notes for additional details on the above program.

#### **Perquisites**

Eversource provides executives with limited financial planning, vehicle leasing and access to tickets to sporting events. The current level of perquisites does not factor into decisions on total compensation.

#### **Contractual Agreements**

Eversource maintains contractual agreements with all of its Named Executive Officers that provide for potential compensation in the event of certain terminations, including termination following a Change in Control. Eversource believes these agreements are necessary to attract and retain high quality executives and to ensure executive focus on Eversource business during the period leading up to a potential Change in Control. The agreements are "double-trigger" agreements that provide executives with compensation in the event of a Change in Control followed by termination of employment due to one or more of the events set forth in the agreements, while still providing an incentive to remain employed with Eversource for the transition period that follows.

Under the agreements, certain compensation is generally payable if, during the applicable change in control period, the executive is involuntarily terminated (other than for cause) or terminates employment for "good reason." These agreements are described more fully in the tables following this CD&A under "Payments Upon Termination."

#### **Tax and Accounting Considerations**

Eversource's Incentive Plan permits annual incentive and performance share awards that were intended to qualify as performance-based compensation under the recently repealed Section 162(m) of the Internal Revenue Code. Eversource is aware of the changes in the Internal Revenue Code that impact tax deductibility of incentive compensation. Eversource believes that the availability of a tax deduction for forms of compensation is secondary to the goal of providing market-based compensation to attract and retain highly qualified executives. The Committee believes it is in Eversource's best interests to retain discretion to make compensation awards, whether or not deductible.

Eversource has adopted the provisions of Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 718, *Compensation-Stock Compensation*. In general, Eversource and the Committee do not consider accounting considerations in structuring compensation arrangements.

#### **Equity Grant Practices**

Equity awards noted in the compensation tables are made annually at the February meeting of Eversource's Compensation Committee (subject to further approval by all of the independent members of Eversource's Board of Trustees of the Chief Executive Officer's award) when the Committee also determines base salary, annual and long-term incentive compensation targets and annual incentive awards. The date of this meeting is chosen at least a year in advance, and therefore awards are not coordinated with the release of material non-public information.

### SUMMARY COMPENSATION TABLE

The table below summarizes the total compensation paid or earned by CL&P's principal executive officer (Mr. Judge), principal financial officer (Mr. Lembo) and the three other most highly compensated executive officers in 2017, determined in accordance with the applicable SEC disclosure rules (collectively, the Named Executive Officers). As explained in the footnotes below, the amounts reflect the economic benefit to each Named Executive Officer of the compensation item paid or accrued on behalf of the Named Executive Officers for the fiscal year ended December 31, 2017 in accordance with such rules. All salaries, annual incentive amounts and long-term incentive amounts shown for each Named Executive Officer were paid for all services rendered to Eversource Energy and its subsidiaries, including CL&P, in all capacities.

Name and Principal Position	Year	Salary	Stock Awards <sup>(2)</sup>	Non-Equity Incentive Plan <sup>(3)</sup>	Change in Pension Value and Non-Qualified Deferred Earnings <sup>(4)</sup>	All Other Compensation <sup>(5)</sup>	SEC Total	Adjusted SEC Total <sup>(6)</sup>
<b>James J. Judge</b>	2017	\$ 1,230,694	\$ 5,504,904	\$ 2,285,000	\$ 6,869,854	\$ 25,009	\$ 15,915,461	\$ 9,045,607
President and Chief Executive Officer of Eversource Energy; Chairman of CL&P	2016	959,690	1,382,021	2,200,000	1,616,742	24,809	6,183,262	4,566,520
	2015	605,650	1,135,526	690,000	895,929	20,672	3,347,777	2,451,848
<b>Philip J. Lembo <sup>(1)</sup></b>	2017	613,847	1,314,086	700,000	1,246,325	21,485	3,895,743	2,649,418
Executive Vice President and Chief Financial Officer of Eversource Energy and CL&P	2016	439,208	212,300	600,000	543,133	21,285	1,815,926	1,272,793
<b>Werner J. Schweiger</b>	2017	634,078	1,334,961	775,000	1,225,581	21,418	3,991,038	2,765,457
Executive Vice President and Chief Operating Officer of Eversource Energy and CL&P	2016	592,108	1,359,110	700,000	1,156,328	21,135	3,828,681	2,672,353
	2015	600,000	1,123,939	680,000	746,734	21,135	3,171,808	2,425,074
<b>Gregory B. Butler</b>	2017	597,886	1,032,562	625,000	1,670,745	15,361	3,941,554	2,270,809
Executive Vice President and General Counsel of Eversource Energy and CL&P	2016	514,494	896,978	575,000	539,638	12,886	2,538,996	1,999,358
	2015	474,992	—	525,000	242,980	—	1,242,972	999,992
<b>Joseph R. Nolan, Jr. <sup>(1)</sup></b>	2017	515,578	903,434	680,000	1,486,025	16,076	3,601,113	2,115,088
Executive Vice President-Customer and Corporate Relations of Eversource Energy and CL&P	2016	419,364	518,430	550,000	826,729	15,876	2,330,399	1,503,670

- (1) Messrs. Lembo and Nolan did not meet the requirements for inclusion in the Summary Compensation Table and were not Named Executive Officers for 2015.  
(2) Reflects the aggregate grant date fair value of RSUs and performance shares granted in each fiscal year, calculated in accordance with FASB ASC Topic 718.

RSUs were granted to each Named Executive Officer as long-term compensation, which vest in equal annual installments over three years.

In 2017, each of the Named Executive Officers was granted performance shares as long-term incentive compensation. These performance shares will vest based on the extent to which the two performance conditions described in the CD&A are achieved as of December 31, 2019. The grant date fair values for the performance shares, assuming achievement of the highest level of both performance conditions, are as follows: Mr. Judge: \$4,151,239; Mr. Lembo: \$990,950; Mr. Schweiger: \$1,006,692; Mr. Butler: \$778,653; and Mr. Nolan: \$681,278.

Holders of RSUs and performance shares are eligible to receive dividend equivalent units on outstanding awards to the same extent that dividends are declared and paid on Eversource common shares. Dividend equivalent units are accounted for as additional common shares that accrue and are distributed simultaneously with the common shares issued upon vesting of the underlying RSUs and performance shares.

Mr. Judge was elected President and Chief Executive Officer of the Company on April 6, 2016, upon the retirement of Thomas J. May. Mr. Judge had previously served as Executive Vice President and Chief Financial Officer of the Company until his election as President and Chief Executive Officer. Mr. Lembo was elected Executive Vice President and Chief Financial Officer of the Company on May 4, 2016, having previously served as Vice President and Treasurer. Thus, 2017 was the first year during which the Committee made long term incentive program stock awards to Mr. Judge and Mr. Lembo in their new positions of President and Chief Executive Officer and Executive Vice President and Chief Financial Officer, respectively.

- (3) Includes payments to the Named Executive Officers under the 2017 Annual Incentive Program (Mr. Judge: \$2,285,000, Mr. Lembo: \$700,000; Mr. Schweiger: \$775,000; Mr. Butler: \$625,000; and Mr. Nolan: \$680,000).  
(4) Includes the actuarial increase in the present value from December 31, 2016 to December 31, 2017, of the Named Executive Officers' accumulated benefits under all of the Eversource defined benefit pension program and agreements, determined using interest rate and mortality rate assumptions consistent with those appearing in the footnotes to this Annual Report on Form 10-K for the fiscal year ended December 31, 2017. The substantial actuarial increase in Mr. Judge's benefit in 2017 resulted from the increase in base pay and annual incentive following his promotion in 2016 to Chief Executive Officer of Eversource. The change in interest rates also impacted the amount of actuarial increase. The Named Executive Officer may not be fully vested in such amounts. More information on this topic is set forth in the Pension Benefits table. There were no above-market earnings in deferred

compensation value during 2017, as the terms of the Deferred Compensation Plan provide for market-based investments, including Eversource common shares.

Mr. Judge and Mr. Lembo were elected to the positions of President and Chief Executive Officer and Executive Vice President and Chief Financial Officer respectively, in 2016, such that 2017 was the first year that each served in his new position. Each had a resulting substantial increase in the actuarial, formula-based present values of his pension benefit due to the increase in their base pay and annual bonus. These accounting-based increases, while representing for Mr. Judge and Mr. Lembo a substantial portion of their 2017 total compensation disclosed in the SEC Total above, resulted in no actual 2017 W-2 earnings for either of them.

- (5) Includes matching contributions allocated by us to the accounts of Named Executive Officers under the 401k Plan as follows: \$10,800 for each of Messrs. Judge, Lembo, Schweiger and Nolan, and \$8,100 for Mr. Butler. For Mr. Judge, the value shown includes financial planning services valued at \$5,000 and \$9,209 paid by Eversource for a company-leased vehicle. For Mr. Lembo, the value shown includes financial planning services valued at \$5,000 and \$5,685 paid by Eversource for a company-leased vehicle. For Mr. Schweiger, the value shown includes financial planning services valued at \$5,000 and \$5,618 paid by Eversource for a company-leased vehicle. None of the other Named Executive Officers received perquisites valued in the aggregate in excess of \$10,000.
- (6) The amounts in the Adjusted SEC Total column reflect an adjustment to the total compensation reported in the column marked SEC Total. The Adjusted SEC Total subtracts the actuarial change in pension value disclosed in the column titled "Change in Pension Value and Non-Qualified Deferred Earnings" as further described in Note (4) above in order to reflect compensation earned during the year by the executive without consideration of pension benefit impacts. The amounts in this column differ substantially from, and are not a substitute for, the amounts noted in the SEC Total.

#### GRANTS OF PLAN-BASED AWARDS DURING 2017

The Grants of Plan-Based Awards Table provides information on the range of potential payouts under all incentive plan awards during the fiscal year ended December 31, 2017. The table also discloses the underlying equity awards and the grant date for equity-based awards. We have not granted any stock options since 2002.

Name	Grant Date	Estimated Future Payouts Under Non-Equity Incentive Plan Awards			Estimated Future Payouts Under Equity Incentive Plan Awards <sup>(1)</sup>			All Other Stock Awards: Number of Shares of Stock or Units <sup>(2)</sup>	Grant Date Fair Value of Stock and Option Awards <sup>(3)</sup>
		Threshold (\$)	Target (\$)	Maximum (\$)	Threshold (\$)	Target (#)	Maximum (#)		
<b>James J. Judge</b>									
Annual Incentive <sup>(4)</sup>	02/03/17	\$ 714,000	\$ 1,428,000	\$ 2,856,000	\$ —	—	—	—	\$ —
Long-Term Incentive <sup>(5)</sup>	02/03/17	—	—	—	—	48,259	96,518	48,259	5,504,904
<b>Philip J. Lembo</b>									
Annual Incentive <sup>(4)</sup>	02/03/17	236,500	473,000	946,000	—	—	—	—	—
Long-Term Incentive <sup>(5)</sup>	02/03/17	—	—	—	—	11,520	23,040	11,520	1,314,086
<b>Werner J. Schweiger</b>									
Annual Incentive <sup>(4)</sup>	02/03/17	240,000	480,000	960,000	—	—	—	—	—
Long-Term Incentive <sup>(5)</sup>	02/03/17	—	—	—	—	11,703	23,406	11,703	1,334,961
<b>Gregory B. Butler</b>									
Annual Incentive <sup>(4)</sup>	02/03/17	195,000	390,000	780,000	—	—	—	—	—
Long-Term Incentive <sup>(5)</sup>	02/03/17	—	—	—	—	9,052	18,104	9,052	1,032,562
<b>Joseph R. Nolan, Jr.</b>									
Annual Incentive <sup>(4)</sup>	02/03/17	170,500	341,000	682,000	—	—	—	—	—
Long-Term Incentive <sup>(5)</sup>	02/03/17	—	—	—	—	7,920	15,840	7,920	903,434

- (1) Reflects the number of performance shares granted to each of the Named Executive Officers on February 3, 2017 under the 2017 - 2019 Long-Term Incentive Program. Performance shares were granted subject to a three-year Performance Period that ends on December 31, 2019. At the end of the Performance Period, common shares will be awarded based on actual performance results as a percentage of target, subject to reduction for applicable payroll withholding taxes. Holders of performance shares are eligible to receive dividend equivalent units on outstanding performance shares awarded to them to the same extent that dividends are declared and paid on Eversource common shares. Dividend equivalent units are accounted for as additional common shares that accrue and are distributed simultaneously with the common shares underlying the performance shares. The Annual Incentive Program does not include an equity component.
- (2) Reflects the number of RSUs granted to each of the Named Executive Officers on February 3, 2017 under the 2017 - 2019 Long-Term Incentive Program. RSUs vest in equal installments on February 2, 2018, 2019 and 2020. We will distribute common shares with respect to vested RSUs on a one-for-one basis following vesting, after reduction for applicable payroll withholding taxes. Holders of RSUs are eligible to receive dividend equivalent units on outstanding RSUs awarded to them to the same extent that dividends are declared and paid on Eversource common shares. Dividend equivalent units are accounted for as additional common shares that accrue and are distributed simultaneously with the common shares distributed in respect of the underlying RSUs.
- (3) Reflects the grant date fair value, determined in accordance with FASB ASC Topic 718, of RSUs and performance shares granted to the Named Executive Officers on February 3, 2017 under the 2017 - 2019 Long-Term Incentive Program.

- (4) The threshold payment under the Annual Incentive Program is 50 percent of target. The actual payments in 2018 for performance in 2017 are set forth in the Non-Equity Incentive Plan Compensation column of the Summary Compensation Table.
- (5) Reflects the range of potential payouts, if any, pursuant to performance share awards under the 2017 - 2019 Long-Term Incentive Program, as described in the CD&A.

**OUTSTANDING EQUITY GRANTS AT DECEMBER 31, 2017**

The following table sets forth RSU and performance share grants outstanding at the end of the fiscal year ended December 31, 2017 for each of the Named Executive Officers. There are no outstanding options.

Name	Stock Awards <sup>(1)</sup>			
	Number of Shares or Units of Stock That Have Not Vested (#) <sup>(2)</sup>	Market Value of Shares or Units of Stock That Have Not Vested (\$) <sup>(3)</sup>	Equity Incentive Plan Awards: Number of Unearned Shares, Units or Other Rights That Have Not Vested (#) <sup>(4)</sup>	Equity Incentive Plan Awards: Market or Payout Value of Unearned Shares, Units or Other Rights That Have Not Vested (\$) <sup>(5)</sup>
<b>James J. Judge</b>	61,900	\$ 3,910,906	73,351	\$ 4,634,346
<b>Philip J. Lembo</b>	13,818	873,019	15,719	993,112
<b>Werner J. Schweiger</b>	24,010	1,516,957	35,317	2,231,300
<b>Gregory B. Butler</b>	17,400	1,099,253	25,227	1,593,835
<b>Joseph R. Nolan, Jr.</b>	12,761	806,219	17,147	1,083,333

- (1) Awards and market values of awards appearing in the table and the accompanying notes have been rounded to whole units.
- (2) A total of 55,588 unvested RSUs vested after January 1 and on or before February 2, 2018: Mr. Judge: 24,450; Mr. Lembo: 5,240; Mr. Schweiger: 11,773; Mr. Butler: 8,409; and Mr. Nolan: 5,716. A total of 43,882 unvested RSUs will vest on February 2, 2019: Mr. Judge: 20,855; Mr. Lembo: 4,616; Mr. Schweiger: 8,213; Mr. Butler: 5,877; and Mr. Nolan: 4,321. A total of 30,419 unvested RSUs will vest on February 2, 2020: Mr. Judge: 16,595; Mr. Lembo: 3,962; Mr. Schweiger: 4,024; Mr. Butler: 3,114; and Mr. Nolan: 2,724.
- (3) The market value of RSUs is determined by multiplying the number of RSUs by \$63.18, the closing price per share of common shares on December 29, 2017, the last trading day of the year.
- (4) Reflects the target payout level for performance shares granted under the 2015 - 2017 Program, the 2016 - 2018 Program and the 2017 - 2019 Program.
- The performance period for the 2015 - 2017 Program ended on December 31, 2017. Payouts under that program are set forth in the CD&A under the "Results of the 2015 - 2017 Performance Share Program."
- The performance shares payout for 2016 - 2018 Program and the 2017 - 2019 Program will be based on actual performance results as a percentage of target, subject to reduction for applicable payroll withholding taxes. As described more fully under "Performance Shares" in the CD&A and Note (1) to the Grants of Plan-Based Awards table, performance shares will vest following a three-year performance period based on the extent to which the two performance conditions are achieved. Under the 2016 - 2018 Program, a total of 40,389 unearned performance shares (including accrued dividend equivalents) will vest based on the extent to which the two performance conditions described in the CD&A are achieved as of December 31, 2018. Assuming achievement of these conditions at a target level of performance, the amount of the awards would be as follows: Mr. Judge: 12,776; Mr. Lembo: 1,963; Mr. Schweiger: 12,565; Mr. Butler: 8,292; and Mr. Nolan: 4,793. Under the 2017 - 2019 Program, a total of 91,254 unearned performance shares (including accrued dividend equivalents) will vest based on the extent to which the two performance conditions described in the CD&A are achieved as of December 31, 2019, assuming achievement of these conditions at a target level of performance: Mr. Judge: 49,786; Mr. Lembo: 11,885; Mr. Schweiger: 12,073; Mr. Butler: 9,339; and Mr. Nolan: 8,171.
- (5) The market value is determined by multiplying the number of performance shares in the adjacent column by \$63.18, the closing price of Eversource Energy common shares on December 29, 2017, the last trading day of the year.

### OPTION EXERCISES AND STOCK VESTED IN 2017

The following table reports amounts realized on equity compensation during the fiscal year ended December 31, 2017. The Stock Awards columns report the vesting of RSU and performance share grants to the Named Executive Officers in 2017.

Name	Option Awards		Stock Awards	
	Number of Shares Acquired on Exercise (#)	Value Realized on Exercise <sup>(1)</sup>	Number of Shares Acquired on Vesting (#) <sup>(2)</sup>	Value Realized on Vesting <sup>(3)</sup>
James J. Judge	—	\$ —	24,892	\$ 1,395,241
Philip J. Lembo	—	—	4,164	233,432
Werner J. Schweiger	124,640	4,380,089	19,632	1,100,165
Gregory B. Butler	—	—	17,116	959,431
Joseph R. Nolan, Jr.	—	—	9,589	537,460

- (1) Represents the amounts realized upon option exercises, which is the difference between the option exercise price and the market price at the time of exercise.
- (2) Includes RSUs and performance shares granted to the Named Executive Officers under the long-term incentive programs, including dividend reinvestments, as follows:

Name	2014 Program	2015 Program	2016 Program	2017 Program
James J. Judge	17,278	3,486	4,128	—
Philip J. Lembo	2,926	605	633	—
Werner J. Schweiger	12,122	3,450	4,060	—
Gregory B. Butler	11,983	2,454	2,679	—
Joseph R. Nolan, Jr.	6,688	1,352	1,549	—

In all cases, we reduce the distribution of common shares by that number of shares valued in an amount sufficient to satisfy tax withholding obligations.

- (3) Values realized on vesting of RSUs granted under the 2014 - 2016, 2015 - 2017 and 2016 - 2018 Programs were based on \$55.95 per share, the closing price of Eversource common shares on February 14, 2017. Values realized on vesting of performance shares granted under the 2014 - 2016 Program were based on \$56.15 per share, the closing price of Eversource common shares on February 17, 2017.

### PENSION BENEFITS IN 2017

The Pension Benefits Table shows the estimated present value of accumulated retirement benefits payable to each Named Executive Officer upon retirement based on the assumptions described below. The table distinguishes between benefits available under the qualified pension program, the supplemental pension program, and any additional benefits available under contractual agreements. See the narrative above in the CD&A under the caption "Other- Retirement Benefits" and "Contractual Agreements" for more detail on benefits under these plans and agreements.

The values shown in the Pension Benefits Table for Messrs. Judge, Lembo and Schweiger were calculated as of December 31, 2017, based on benefit payments in the form of a lump sum. For Mr. Butler, we assumed a payment of benefits in the form of a contingent annuitant option. Such earned pension program benefit value could otherwise have changed because of the reduction in mortality factors and potentially rising interest rates.

The values shown in this Table for the Named Executive Officers were based on benefit payments commencing at the earliest possible ages for retirement with unreduced benefits: Mr. Judge: age 60; Mr. Lembo: age 62; Mr. Schweiger: age 55; Mr. Butler: age 62; and Mr. Nolan: age 62.

In addition, we determined benefits under the qualified pension program using tax code limits in effect on December 31, 2017. For Messrs. Judge, Lembo, Schweiger and Nolan, the values shown reflect actual 2017 salary and annual incentives earned in 2016 but paid in 2017 (per applicable supplemental program rules). For Mr. Butler, the values shown reflect actual 2017 salary and annual incentives earned in 2016 but paid in 2017 (per applicable supplemental program rules).

We determined the present value of benefits at retirement age using the discount rate within a range of 3.56 percent to 3.68 percent under ACS 715-30 pension accounting for the 2018 fiscal year end measurement as of December 31, 2017. This present value assumes no pre-retirement mortality, turnover or disability. However, for the postretirement period beginning at retirement age, we used the RP2014 Employee Table Projected Generationally with Scale MP2015. This new mortality table (as published by the Society of Actuaries in 2014) and projection scale were used by the Eversource Pension Plan for year-end 2018 financial disclosure. Additional assumptions appear in the footnotes to this Annual Report on Form 10-K for the fiscal year ended December 31, 2017.

**Pension Benefits**

Name	Plan Name	Number of Years Credited Service (#)	Present Value of Accumulation Benefit	During Last Fiscal Year
James J. Judge	Retirement Plan	40.33	\$ 2,718,021	\$ —
	Supplemental Plan	20.00	8,420,744	—
	Supplemental Plan	40.33	7,904,098	—
Philip J. Lembo	Retirement Plan	8.75	1,201,331	—
	Supplemental Plan	8.75	2,489,455	—
Werner J. Schweiger	Retirement Plan	15.83	500,881	—
	Supplemental Plan	15.83	1,902,091	—
	Supplemental Plan	15.00	6,082,675	—
Gregory B. Butler	Retirement Plan	21.00	1,115,793	—
	Supplemental Plan	21.00	3,972,477	—
	Target	21.00	2,988,076	—
Joseph R. Nolan, Jr.	Retirement Plan	18.33	894,997	—
	Supplemental Plan	18.33	2,156,155	—
	Supplemental Plan	18.00	2,441,589	—

**NONQUALIFIED DEFERRED COMPENSATION IN 2017**

See the narrative above in the CD&A under the caption "Elements of 2017 Compensation - Other - Deferred Compensation" for more detail on Eversource's non-qualified deferred compensation program.

Name	Executive Contributions in Last FY	Registrant Contributions in Last FY	Aggregate Earnings in in Last FY	Aggregate Withdrawals/ Distributions	Aggregate Balance at Last FYE (1)
James J. Judge	\$ —	\$ —	\$ 868,753	\$ —	\$ 5,693,348
Philip J. Lembo	—	—	195,092	—	1,370,466
Werner J. Schweiger	—	—	2,344,596	—	17,228,164
Gregory B. Butler	—	—	3,038	—	20,607
Joseph R. Nolan, Jr.	—	—	771,911	—	4,850,174

- (1) Includes the total market value of deferred compensation program balances at December 31, 2017, plus the value of vested RSUs or other awards for which the distribution of common shares is currently deferred, based on \$63.18, the closing price of Eversource common shares on December 29, 2017, the last trading day of the year. The aggregate balances reflect a significant level of earnings on previously earned and deferred compensation.

**POTENTIAL PAYMENTS UPON TERMINATION OR CHANGE IN CONTROL**

The discussion and tables below show compensation payable to each Named Executive Officer who is still an employee of Eversource, in the event of: (i) voluntary termination; (ii) involuntary not-for-cause termination; (iii) termination in the event of death or disability; and (iv) termination following a change in control. No amounts are payable in the event of a termination for cause. The amounts shown assume that each termination was effective as of December 31, 2017, the last business day of the fiscal year.

Generally, a "change in control" means a change in ownership or control effected through (i) the acquisition of 30 percent or more of the combined voting power of common shares or other voting securities (20 percent for Mr. Butler, excluding certain defined transactions), (ii) the acquisition of more than 50 percent of Eversource common shares, excluding certain defined transactions (for Messrs. Judge, Lembo; Schweiger and Nolan), (iii) a change in the majority of the Eversource Board of Trustees, unless approved by a majority of the incumbent Trustees, (iv) certain reorganizations, mergers or consolidations where substantially all of the persons who were the beneficial owners of the outstanding common shares immediately prior to such business combination do not beneficially own more than 50 percent of the voting power of the resulting business entity (excluding in certain cases defined transactions), and (v) complete liquidation or dissolution of Eversource, or a sale or disposition of all or substantially all of the assets of Eversource other than, for Mr. Butler, to an entity with respect to which following completion of the transaction more than 50 percent of common shares or other voting securities is then owned by all or substantially all of the persons who were the beneficial owners of common shares and other voting securities immediately prior to such transaction.

In the event of a change in control, the Named Executive Officers are generally entitled to receive compensation and benefits following either involuntary termination of employment without "cause" or voluntary termination of employment for "good reason" within the applicable period (generally two years following a change in control). The Committee believes that termination for good reason is conceptually the same as termination "without cause" and, in the absence of this provision, potential acquirers would have an incentive to constructively terminate executives to avoid paying severance. Termination for "cause" generally means termination due to a felony or certain other convictions; fraud, embezzlement, or theft in the course of employment; intentional, wrongful damage to Eversource property; gross misconduct or gross negligence in the course of employment or gross neglect of duties harmful to Eversource; or a material breach of obligations under the agreement. "Good reason" for termination generally exists after assignment of duties inconsistent with executive's position, a material reduction

in compensation or benefits, a transfer more than 50 miles from the executive's pre-change in control principal business location (or for Messrs. Judge, Lembo, Schweiger and Nolan, an involuntary transfer outside the Greater Boston Metropolitan Area), or requiring business travel to a substantially greater extent than required prior to the change in control.

The summaries above do not purport to be complete and are qualified in their entirety by the actual terms and provisions of the agreements and plans, copies of which have been filed as exhibits to this Annual Report on Form 10-K for the year ended December 31, 2017.

#### **Payments Upon Termination**

Regardless of the manner in which the employment of a Named Executive Officer terminates, the executive is entitled to receive certain amounts earned during the executive's term of employment. Such amounts include:

- Vested RSUs and certain other vested awards;
- Amounts contributed and any vested matching contributions under the deferred compensation program;
- Pay for unused vacation; and
- Amounts accrued and vested under the pension/supplemental and 401k programs (except in the event of a termination for cause under the supplemental program).

The following table describes additional compensation payable to the Named Executive Officers in the event of voluntary termination, involuntary termination not for cause, termination in the event of death or disability and termination following a change in control. No benefits are provided in the event of termination for cause. See the section above captioned "Pension Benefits in 2017" for information about the pension program, supplemental program and other benefits, and the section captioned "Nonqualified Deferred Compensation in 2017."

**POST-EMPLOYMENT COMPENSATION PAYMENTS UPON TERMINATION**

Name	Type of Payments	Voluntary Termination	Involuntary Termination Not for Cause	Termination Upon Death or Disability	Termination Following a Change in Control
<b>James J. Judge</b>	Annual Incentives <sup>(1)</sup>	\$ —	\$ —	\$ —	\$ 1,428,000
	Performance Shares <sup>(2)</sup>	2,260,474	2,260,474	2,260,474	4,634,346
	RSUs <sup>(3)</sup>	1,421,180	1,421,180	1,421,180	3,910,906
	Special Retirement Benefit <sup>(4)</sup>	—	—	—	12,618,115
	Health and Welfare Benefits <sup>(5)</sup>	—	—	—	92,049
	Perquisites <sup>(6)</sup>	—	—	—	15,000
	Excise Tax and Gross-ups <sup>(7)</sup>	—	—	—	9,235,719
	Separation Payment for Liquidated Damages <sup>(8)</sup>	—	—	—	10,326,000
<b>Total</b>		\$ 3,681,654	\$ 3,681,654	\$ 3,681,654	\$ 42,260,135
<b>Phillip J. Lembo</b>	Annual Incentives <sup>(1)</sup>	\$ —	\$ —	\$ —	\$ 473,000
	Performance Shares <sup>(2)</sup>	449,108	449,108	449,108	993,112
	RSUs <sup>(3)</sup>	304,596	304,596	304,596	873,019
	Special Retirement Benefit <sup>(4)</sup>	—	—	—	2,615,100
	Health and Welfare Benefits <sup>(5)</sup>	—	—	—	40,296
	Perquisites <sup>(6)</sup>	—	—	—	10,000
	Separation Payment for Liquidated Damages <sup>(8)</sup>	—	—	—	2,460,000
	<b>Total</b>		\$ 753,704	\$ 753,704	\$ 753,704
<b>Werner J. Schweiger</b>	Annual Incentives <sup>(1)</sup>	\$ —	\$ —	\$ —	\$ 480,000
	Performance Shares <sup>(2)</sup>	1,458,259	1,458,259	1,458,259	2,231,300
	RSUs <sup>(3)</sup>	684,308	684,308	684,308	1,516,957
	Special Retirement Benefit <sup>(4)</sup>	—	—	—	2,180,720
	Health and Welfare Benefits <sup>(5)</sup>	—	—	—	82,475
	Perquisites <sup>(6)</sup>	—	—	—	15,000
	Separation Payment for Liquidated Damages <sup>(8)</sup>	—	—	—	4,020,000
	<b>Total</b>		\$ 2,142,567	\$ 2,142,567	\$ 2,142,567
<b>Gregory B. Butler</b>	Annual Incentives <sup>(1)</sup>	\$ —	\$ —	\$ —	\$ 390,000
	Performance Shares <sup>(2)</sup>	1,025,640	1,025,640	1,025,640	1,593,835
	RSUs <sup>(3)</sup>	488,756	488,756	488,756	1,099,253
	Special Retirement Benefit <sup>(4)</sup>	—	4,803,710	—	5,236,764
	Health and Welfare Benefits <sup>(5)</sup>	—	22,399	—	33,599
	Perquisites <sup>(6)</sup>	—	10,000	—	15,000
	Excise Tax and Gross-Ups <sup>(7)</sup>	—	—	—	2,188,796
	Separation Payment for Liquidated Damages <sup>(8)</sup>	—	990,000	—	1,980,000
	Separation Payment for Non-Compete Agreement <sup>(9)</sup>	—	990,000	—	990,000
<b>Total</b>		\$ 1,514,396	\$ 8,330,505	\$ 1,514,396	\$ 13,527,247
<b>Joseph R. Nolan, Jr.</b>	Annual Incentives <sup>(1)</sup>	\$ —	\$ —	\$ —	\$ 341,000
	Performance Shares <sup>(2)</sup>	—	—	637,537	1,083,333
	RSUs <sup>(3)</sup>	—	—	332,244	806,219
	Special Retirement Benefit <sup>(4)</sup>	—	—	—	4,557,194
	Health and Welfare Benefits <sup>(5)</sup>	—	—	—	80,579
	Perquisites <sup>(6)</sup>	—	—	—	15,000
	Excise Tax and Gross-ups <sup>(7)</sup>	—	—	—	2,393,454
	Separation Payment for Liquidated Damages <sup>(8)</sup>	—	—	—	3,225,000
	<b>Total</b>		\$ —	\$ —	\$ 969,781

- (1) For Termination Following a Change in Control: Represents target 2017 annual incentive awards as described in the Grants of Plan Based Awards Table.
- (2) For Voluntary Termination and Termination Not For Cause (except for Mr. Nolan), and for Termination Upon Death or Disability: Represents 100 percent of the performance share awards under the 2015 - 2017 Long-Term Incentive Program, 67 percent of the performance share awards under the 2016 - 2018 Long-Term Incentive Program and 33 percent of the performance share awards under the 2017 - 2019 Long-Term Incentive Program. The values were calculated by multiplying the number of RSUs by \$63.18, the closing price of Eversource common shares on December 29, 2017, the last trading day of the year. For Termination Following a Change in Control: Represents 100 percent of the performance share awards under each of the three Programs listed above.
- (3) For Voluntary Termination and Termination Not For Cause (except for Mr. Nolan), and for Termination Upon Death or Disability: Represents values of RSUs granted under Eversource long-term incentive programs that, at year-end 2017, were unvested under applicable vesting schedules. Under these programs, RSUs vest pro rata based on credited service years, age at termination, and time worked during the vesting period. The values were calculated by multiplying the number of RSUs by \$63.18, the closing price of Eversource common shares on December 29, 2017, the last trading day of the year. For Termination Following a Change in Control: Represents values of all RSUs granted under the long-term incentive programs that, at year-end 2017, were unvested under applicable vesting schedules, all of which vest in full.



- (4) The amount noted in the Involuntary Termination, Not for Cause column, represents for Mr. Butler actuarial present values at year-end 2017 of amounts payable (two years of service) solely under an employment agreement upon termination, which are in addition to amounts due under the pension plan. For Termination Following a Change in Control: Represents actuarial present values at year-end 2017 of amounts payable solely under employment agreements upon termination (which are in addition to amounts due under the pension program). For Messrs. Judge, Schweiger, Butler and Nolan, pension benefits were calculated by adding three years of service (two years for Mr. Lembo). A lump sum of this benefit value is payable to Messrs. Judge, Lembo and Schweiger. Pension amounts shown in the table are present values at year-end 2017 of benefits payable upon termination as described with respect to the Pension Benefits Table above.
- (5) The amount noted in the Involuntary Termination, Not for Cause column, represents for Mr. Butler the value of two years' employer contributions toward active health, long-term disability, and life insurance benefits, plus a payment to offset any taxes thereon. For Termination Following a Change in Control: Represents estimated cost to Eversource at year-end 2017 (estimated by consultants) of providing post-employment health and welfare benefits beyond those available to non-executives upon involuntary termination. The amounts shown in the table for Messrs. Judge, Schweiger and Nolan represent the value of three years (two years for Mr. Lembo) continued health and welfare plan participation. The amounts shown in the table for Mr. Butler represent the value of three years' employer contributions toward active health, long-term disability, and life insurance benefits, plus a payment to offset any taxes on the value of these benefits, less the value of one year of retiree health coverage at retiree rates.
- (6) The amount noted in the Involuntary Termination, Not for Cause column, represents for Mr. Butler the cost of reimbursing Mr. Butler for two years financial planning and tax preparation fees. For Termination Following a Change in Control: Represents the cost to Eversource of reimbursing for financial planning and tax preparation fees for three years (two years for Mr. Lembo).
- (7) For Termination Following a Change in Control: Represents payments made to offset costs associated with certain excise taxes under Section 280G of the Internal Revenue Code. Executives may be subject to certain excise taxes under Section 280G if they receive payments and benefits related to a Termination Following a Change in Control that exceed specified Internal Revenue Service limits. Contractual agreements with the above executives provide for a grossed-up reimbursement of these excise taxes. The amounts in the table are based on the Section 280G excise tax rate of 20 percent, the statutory federal income tax withholding rate of 35 percent, the applicable state income tax rate, and the Medicare tax rate of 1.45 percent.
- (8) The amount noted in the Involuntary Termination, Not for Cause column, represents for Mr. Butler a severance payment (two-times the sum of base salary plus relevant annual incentive award) in addition to any non-compete agreement payment described above. For Termination Following a Change in Control: Represents severance payments in addition to any non-compete agreement payments described in the prior note. For Messrs. Judge, Schweiger and Nolan, this payment equals three-times the sum of base salary plus relevant annual incentive award (two-times the sum for Messrs. Lembo and Butler). These payments do not replace, offset or otherwise affect the calculation or payment of the annual incentive awards.
- (9) For Involuntary Termination, Not For Cause and Termination Following a Change in Control: Represents a payment made under an agreement with Mr. Butler as consideration for agreement not to compete with Eversource following termination of employment, equal to the sum of base salary plus relevant annual incentive award. This payment does not replace, offset or otherwise affect the calculation or payment of the annual incentive awards.

#### PAY RATIO

Eversource's CEO to median employee pay ratio is calculated pursuant to the requirements of Item 402(u) of Regulation S-K. As described in the caption to the Summary Compensation Table, the salary, annual incentive amounts and long-term incentive amounts shown for the CEO were paid for all services rendered to Eversource Energy and its subsidiaries, including CL&P, in all capacities. Accordingly, the Pay Ratio calculation was performed using the CEO's compensation received for all services rendered to Eversource Energy and its subsidiaries, including CL&P. Similarly, Eversource identified the median employee by reviewing the 2017 total cash compensation of all full-time employees, excluding the CEO, who were employed by Eversource and its subsidiaries on December 31, 2017. In the assessment of median employee compensation, pay for those employees who commenced work during 2017 was annualized. Otherwise, no assumptions, adjustments, or estimates were made with respect to total cash compensation, and the compensation for any full-time employees who were not employed by Eversource at the end of 2017 was not annualized. Eversource believes the use of total cash compensation for all employees is a consistently applied compensation measure, as Eversource does not widely distribute annual equity awards to employees.

After identifying the median employee based on total cash compensation, the annual total compensation for such employee was calculated using the same methodology used for the Named Executive Officers as set forth in the Summary Compensation Table. Mr. Judge had 2017 annual total compensation of \$15,915,461, as reflected in the Summary Compensation Table. Eversource's median employee's annual total compensation for 2017 was \$124,959. Eversource's 2017 CEO to median employee pay ratio is 127 to one.

**Item 12. Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters**

**Eversource Energy**

In addition to the information below under "Securities Authorized for Issuance Under Equity Compensation Plans," incorporated herein by reference is the information contained in the sections "Common Share Ownership of Certain Beneficial Owners" and "Common Share Ownership of Trustees and Management" of Eversource Energy's definitive proxy statement for solicitation of proxies, expected to be filed with the SEC on or about March 23, 2018.

**NSTAR ELECTRIC and PSNH**

Certain information required by this Item 12 has been omitted for NSTAR Electric and PSNH pursuant to Instruction I(2)(c) to Form 10-K, Omission of Information by Certain Wholly-Owned Subsidiaries.

**CL&P**

**COMMON SHARE OWNERSHIP OF DIRECTORS AND MANAGEMENT**

Eversource Energy owns 100 percent of the outstanding common stock of CL&P. The table below shows the number of Eversource Energy common shares beneficially owned as of February 21, 2018, by each of CL&P's directors and each Named Executive Officer of CL&P, as well as the number of Eversource Energy common shares beneficially owned by all of CL&P's directors and executive officers as a group. The table also includes information about options, restricted share units and deferred shares credited to the accounts of CL&P's directors and executive officers under certain compensation and benefit plans. No equity securities of CL&P are owned by any of the Trustees, directors or executive officers of Eversource Energy or CL&P. The address for the shareholders listed below is c/o Eversource Energy, Prudential Center, 800 Boylston Street, Boston, Massachusetts 02199 for Messrs. Judge, Lembo, Nolan and Schweiger; c/o Eversource Energy, 56 Prospect Street, Hartford, Connecticut 06103-2818 for Mr. Butler.

Name of Beneficial Owner	Amount and Nature of Beneficial Ownership <sup>(1)(2)</sup> <sub>(3)</sub>	Percent of Class
James J. Judge, Chairman of CL&P	257,970	*
Philip J. Lembo, Executive Vice President and Chief Financial Officer, Director of CL&P	40,089	*
Werner J. Schweiger, Chief Executive Officer, Director of CL&P	252,314	*
Gregory B. Butler, Executive Vice President and General Counsel, Director of CL&P	86,388	*
Joseph R. Nolan, Jr., Executive Vice President-Customer and Corporate Relations of Eversource Service	95,135	*
All directors and executive officers as a group (7 persons)	817,106 <sup>(4)</sup>	*

\* Less than 1% of Eversource Energy common shares outstanding.

- The persons named in the table have sole voting and investment power with respect to all shares beneficially owned by each of them, except as noted below.
- Also includes restricted share units, deferred restricted share units and/or deferred shares, including dividend equivalents, as to which none of the individuals has voting or investment power, and phantom shares held by executive officers who participate in a deferred compensation plan as follows: Mr. Judge: 174,195 shares; Mr. Lembo: 23,150 shares; Mr. Schweiger: 185,767 shares; Mr. Butler: 17,625; and Mr. Nolan: 70,515 shares.
- Includes Eversource Energy common shares held as units in the 401(k) Plan invested in the Eversource Energy Common Shares Fund over which the holder has sole voting and investment power (Mr. Judge: 25,485 shares; Mr. Lembo: 2,811 shares; Mr. Schweiger: 262 shares; Mr. Butler: 5,769 shares; and Mr. Nolan: 18,115 shares).
- Includes 492,651 unissued Eversource Energy common shares. See Note 2.

## SECURITIES AUTHORIZED FOR ISSUANCE UNDER EQUITY COMPENSATION PLANS

The following table sets forth the number of Eversource Energy common shares issuable under Eversource Energy equity compensation plans, as well as their weighted exercise price, as of December 31, 2017, in accordance with the rules of the SEC:

Plan Category	Number of securities to be issued upon exercise of outstanding options, warrants and rights <sup>(1)</sup>	Weighted-average exercise price of outstanding options, warrants and rights <sup>(2)</sup>	Number of securities remaining available for future issuance under equity compensation plans (excluding securities reflected in column <sup>(1)</sup> )
Equity compensation plans approved by security holders	1,227,604	\$—	2,445,110
Equity compensation plans not approved by security holders <sup>(3)</sup>	—	—	—
Total	1,227,604	\$—	2,445,110

(1) Includes 717,039 common shares for distribution in respect of restricted share units, and 510,565 performance shares issuable at target, all pursuant to the terms of our Incentive Plan.

(2) The weighted-average exercise price does not take into account restricted share units or performance shares, which have no exercise price.

(3) Securities set forth in this table are authorized for issuance under compensation plans that have been approved by shareholders of Eversource Energy or the former shareholders of NSTAR.

### Item 13. Certain Relationships and Related Transactions, and Director Independence

#### Eversource Energy

Incorporated herein by reference is the information contained in the sections captioned "Trustee Independence" and "Related Person Transactions" of Eversource Energy's definitive proxy statement for solicitation of proxies, expected to be filed with the SEC on or about March 23, 2018.

#### NSTAR ELECTRIC and PSNH

Certain information required by this Item 13 has been omitted for NSTAR Electric and PSNH pursuant to Instruction I(2)(c) to Form 10-K, Omission of Information by Certain Wholly-Owned Subsidiaries.

#### CL&P

Eversource Energy's Code of Ethics for Senior Financial Officers applies to the Senior Financial Officers (Chief Executive Officer, Chief Financial Officer and Controller) of Eversource Energy, CL&P and certain other Eversource Energy subsidiaries. Under the Code, one's position as a Senior Financial Officer in the company may not be used to improperly benefit such officer or his or her family or friends. Under the Code, specific activities that may be considered conflicts of interest include, but are not limited to, directly or indirectly acquiring or retaining a significant financial interest in an organization that is a customer, vendor or competitor, or that seeks to do business with the company; serving, without proper safeguards, as an officer or director of, or working or rendering services for an organization that is a customer, vendor or competitor, or that seeks to do business with the company. Waivers of the provisions of the Code of Ethics for Trustees, executive officers or directors must be approved by Eversource Energy's Board of Trustees. Any such waivers will be disclosed pursuant to legal requirements.

Eversource Energy's Code of Conduct, which applies to all Trustees, directors, officers and employees of Eversource Energy and its subsidiaries, including CL&P, contains a Conflict of Interest Policy that requires all such individuals to disclose any potential conflicts of interest. Such individuals are expected to discuss their particular situations with management to ensure appropriate steps are in place to avoid a conflict of interest. All disclosures must be reviewed and approved by management to ensure a particular situation does not adversely impact the individual's primary job and role.

Eversource Energy's Related Persons Transactions Policy is administered by the Corporate Governance Committee of Eversource Energy's Board of Trustees. The Policy generally defines a "Related Persons Transaction" as any transaction or series of transactions in which (i) Eversource Energy or a subsidiary is a participant, (ii) the aggregate amount involved exceeds \$120,000 and (iii) any "Related Persons" has a direct or indirect material interest. A "Related Persons" is defined as any Trustee or nominee for Trustee, any executive officer, any shareholder owning more than 5 percent of Eversource Energy's total outstanding shares, and any immediate family member of any such person.

Management submits to the Corporate Governance Committee for consideration any Related Persons Transaction into which Eversource Energy or a subsidiary proposes to enter. The Corporate Governance Committee recommends to the Eversource Energy Board of Trustees for approval only those transactions that are in Eversource Energy's best interests.

If management causes the company to enter into a Related Persons Transaction prior to approval by the Corporate Governance Committee, the transaction will be subject to ratification by the Eversource Energy Board of Trustees. If the Eversource Energy Board of Trustees determines not to ratify the transaction, then management will make all reasonable efforts to cancel or annul such transaction.

The directors of CL&P are employees of CL&P and/or other subsidiaries of Eversource Energy, and thus are not considered independent.

#### **Item 14. Principal Accountant Fees and Services**

##### **Eversource Energy**

Incorporated herein by reference is the information contained in the section "Relationship with Independent Auditors" of Eversource Energy's definitive proxy statement for solicitation of proxies, expected to be filed with the SEC on or about March 23, 2018.

##### **CL&P, NSTAR ELECTRIC and PSNH**

##### **Pre-Approval of Services Provided by Principal Auditors**

None of CL&P, NSTAR Electric and PSNH is subject to the audit committee requirements of the SEC, the national securities exchanges or the national securities associations. CL&P, NSTAR Electric and PSNH obtain audit services from the independent auditor engaged by the Audit Committee of Eversource Energy's Board of Trustees. Eversource Energy's Audit Committee has established policies and procedures regarding the pre-approval of services provided by the principal auditors. Those policies and procedures delegate pre-approval of services to the Eversource Energy Audit Committee Chair provided that such offices are held by Trustees who are "independent" within the meaning of the Sarbanes-Oxley Act of 2002 and that all such pre-approvals are presented to the Eversource Energy Audit Committee at the next regularly scheduled meeting of the Committee.

The following relates to fees and services for the entire Eversource Energy system, including Eversource Energy, CL&P, NSTAR Electric and PSNH.

##### **Fees Billed By Principal Independent Registered Public Accounting Firm**

The aggregate fees billed to the Company and its subsidiaries by Deloitte & Touche LLP, the member firms of Deloitte Touche Tohmatsu, and their respective affiliates (collectively, the Deloitte Entities), for the years ended December 31, 2017 and 2016 totaled \$4,533,922 and \$4,336,626, respectively. In addition, affiliates of Deloitte & Touche LLP, as noted below, provide other accounting services to the Company. Fees consisted of the following:

##### **1. Audit Fees**

The aggregate fees billed to the Company and its subsidiaries by Deloitte & Touche LLP for audit services rendered for the years ended December 31, 2017 and 2016 totaled \$4,243,000 and \$3,988,000, respectively. The audit fees were incurred for audits of consolidated financial statements of Eversource Energy and its subsidiaries, reviews of financial statements included in the Combined Quarterly Reports on Form 10-Q of Eversource Energy and its subsidiaries and other costs. The fees also included audits of internal controls over financial reporting as of December 31, 2017 and 2016.

##### **2. Audit-Related Fees**

The aggregate fees billed to the Company and its subsidiaries by the Deloitte Entities for audit-related services rendered for the years ended December 31, 2017 and 2016 totaled \$283,000 and \$346,000, respectively. The audit-related fees were incurred for procedures performed in the ordinary course of business in support of certain regulatory filings, comfort letters, and consents and other costs related to registration statements and financings.

##### **3. Tax Fees**

There were no tax fees for the years ended December 31, 2017 and 2016.

##### **4. All Other Fees**

The aggregate fees billed to the Company and its subsidiaries by the Deloitte Entities for services, other than the services described above, for the years ended December 31, 2017 and 2016 totaled \$7,922 and \$2,626, respectively. These fees were for the review of benefit payment calculations in 2017, and a license for access to an accounting standards research tool in both 2017 and 2016.

The Audit Committee pre-approves all auditing services and permitted audit-related or other services (including the fees and terms thereof) to be performed for us by our independent registered public accounting firm, subject to the de minimis exceptions for non-audit services described in Section 10A(i)(1)(B) of the Securities Exchange Act of 1934, which are approved by the Audit Committee prior to the completion of the audit. The Audit Committee may form and delegate its authority to subcommittees consisting of one or more members when appropriate, including the authority to grant pre-approvals of audit and permitted non-audit services, provided that decisions of such subcommittee to grant pre-approvals are presented to the full Audit Committee at its next scheduled meeting. During 2017, all services described above were pre-approved by the Audit Committee.

The Audit Committee has considered whether the provision by the Deloitte Entities of the non-audit services described above was allowed under Rule 2-01(c)(4) of Regulation S-X and was compatible with maintaining the independence of the registered public accountants and has concluded that the Deloitte Entities were and are independent of us in all respects.

## PART IV

### Item 15. Exhibits and Financial Statement Schedules

(a) 1. Financial Statements:

The financial statements filed as part of this Annual Report on Form 10-K are set forth under Item 8, "Financial Statements and Supplementary Data."

2. Schedules

I. Financial Information of Registrant:

Eversource Energy (Parent) Balance Sheets as of December 31, 2017 and 2016 S-1

Eversource Energy (Parent) Statements of Income for the Years Ended  
December 31, 2017, 2016 and 2015 S-2

Eversource Energy (Parent) Statements of Comprehensive Income for the Years Ended  
December 31, 2017, 2016 and 2015 S-2

Eversource Energy (Parent) Statements of Cash Flows for the Years Ended  
December 31, 2017, 2016 and 2015 S-3

II. Valuation and Qualifying Accounts and Reserves for Eversource, CL&P, NSTAR Electric and PSNH  
for 2017, 2016 and 2015 S-4

All other schedules of the companies for which inclusion is required in the applicable regulations of the SEC are permitted to be omitted under the related instructions or are not applicable, and therefore have been omitted.

3. Exhibit Index E-1

### Item 16. Form 10-K Summary

Not applicable.

**EVERSOURCE ENERGY**

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**EVERSOURCE ENERGY**

February 23, 2018

By: /s/ Jay S. Buth

Jay S. Buth

Vice President, Controller and Chief Accounting Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

**POWER OF ATTORNEY**

Each person whose signature appears below constitutes and appoints Gregory B. Butler, Philip J. Lembo and Jay S. Buth and each of them, his or her true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities, to sign any and all amendments to this Annual Report on Form 10-K, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done, as fully to all intents and purposes as he or she might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents or any of them, or their or his or her substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ James J. Judge</u> James J. Judge	Chairman of the Board, President and Chief Executive Officer and a Trustee (Principal Executive Officer)	February 23, 2018
<u>/s/ Philip J. Lembo</u> Philip J. Lembo	Executive Vice President and Chief Financial Officer (Principal Financial Officer)	February 23, 2018
<u>/s/ Jay S. Buth</u> Jay S. Buth	Vice President, Controller and Chief Accounting Officer	February 23, 2018
<u>/s/ John S. Clarkeson</u> John S. Clarkeson	Trustee	February 23, 2018
<u>/s/ Cotton M. Cleveland</u> Cotton M. Cleveland	Trustee	February 23, 2018
<u>/s/ Sanford Cloud, Jr.</u> Sanford Cloud, Jr.	Trustee	February 23, 2018

<u>Signature</u>	<u>Title</u>	<u>Date</u>
/s/ James S. DiStasio _____ James S. DiStasio	Trustee	February 23, 2018
/s/ Francis A. Doyle _____ Francis A. Doyle	Trustee	February 23, 2018
/s/ Charles K. Gifford _____ Charles K. Gifford	Trustee	February 23, 2018
/s/ John Y. Kim _____ John Y. Kim	Trustee	February 23, 2018
/s/ Paul A. La Camera _____ Paul A. La Camera	Trustee	February 23, 2018
/s/ Kenneth R. Leibler _____ Kenneth R. Leibler	Trustee	February 23, 2018
/s/ William C. Van Faasen _____ William C. Van Faasen	Trustee	February 23, 2018
/s/ Frederica M. Williams _____ Frederica M. Williams	Trustee	February 23, 2018
/s/ Dennis R. Wraase _____ Dennis R. Wraase	Trustee	February 23, 2018

**THE CONNECTICUT LIGHT AND POWER COMPANY**

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**THE CONNECTICUT LIGHT AND POWER COMPANY**

February 23, 2018

By: /s/ Jay S. Buth

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Jay S. Buth

Vice President, Controller and Chief Accounting Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

**POWER OF ATTORNEY**

Each person whose signature appears below constitutes and appoints Gregory B. Butler, Philip J. Lembo and Jay S. Buth and each of them, his true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities, to sign any and all amendments to this Annual Report on Form 10-K, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents or any of them, or their or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
/s/ James J. Judge _____ James J. Judge	Chairman and a Director (Principal Executive Officer)	February 23, 2018
/s/ Werner J. Schweiger _____ Werner J. Schweiger	Chief Executive Officer and a Director	February 23, 2018
/s/ Philip J. Lembo _____ Philip J. Lembo	Executive Vice President and Chief Financial Officer and a Director (Principal Financial Officer)	February 23, 2018
/s/ Gregory B. Butler _____ Gregory B. Butler	Executive Vice President and General Counsel and a Director	February 23, 2018
/s/ Jay S. Buth _____ Jay S. Buth	Vice President, Controller and Chief Accounting Officer	February 23, 2018

**NSTAR ELECTRIC COMPANY**

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**NSTAR ELECTRIC COMPANY**

February 23, 2018

By: /s/ Jay S. Buth

\_\_\_\_\_  
Jay S. Buth

Vice President, Controller and Chief Accounting Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

**POWER OF ATTORNEY**

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<u>Signature</u>	<u>Title</u>	<u>Date</u>
/s/ James J. Judge _____ James J. Judge	Chairman and a Director (Principal Executive Officer)	February 23, 2018
/s/ Werner J. Schweiger _____ Werner J. Schweiger	Chief Executive Officer and a Director	February 23, 2018
/s/ Philip J. Lembo _____ Philip J. Lembo	Executive Vice President and Chief Financial Officer and a Director (Principal Financial Officer)	February 23, 2018
/s/ Gregory B. Butler _____ Gregory B. Butler	Executive Vice President and General Counsel and a Director	February 23, 2018
/s/ Jay S. Buth _____ Jay S. Buth	Vice President, Controller and Chief Accounting Officer	February 23, 2018

**PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE**

**SIGNATURES**

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

**PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE**

February 23, 2018

By: /s/ Jay S. Buth

Jay S. Buth

Vice President, Controller and Chief Accounting Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

**POWER OF ATTORNEY**

Each person whose signature appears below constitutes and appoints Gregory B. Butler, Philip J. Lembo and Jay S. Buth and each of them, his true and lawful attorneys-in-fact and agents, with full power of substitution and resubstitution, for him and in his name, place and stead, in any and all capacities, to sign any and all amendments to this Annual Report on Form 10-K, and to file the same, with all exhibits thereto, and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact and agents, and each of them, full power and authority to do and perform each and every act and thing requisite and necessary to be done, as fully to all intents and purposes as he might or could do in person, hereby ratifying and confirming all that said attorneys-in-fact and agents or any of them, or their or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

<u>Signature</u>	<u>Title</u>	<u>Date</u>
/s/ James J. Judge James J. Judge	Chairman and a Director (Principal Executive Officer)	February 23, 2018
/s/ Werner J. Schweiger Werner J. Schweiger	Chief Executive Officer and a Director	February 23, 2018
/s/ Philip J. Lembo Philip J. Lembo	Executive Vice President and Chief Financial Officer and a Director (Principal Financial Officer)	February 23, 2018
/s/ Gregory B. Butler Gregory B. Butler	Executive Vice President and General Counsel and a Director	February 23, 2018
/s/ Jay S. Buth Jay S. Buth	Vice President, Controller and Chief Accounting Officer	February 23, 2018

SCHEDULE I  
EVERSOURCE ENERGY (PARENT)  
FINANCIAL INFORMATION OF REGISTRANT  
BALANCE SHEETS  
AS OF DECEMBER 31, 2017 AND 2016  
(Thousands of Dollars)

	2017	2016
<b>ASSETS</b>		
Current Assets:		
Cash	\$ 521	\$ 93
Accounts Receivable from Subsidiaries	3,397	32,864
Dividend Receivable from Subsidiary	150,000	—
Notes Receivable from Subsidiaries	844,500	740,300
Prepayments and Other Current Assets	18,568	23,122
Total Current Assets	1,016,986	796,379
Deferred Debits and Other Assets:		
Investments in Subsidiary Companies, at Equity	10,945,986	9,703,287
Notes Receivable from Subsidiaries	312,190	224,290
Accumulated Deferred Income Taxes	47,940	126,091
Goodwill	3,231,811	3,231,811
Other Long-Term Assets	58,313	44,020
Total Deferred Debits and Other Assets	14,596,240	13,329,499
Total Assets	\$ 15,613,226	\$ 14,125,878
<b>LIABILITIES AND CAPITALIZATION</b>		
Current Liabilities:		
Notes Payable	\$ 778,087	\$ 1,022,000
Long-Term Debt - Current Portion	32,114	28,883
Accounts Payable	292	—
Accounts Payable to Subsidiaries	18,242	8,771
Other Current Liabilities	56,601	47,215
Total Current Liabilities	885,336	1,106,869
Deferred Credits and Other Liabilities	118,176	148,756
Capitalization:		
Long-Term Debt	3,523,472	2,158,519
Equity:		
Common Shareholders' Equity:		
Common Shares	1,669,392	1,669,392
Capital Surplus, Paid in	6,239,940	6,250,224
Retained Earnings	3,561,084	3,175,171
Accumulated Other Comprehensive Loss	(66,403)	(65,282)
Treasury Stock	(317,771)	(317,771)
Common Shareholders' Equity	11,086,242	10,711,734
Total Capitalization	14,609,714	12,870,253
Total Liabilities and Capitalization	\$ 15,613,226	\$ 14,125,878

See the Combined Notes to Financial Statements in this Annual Report on Form 10-K for a description of significant accounting matters related to Eversource parent, including Eversource common shares information as described in Note 17, "Common Shares," material obligations and guarantees as described in Note 11, "Commitments and Contingencies," and debt agreements as described in Note 7, "Short-Term Debt," and Note 8, "Long-Term Debt."

SCHEDULE I  
EVERSOURCE ENERGY (PARENT)  
FINANCIAL INFORMATION OF REGISTRANT  
STATEMENTS OF INCOME  
FOR THE YEARS ENDED DECEMBER 31, 2017, 2016 AND 2015  
(Thousands of Dollars, Except Share Information)

	2017	2016	2015
Operating Revenues	\$ —	\$ —	\$ —
Operating Expenses:			
Other	(32,189)	(39,453)	9,315
Operating Income/(Loss)	32,189	39,453	(9,315)
Interest Expense	80,700	59,420	45,130
Other Income, Net:			
Equity in Earnings of Subsidiaries	993,063	922,321	900,824
Other, Net	23,339	4,267	6,602
Other Income, Net	1,016,402	926,588	907,426
Income Before Income Tax Benefit	967,891	906,621	852,981
Income Tax Benefit	(20,105)	(35,681)	(25,504)
Net Income	\$ 987,996	\$ 942,302	\$ 878,485
Basic Earnings per Common Share	\$ 3.11	\$ 2.97	\$ 2.77
Diluted Earnings per Common Share	\$ 3.11	\$ 2.96	\$ 2.76
Weighted Average Common Shares Outstanding:			
Basic	317,411,097	317,650,180	317,336,881
Diluted	318,031,580	318,454,239	318,432,687

STATEMENTS OF COMPREHENSIVE INCOME

	2017	2016	2015
Net Income	\$ 987,996	\$ 942,302	\$ 878,485
Other Comprehensive (Loss)/Income, Net of Tax:			
Qualified Cash Flow Hedging Instruments	1,974	2,137	2,079
Changes in Unrealized (Losses)/Gains on Marketable Securities	(350)	2,294	(2,588)
Change in Funded Status of Pension, SERP and PBOP Benefit Plans	(2,745)	(2,869)	7,674
Other Comprehensive (Loss)/Income, Net of Tax	(1,121)	1,562	7,165
Comprehensive Income	\$ 986,875	\$ 943,864	\$ 885,650

See the Combined Notes to Financial Statements in this Annual Report on Form 10-K for a description of significant accounting matters related to Eversource parent, including Eversource common shares information as described in Note 17, "Common Shares," material obligations and guarantees as described in Note 11, "Commitments and Contingencies," and debt agreements as described in Note 7, "Short-Term Debt," and Note 8, "Long-Term Debt."

SCHEDULE I  
EVERSOURCE ENERGY (PARENT)  
FINANCIAL INFORMATION OF REGISTRANT  
STATEMENTS OF CASH FLOWS  
FOR THE YEARS ENDED DECEMBER 31, 2017, 2016 and 2015  
(Thousands of Dollars)

	2017	2016	2015
<b>Operating Activities:</b>			
Net Income	\$ 987,996	\$ 942,302	\$ 878,485
Adjustments to Reconcile Net Income to Net Cash			
Flows Provided by Operating Activities:			
Equity in Earnings of Subsidiaries	(993,063)	(922,321)	(900,824)
Cash Dividends Received from Subsidiaries	753,300	724,877	602,300
Deferred Income Taxes	37,867	19,008	16,880
Other	(36,052)	(27,963)	(22,864)
Changes in Current Assets and Liabilities:			
Accounts Receivables from Subsidiaries	29,405	(9,173)	(16,980)
Taxes Receivable/Accrued, Net	1,555	8,050	(14,426)
Accounts Payable, Including Affiliate Payables	9,763	(6,908)	(134,730)
Other Current Assets and Liabilities, Net	7,536	(7,433)	6,832
Net Cash Flows Provided by Operating Activities	<u>798,307</u>	<u>720,439</u>	<u>414,673</u>
<b>Investing Activities:</b>			
Capital Contributions to Subsidiaries	(1,156,731)	(589,500)	(218,500)
(Increase)/Decrease in Notes Receivable from Subsidiaries	(192,100)	14,510	(131,650)
Other Investing Activities	1,484	—	12,000
Net Cash Flows Used in Investing Activities	<u>(1,347,347)</u>	<u>(574,990)</u>	<u>(338,150)</u>
<b>Financing Activities:</b>			
Cash Dividends on Common Shares	(602,083)	(564,486)	(529,791)
Issuance of Long-Term Debt	1,200,000	500,000	450,000
Decrease in Notes Payable	(42,690)	(76,453)	(2,622)
Other Financing Activities	(5,759)	(4,484)	5,819
Net Cash Flows Provided by/(Used in) Financing Activities	<u>549,468</u>	<u>(145,423)</u>	<u>(76,594)</u>
Net Increase/(Decrease) in Cash	428	26	(71)
Cash - Beginning of Year	93	67	138
Cash - End of Year	<u>\$ 521</u>	<u>\$ 93</u>	<u>\$ 67</u>
<b>Supplemental Cash Flow Information:</b>			
Cash Paid/(Received) During the Year for:			
Interest	\$ 73,868	\$ 58,018	\$ 43,024
Income Taxes	\$ (59,526)	\$ (65,531)	\$ (34,680)

See the Combined Notes to Financial Statements in this Annual Report on Form 10-K for a description of significant accounting matters related to Eversource parent, including Eversource common shares information as described in Note 17, "Common Shares," material obligations and guarantees as described in Note 11, "Commitments and Contingencies," and debt agreements as described in Note 7, "Short-Term Debt," and Note 8, "Long-Term Debt."

SCHEDULE II  
EVERSOURCE ENERGY AND SUBSIDIARIES  
VALUATION AND QUALIFYING ACCOUNTS AND RESERVES  
FOR THE YEARS ENDED DECEMBER 31, 2017, 2016 AND 2015  
(Thousands of Dollars)

Column A	Column B	Column C		Column D	Column E
		Additions			
		(1)	(2)		
	Balance as of Beginning of Year	Charged to Costs and Expenses	Charged to Other Accounts - Describe (a)	Deductions - Describe (b)	Balance as of End of Year
<b>Eversource:</b>					
Reserves Deducted from Assets -					
Reserves for Uncollectible Accounts:					
2017	\$ 200,630	\$ 44,665	\$ 47,630	\$ 97,217	\$ 195,708
2016	190,680	69,466	45,452	104,968	200,630
2015	175,317	51,077	79,622	115,336	190,680
<b>CL&amp;P:</b>					
Reserves Deducted from Assets -					
Reserves for Uncollectible Accounts:					
2017	\$ 86,391	\$ 5,312	\$ 25,533	\$ 38,364	\$ 78,872
2016	79,479	17,572	28,801	39,461	86,391
2015	84,287	10,105	30,592	45,505	79,479
<b>NSTAR Electric:</b>					
Reserves Deducted from Assets -					
Reserves for Uncollectible Accounts:					
2017	\$ 70,284	\$ 21,252	\$ 14,273	\$ 36,143	\$ 69,666
2016	66,676	31,728	11,253	39,373	70,284
2015	50,550	19,168	36,977	40,019	66,676
<b>PSNH:</b>					
Reserves Deducted from Assets -					
Reserves for Uncollectible Accounts:					
2017	\$ 9,941	\$ 6,917	\$ 464	\$ 6,841	\$ 10,481
2016	8,733	7,288	498	6,578	9,941
2015	7,663	8,889	841	8,660	8,733

- (a) Amounts relate to uncollectible accounts receivables reserved for that are not charged to bad debt expense. The PURA allows CL&P and Yankee Gas to accelerate the recovery of accounts receivable balances attributable to qualified customers under financial or medical duress (uncollectible hardship accounts receivable) outstanding for greater than 180 days and 90 days, respectively. The DPU allows NSTAR Electric and NSTAR Gas to recover in rates, amounts associated with certain uncollectible hardship accounts receivable.
- (b) Amounts written off, net of recoveries.

## EXHIBIT INDEX

Each document described below is incorporated by reference by the registrant(s) listed to the files identified, unless designated with a (\*), which exhibits are filed herewith. Management contracts and compensation plans or arrangements are designated with a (+).

### Exhibit

#### Number      Description

#### 3. Articles of Incorporation and By-Laws

##### (A) Eversource Energy

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3.1 Declaration of Trust of Eversource Energy, as amended through May 3, 2017 ([Exhibit 3.1, Eversource Form 10-Q filed on May 5, 2017](#))

##### (B) The Connecticut Light and Power Company

3.1 Certificate of Incorporation of CL&P, restated to March 22, 1994 (Exhibit 3.2.1, 1993 CL&P Form 10-K, File No. 000-00404) ([Exhibit 3.2.1, 1993 CL&P Form 10-K, File No. 000-00404](#))

3.1.1 Certificate of Amendment to Certificate of Incorporation of CL&P, dated December 26, 1996 ([Exhibit 3.2.2, 1996 CL&P Form 10-K filed March 25, 1997, File No. 001-11419](#))

3.1.2 Certificate of Amendment to Certificate of Incorporation of CL&P, dated April 27, 1998 ([Exhibit 3.2.3, 1998 CL&P Form 10-K filed March 23, 1999, File No. 000-00404](#))

3.1.3 Amended and Restated Certificate of Incorporation of CL&P, dated effective January 3, 2012 ([Exhibit 3\(i\), CL&P Current Report on Form 8-K filed January 9, 2012, File No. 000-00404](#))

3.2 By-laws of CL&P, as amended and restated effective September 29, 2014 ([Exhibit 3.1, CL&P Current Report on Form 8-K filed October 2, 2014, File No. 000-00404](#))

##### (C) NSTAR Electric Company

3.1 Restated Articles of Organization of NSTAR Electric Company, fka Boston Edison Company ([Exhibit 3.1, NSTAR Electric Form 10-Q for the Quarter Ended June 30, 1994 filed August 12, 1994, File No. 001-02301](#))

3.2 Bylaws of NSTAR Electric Company, as amended and restated effective September 29, 2014 ([Exhibit 3.1, NSTAR Electric Current Report on Form 8-K filed October 2, 2014, File No. 000-02301](#))

##### (D) Public Service Company of New Hampshire

3.1 Articles of Incorporation, as amended to May 16, 1991 ([Exhibit 3.3.1, 1993 PSNH Form 10-K filed March 25, 1994, File No. 001-06392](#))

3.2 By-laws of PSNH, as in effect June 27, 2008 ([Exhibit 3, PSNH Form 10-Q for the Quarter Ended June 30, 2008 filed August 7, 2008, File No. 001-06392](#))

#### 4. Instruments defining the rights of security holders, including indentures

##### (A) Eversource Energy

4.1 Indenture between Eversource Energy and The Bank of New York as Trustee dated as of April 1, 2002 ([Exhibit A-3, Eversource Energy 35-CERT filed April 16, 2002, File No. 070-09535](#))

4.1.1 Fifth Supplemental Indenture between Eversource Energy and The Bank of New York Trust Company N.A., as Trustee, dated as of May 1, 2013, relating to \$300 million of Senior Notes, Series E, due 2018 and \$4 million of Senior Notes, Series F, due 2023 ([Exhibit 4.1, Eversource Energy Current Report on Form 8-K filed May 16, 2013, File No. 001-05324](#))

4.1.2 Sixth Supplemental Indenture between Eversource Energy and The Bank of New York Trust Company N.A., as Trustee, dated as of January 1, 2015, relating to \$150 million of Senior Notes, Series G, due 2018 and \$300 million of Senior Notes, Series H, due 2025 ([Exhibit 4.1, Eversource Energy Current Report on Form 8-K filed January 21, 2015, File No. 001-05324](#))

4.1.3 Seventh Supplemental Indenture between Eversource Energy and The Bank of New York Trust Company N.A., as Trustee, dated as of March 7, 2016, relating to \$250 million of Senior Notes, Series I, due 2021 and \$250 million of Senior Notes, Series J, due 2026 ([Exhibit 4.1, Eversource Energy Current Report on Form 8-K filed March 15, 2016, File No. 001-05324](#))

4.1.4 Eighth Supplemental Indenture between Eversource Energy and The Bank of New York Trust Company N.A., as Trustee, dated as of March 10, 2017, relating to \$300 million of Senior Notes, Series K, Due 2022 ([Exhibit 4.1, Eversource Energy Current Report on Form 8-K filed March 16, 2017, File No. 001-05324](#))

4.1.5 Ninth Supplemental Indenture between Eversource Energy and The Bank of New York Trust Company N.A., as Trustee, dated as of October 1, 2017, relating to \$450 million of Senior Notes, Series K, due 2022 and \$450 million of Senior Notes, Series L, due 2024 ([Exhibit 4.1, Eversource Energy Current Report on Form 8-K filed October 12, 2017, File No. 001-05324](#))

4.2 Indenture dated as of January 12, 2000, between Eversource Energy, as successor to NSTAR LLC, as successor to NSTAR, and Bank One Trust Company N.A. ([Exhibit 4.1 to NSTAR Registration Statement on Form S-3, filed January 14, 2000, on File No. 333-94735](#))

4.2.1 Form of 4.50% Debenture Due 2019 ([Exhibit 99.2, NSTAR Form 8-K filed November 16, 2009, File No. 001-14768](#))

(B) The Connecticut Light and Power Company

\* 4.1 [Indenture of Mortgage and Deed of Trust between CL&P and Bankers Trust Company, Trustee, dated as of May 1, 1921 \(Composite including all twenty-four amendments to May 1, 1967\)](#)

4.1.1 Series D Supplemental Indentures to the Composite May 1, 1921 Indenture of Mortgage and Deed of Trust between CL&P and Bankers Trust Company, dated as of October 1, 1994 ([Exhibit 4.2.16, 1994 CL&P Form 10-K filed March 27, 1995, File No. 001-11419](#))

4.1.2 Series B Supplemental Indenture between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of September 1, 2004 ([Exhibit 99.5, CL&P Current Report on Form 8-K filed September 22, 2004, File No. 000-00404](#))

4.2 Composite Indenture of Mortgage and Deed of Trust between CL&P and Deutsche Bank Trust Company Americas f/k/a Bankers Trust Company, dated as of May 1, 1921, as amended and supplemented by seventy-three supplemental mortgages to and including Supplemental Mortgage dated as of April 1, 2005 ([Exhibit 99.5, CL&P Current Report on Form 8-K filed April 13, 2005, File No. 000-00404](#))

4.2.1 Supplemental Indenture (2005 Series B Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of April 1, 2005 ([Exhibit 99.2, CL&P Current Report on Form 8-K filed April 13, 2005, File No. 000-00404](#))

4.2.2 Supplemental Indenture (2006 Series A Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of June 1, 2006 ([Exhibit 99.2, CL&P Current Report on Form 8-K filed June 7, 2006, File No. 000-00404](#))

4.2.3 Supplemental Indenture (2007 Series A Bonds and 2007 Series B Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of March 1, 2007 ([Exhibit 99.2, CL&P Current Report on Form 8-K filed March 29, 2007, File No. 000-00404](#))

4.2.4 Supplemental Indenture (2007 Series C Bonds and 2007 Series D Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of September 1, 2007 ([Exhibit 4, CL&P Current Report on Form 8-K filed September 19, 2007, File No. 000-00404](#))

4.2.5 Supplemental Indenture (2008 Series A Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of May 1, 2008 ([Exhibit 4, CL&P Current Report on Form 8-K filed May 29, 2008, File No. 000-00404](#))

4.2.6 Supplemental Indenture (2009 Series A Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of February 1, 2009 ([Exhibit 4, CL&P Current Report on Form 8-K filed February 19, 2009, File No. 000-00404](#))

4.2.7 Supplemental Indenture (2013 Series A Bond) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of January 1, 2013 ([Exhibit 4.1, CL&P Current Report on Form 8-K filed January 22, 2013, File No. 000-00404](#))

4.2.8 Supplemental Indenture (2014 Series A Bond) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of April 1, 2014 ([Exhibit 4.1, CL&P Current Report on Form 8-K filed April 29, 2014, File No. 000-00404](#))

4.2.9 Supplemental Indenture (2015 Series A Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of May 1, 2015 ([Exhibit 4.1, CL&P Current Report on Form 8-K filed May 26, 2015, File No. 000-00404](#))

4.2.10 Supplemental Indenture (2015 Series A Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of November 1, 2015 ([Exhibit 4.1, CL&P Current Report on Form 8-K filed December 4, 2015, File No. 000-00404](#))

4.2.11 Supplemental Indenture (2017 Series A Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of March 1, 2017 ([Exhibit 4.1, CL&P Current Report on Form 8-K filed on March 16, 2017, File No. 000-00404](#))

4.2.12 Supplemental Indenture (2014 Series A Bonds) between CL&P and Deutsche Bank Trust Company Americas, as Trustee dated as of August 1, 2017 ([Exhibit 4.1, CL&P Current Report on Form 8-K filed August 23, 2017, File No. 000-00404](#))

4.3 Loan Agreement between Connecticut Development Authority and CL&P (Pollution Control Revenue Refunding Bonds - 2011A Series) dated as of October 1, 2011 ([Exhibit 1.1, CL&P Current Report on Form 8-K filed October 28, 2011, File No. 000-00404](#))

(C) NSTAR Electric Company

\* 4.1 [Indenture between Boston Edison Company and the Bank of New York \(as successor to Bank of Montreal Trust Company\)](#)

4.1.1 A Form of 5.75% Debenture Due March 15, 2036 ([Exhibit 99.2, Boston Edison Company Current Report on Form 8-K filed March 17, 2006, File No. 001-02301](#))

4.1.2 A Form of 5.50% Debenture Due March 15, 2040 ([Exhibit 99.2, NSTAR Electric Company Current Report on Form 8-K filed March 15, 2010, File No. 001-02301](#))

4.1.3 A Form of 2.375% Debenture Due 2022 ([Exhibit 4, NSTAR Electric Company Current Report on Form 8-K filed October 18, 2012, File No. 001-02301](#))

4.1.4 A Form of 4.40% Debenture Due 2044 ([Exhibit 4, NSTAR Electric Company Current Report on Form 8-K filed March 13, 2014, File No. 001-02301](#))

4.1.5 A Form of 3.25% Debenture due 2025 ([Exhibit 4, NSTAR Electric Company Current Report on Form 8-K filed on November 20, 2015, File No. 001-02301](#))

4.1.6 A Form of 2.70% Debenture due 2026 ([Exhibit 4, NSTAR Electric Company Current Report on Form 8-K filed on May, 31, 2016, File No. 001-02301](#))

4.1.7 Form of 3.20% Debenture due May 15, 2027 ([Exhibit 4, NSTAR Electric Company Current Report on Form 8-K/A filed on October 12, 2017 File No. 001-02301](#))

\* 4.2 [Amended and Restated Credit Agreement, dated December 8, 2017, by and between NSTAR Electric Company and the Banks named therein, pursuant to which Barclays Bank PLC serves as Administrative Agent and Swing Line Lender](#)

4.3 Indenture between NSTAR Electric Company, as successor to Western Massachusetts Electric Company ("WMECO"), and The Bank of New York, as Trustee, dated as of September 1, 2003 ([Exhibit 99.2, WMECO Current Report on Form 8-K filed October 8, 2003, File No. 000-07624](#))

4.3.1 Second Supplemental Indenture between NSTAR Electric Company, as successor to WMECO, and The Bank of New York, as Trustee dated as of September 1, 2004 ([Exhibit 4.1, WMECO Current Report on Form 8-K filed September 27, 2004, File No. 000-07624](#))

4.3.2 Fourth Supplemental Indenture between NSTAR Electric Company, as successor to WMECO, and The Bank of New York Trust, as Trustee, dated as of August 1, 2007 ([Exhibit 4.1, WMECO Current Report on Form 8-K filed August 20, 2007, File No. 000-07624](#))

4.3.3 Fifth Supplemental Indenture between NSTAR Electric Company, as successor to WMECO, and The Bank of New York Trust Company, N.A., as Trustee, dated as of March 1, 2010 ([WMECO Current Report on Form 8-K filed March 10, 2010, File No. 000-07624](#))

4.3.4 Sixth Supplemental Indenture between NSTAR Electric Company, as successor to WMECO, and The Bank of New York Trust Company, N.A., as Trustee, dated as of September 15, 2011 ([Exhibit 4.1, WMECO Current Report on Form 8-K filed September 19, 2011, File No. 000-07624](#))

4.3.5 Seventh Supplemental Indenture between NSTAR Electric Company, as successor to WMECO, and The Bank of New York Trust Company, N.A., as Trustee, dated as of November 1, 2013 ([Exhibit 4.1, WMECO Current Report on Form 8-K filed November 21, 2013, File No. 000-07624](#))

4.3.6 Eighth Supplemental Indenture between NSTAR Electric Company, as successor to WMECO, and The Bank of New York Trust Company, N.A., as Trustee, dated as of June 1, 2016 ([Exhibit 4.1, WMECO Current Report on Form 8-K filed June 29, 2016, File No. 000-07624](#))

(D) Public Service Company of New Hampshire

4.1 First Mortgage Indenture between PSNH and First Fidelity Bank, National Association, New Jersey, now First Union National Bank, Trustee, dated as of August 15, 1978 (Composite including all amendments effective June 1, 2011) ([included as Exhibit C to the Eighteenth Supplemental Indenture filed as Exhibit 4.1 to PSNH Current Report on Form 8-K filed June 2, 2011, File No. 001-06392](#))

4.1.1 Fourteenth Supplemental Indenture between PSNH and Wachovia Bank, National Association successor to First Union National Bank, as successor to First Fidelity Bank, National Association, as Trustee dated as of October 1, 2005 ([Exhibit 99.2, PSNH Current Report on Form 8-K filed October 6, 2005, File No. 001-06392](#))

4.1.2 Sixteenth Supplemental Indenture between PSNH and U.S. Bank National Association, Trustee, dated as of May 1, 2008 ([Exhibit 4.1 to PSNH Current Report on Form 8-K filed May 29, 2008 \(File No.001-06392\)](#))

4.1.3 Seventeenth Supplemental Indenture, between PSNH and U.S. Bank National Association, as Trustee dated as of December 1, 2009 ([Exhibit 4.1, PSNH Current Report on Form 8-K filed December 15, 2009 \(File No. 001-06392\)](#))

4.1.4 Eighteenth Supplemental Indenture, between PSNH and U.S. Bank National Association, as Trustee dated as of May 1, 2011 ([Exhibit 4.1, PSNH Current Report on Form 8-K filed June 2, 2011 \(File No. 001-06392\)](#))

4.1.5 Nineteenth Supplemental Indenture, between PSNH and U.S. Bank National Association, as Trustee dated as of September 1, 2011 ([Exhibit 4.1, PSNH Current Report on Form 8-K filed September 16, 2011 \(File No. 001-06392\)](#))

4.1.6 Twentieth Supplemental Indenture, between PSNH and U.S. Bank National Association, as Trustee dated as of November 1, 2013 ([Exhibit 4.1, PSNH Current Report on Form 8-K filed November 20, 2013 \(File No. 001-06392\)](#))

4.1.7 Twenty-first Supplemental Indenture, between PSNH and U.S. Bank National Association, as Trustee dated as of October 1, 2014 ([Exhibit 4.1, PSNH Current Report on Form 8-K filed October 17, 2014 \(File No. 001-06392\)](#))

4.2 Series A Loan and Trust Agreement among Business Finance Authority of the State of New Hampshire and PSNH and State Street Bank and Trust Company, as Trustee (Tax Exempt Pollution Control Bonds) dated as of October 1, 2001 ([Exhibit 4.3.4, 2001 Eversource Energy Form 10-K filed March 22, 2002, File No. 001-05324](#))

(F) Eversource Energy, The Connecticut Light and Power Company and Public Service Company of New Hampshire

\* 4.1 [Amended and Restated Credit Agreement, dated December 8, 2017, by and among Eversource Energy, CL&P, NSTAR Gas, PSNH and Yankee Gas Services Company and the Banks named therein, pursuant to which Bank of America, N.A. serves as Administrative Agent](#)

10. Material Contracts

(A) Eversource Energy

\* 10.1 [Lease between The Rocky River Realty Company and Eversource Energy Service Company, dated as of July 1, 2008](#)

+ 10.2 Eversource Energy Board of Trustees' Compensation Arrangement Summary ([Exhibit 10.3, 2016 Eversource Energy Form 10-K filed February 23, 2017, File No. 001-05324](#))

+ 10.3 Amended and Restated Memorandum Agreement between Eversource Energy and Leon J. Olivier effective January 1, 2009 ([Exhibit 10.9, 2008 Eversource Energy Form 10-K filed February 27, 2009, File No. 001-05324](#))

+ 10.4 Eversource Supplemental Executive Retirement Program effective as of January 1, 2015 ([Exhibit 10.5, 2015 Eversource Energy Form 10-K filed February 26, 2016, File No. 001-05324](#))

+ 10.5 Eversource Energy Deferred Compensation Plan for Executives effective as of January 1, 2014 ([Exhibit 10.6, 2015 Eversource Energy Form 10-K filed February 26, 2016, File No. 001-05324](#))

10.6 Composite Transmission Service Agreement, by and between Northern Pass Transmission LLC, as Owner and H.Q. Hydro Renewable Energy, Inc., as Purchaser dated October 4, 2010 and effective February 14, 2014 ([Exhibit 10.5, 2013 Eversource Energy Form 10-K filed on February 25, 2014, File No. 001-05324](#))

+ 10.7 NSTAR Excess Benefit Plan, effective August 25, 1999 ([Exhibit 10.1 1999 NSTAR Form 10-K/A filed September 29, 2000, File No. 001-14768](#))

+ 10.7.1 NSTAR Excess Benefit Plan, incorporating the NSTAR 409A Excess Benefit Plan, as amended and restated effective January 1, 2008, dated December 24, 2008 ([Exhibit 10.1.1 2008 NSTAR Form 10-K filed February 9, 2009, File No. 001-14768](#))

+ 10.8 NSTAR 2007 Long Term Incentive Plan, effective May 3, 2007 (Exhibit 10.2, Eversource Energy Registration Statement on Form S-8 filed on May 8, 2012)

+ 10.8.1 Deferred Common Share/Dividend Equivalent Award, Stock Option Grant, Option Certificate and Performance Share Award/Dividend Equivalent Award Agreement Under the NSTAR 2007 Long Term Incentive Plan, by and between NSTAR and James J. Judge, dated January 24, 2008 ([Exhibit 10.8.2, 2007 NSTAR Form 10-K filed February 11, 2008, File No. 001-14768](#))

+ 10.8.2 Deferred Common Share/Dividend Equivalent Award, Stock Option Grant, Option Certificate and Performance Share Award/Dividend Equivalent Award Agreement Under the NSTAR 2007 Long Term Incentive Plan, by and between NSTAR and Joseph R. Nolan, dated January 24, 2008 ([Exhibit 10.8.4, 2007 NSTAR Form 10-K filed February 11, 2008, File No. 001-14768](#))

+ 10.8.3 Deferred Common Share/Dividend Equivalent Award, Stock Option Grant, Option Certificate and Performance Share Award/Dividend Equivalent Award Agreement Under the NSTAR 2007 Long Term Incentive Plan, by and between NSTAR and Werner J. Schweiger, dated January 24, 2008 ([Exhibit 10.8.5, 2007 NSTAR Form 10-K filed February 11, 2008, File No. 001-14768](#))

+ 10.8.4 Deferred Common Share/Dividend Equivalent Award, Stock Option Grant, Option Certificate and Performance Share Award/Dividend Equivalent Award Agreement Under the NSTAR 2007 Long Term Incentive Plan by and between NSTAR and NSTAR's other Senior Vice Presidents and Vice Presidents, dated January 24, 2008 (in form) ([Exhibit 10.8.6, 2007 NSTAR Form 10-K filed February 11, 2008, File No. 001-14768](#))

+ 10.9 Amended and Restated Change in Control Agreement by and between James J. Judge and NSTAR, dated November 15, 2007 ([Exhibit 10.9, 2007 NSTAR Form 10-K filed February 11, 2008, File No. 001-14768](#))

+ 10.10 Amended and Restated Change in Control Agreement by and between Joseph R. Nolan, Jr. and NSTAR, dated November 15, 2007 ([Exhibit 10.13, 2007 NSTAR Form 10-K filed February 11, 2008, File No. 001-14768](#))

+ 10.11 Amended and Restated Change in Control Agreement by and between Werner J. Schweiger and NSTAR, dated November 15, 2007 ([Exhibit 10.14, 2007 NSTAR Form 10-K filed February 11, 2008, File No. 001-14768](#))

+ 10.12 Amended and Restated Change in Control Agreement by and between Senior Vice President and NSTAR, dated November 15, 2007 ([Exhibit 10.15, 2007 NSTAR Form 10-K filed February 11, 2008, File No. 001-14768](#))

+ 10.13 Master Trust Agreement between NSTAR and State Street Bank and Trust Company (Rabbi Trust), effective August 25, 1999 ([Exhibit 10.5, NSTAR Form 10-O for the Quarter Ended September 30, 2000 filed November 14, 2000, File No. 001-14768](#))

+ 10.14 Currently effective Change in Control Agreement between NSTAR's Vice Presidents and NSTAR (in form) ([Exhibit 10.17, 2009 NSTAR Form 10-K filed February 25, 2010, File No. 001-14768](#))

(B) Eversource Energy, The Connecticut Light and Power Company, NSTAR Electric Company and Public Service Company of New Hampshire

10.1 Amended and Restated Form of Service Contract between each of Eversource Energy, CL&P, NSTAR Electric Company and Eversource Energy Service Company dated as of January 1, 2014. ([Exhibit 10.1, Eversource Energy Form 10-K filed on February 25, 2014, File No. 001-05324](#))

10.2 Transmission Operating Agreement between the Initial Participating Transmission Owners, Additional Participating Transmission Owners and ISO New England, Inc. dated as of February 1, 2005 ([Exhibit 10.29, 2004 Eversource Energy Form 10-K filed March 17, 2005, File No. 001-05324](#))

10.2.1 Rate Design and Funds Disbursement Agreement among the Initial Participating Transmission Owners, Additional Participating Transmission Owners and ISO New England, Inc., effective June 30, 2006 ([Exhibit 10.22.1, 2006 Eversource Energy Form 10-K filed March 1, 2007, File No. 001-05324](#))

10.3 Eversource Energy's Third Amended and Restated Tax Allocation Agreement dated as of April 10, 2012, ([Exhibit 10.1 Eversource Energy Form 10-O for Quarter Ended June 30, 2012 filed August 7, 2012, File No. 001-05324](#))

+ 10.4 Amended and Restated Incentive Plan Effective January 1, 2009 ([Exhibit 10.3, Eversource Energy Form 10-Q for the Quarter Ended September 30, 2008 filed November 10, 2008, File No. 001-05324](#))

+ 10.5 Trust under Supplemental Executive Retirement Plan dated May 2, 1994 ([Exhibit 10.33, 2002 Eversource Energy Form 10-K filed March 21, 2003, File No. 001-05324](#))

+ 10.5.1 First Amendment to Trust Under Supplemental Executive Retirement Plan, effective as of December 10, 2002 ([Exhibit 10 \(B\) 10.19.1, 2003 Eversource Energy Form 10-K filed March 12, 2004, File No. 001-05324](#))

+ 10.5.2 Second Amendment to Trust Under Supplemental Executive Retirement Plan, effective as of November 12, 2008 ([Exhibit 10.12.2, 2008 Eversource Energy Form 10-K filed February 27, 2009, File No. 001-05324](#))

+ 10.6 Special Severance Program for Officers of Eversource Energy Companies as of January 1, 2009 ([Exhibit 10.2 Eversource Energy Form 10-Q for Quarter Ended September 30, 2008 filed November 10, 2008, File No. 001-05324](#))

+ 10.7 Amended and Restated Employment Agreement with Gregory B. Butler, effective January 1, 2009 ([Exhibit 10.7, 2008 Eversource Energy 2010 Form 10-K filed February 27, 2009, File No. 001-05324](#))

(C) Eversource Energy, The Connecticut Light and Power Company, Public Service Company of New Hampshire and NSTAR Electric Company

10.1 Agreements among New England Utilities with respect to the Hydro-Quebec interconnection projects

\* 10.1.1 [Composite conformed copy of Equity Funding Agreement for New England Hydro-Transmission Electric Company, Inc., dated as of June 1, 1985 \(Massachusetts\)](#)

\* 10.1.2 [Composite conformed copy of Equity Funding Agreement for New England Hydro-Transmission Electric Company, Inc., dated as of June 1, 1985 \(New Hampshire\)](#)

\* 10.1.3 [Composite conformed copy of Phase II Massachusetts Transmission Facilities Support Agreement, dated as of June 1, 1985](#)

\* 10.1.4 [Composite conformed copy of Phase II New England Power AC Facilities Support Agreement dated June 1, 1985](#)

\* 10.1.5 [Composite conformed copy of Phase II New Hampshire Transmission Facilities Support Agreement dated as of June 1, 1985](#)

10.2 Eversource Energy Service Company Transmission and Ancillary Service Wholesale Revenue Allocation Methodology among The Connecticut Light and Power Company, NSTAR Electric Company, Public Service Company of New Hampshire, Holyoke Water Power Company and Holyoke Power and Electric Company Trustee dated as of January 1, 2008 ([Exhibit 10.1, Eversource Energy Form 10-Q for the Quarter Ended March 31, 2008 filed May 9, 2008, File No. 001-05324](#))

(D) Eversource Energy and The Connecticut Light and Power Company

10.1 CL&P Agreement Re: Connecticut NEEWS Projects by and between CL&P and The United Illuminating Company dated July 14, 2010 ([Exhibit 10, CL&P Form 10-Q for the Quarter Ended June 30, 2010 filed August 6, 2010, File No. 000-00404](#))

(E) Eversource Energy and Public Service Company of New Hampshire

\* 10.1 [Purchase and Sale Agreement between Public Service Company of New Hampshire and Granite Shore Power LLC, dated as of October 11, 2017](#)

\* 10.2 [Purchase and Sale Agreement between Public Service Company of New Hampshire and HSE Hydro NH AC, LLC dated as of October 11, 2017](#)

\* 12. Ratio of Earnings to Fixed Charges

(A) [Eversource Energy](#)

(B) [The Connecticut Light and Power Company](#)

(C) [NSTAR Electric Company](#)

(D) [Public Service Company of New Hampshire](#)

- \* 21. [Subsidiaries of the Registrant](#)
- \* 23. [Consents of Independent Registered Public Accounting Firm](#)
- \* 31. Rule 13a - 14(a)/15 d - 14(a) Certifications
  - (A) Eversource Energy
    - 31 [Certification by the Chief Executive Officer of Eversource Energy pursuant to Section 302 of the Sarbanes-Oxley Act of 2002](#)
    - 31.1 [Certification by the Chief Financial Officer of Eversource Energy pursuant to Section 302 of the Sarbanes-Oxley Act of 2002](#)
  - (B) The Connecticut Light and Power Company
    - 31 [Certification by the Chairman of CL&P pursuant to Section 302 of the Sarbanes-Oxley Act of 2002](#)
    - 31.1 [Certification by the Chief Financial Officer of CL&P pursuant to Section 302 of the Sarbanes-Oxley Act of 2002](#)
  - (C) NSTAR Electric Company
    - 31 [Certification by the Chairman of NSTAR Electric Company pursuant to Section 302 of the Sarbanes-Oxley Act of 2002](#)
    - 31.1 [Certification by the Chief Financial Officer of NSTAR Electric Company pursuant to Section 302 of the Sarbanes-Oxley Act of 2002](#)
  - (D) Public Service Company of New Hampshire
    - 31 [Certification by the Chairman of PSNH pursuant to Section 302 of the Sarbanes-Oxley Act of 2002](#)
    - 31.1 [Certification by the Chief Financial Officer of PSNH pursuant to Section 302 of the Sarbanes-Oxley Act of 2002](#)
- \*32 18 U.S.C. Section 1350 Certifications
  - (A) Eversource Energy
    - 32 [Certification by the Chief Executive Officer and Chief Financial Officer of Eversource Energy pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002](#)
  - (B) The Connecticut Light and Power Company
    - 32 [Certification by the Chairman and the Chief Financial Officer of CL&P pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002](#)
  - (C) NSTAR Electric Company
    - 32 [Certification by the Chairman and the Chief Financial Officer of NSTAR Electric Company pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002](#)
  - (D) Public Service Company of New Hampshire
    - 32 [Certification by the Chairman and the Chief Financial Officer of PSNH pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002](#)

Public Service Company of New Hampshire  
d/b/a Eversource Energy  
Docket No. DE 19-057  
Standard Filing Requirements  
May 28, 2019 (Permanent Rates Filing)  
1604.01(a)(10) Attachment 1  
Page 202 of 1104

*101.INS	XBRL Instance Document
*101.SCH	XBRL Taxonomy Extension Schema
*101.CAL	XBRL Taxonomy Extension Calculation
*101.DEF	XBRL Taxonomy Extension Definition
*101.LAB	XBRL Taxonomy Extension Labels
*101.PRE	XBRL Taxonomy Extension Presentation

Exhibit 4.1

COMPOSITE (Including All Amendments to May 1, 1967)

Indenture of Mortgage and Deed of Trust

Dated as of May 1, 1921

THE CONNECTICUT LIGHT AND POWER COMPANY

TO

BANKERS TRUST COMPANY,  
Trustee

As Amended by Twenty-Four Supplemental Indentures  
(to and including Supplemental Indenture dated as of May 1, 1967)

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**THE CONNECTICUT LIGHT AND POWER COMPANY**

**Indenture of Mortgage and Deed of Trust**

**Dated as of May 1, 1921  
(as amended to May 1, 1967)**

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**THIS INDENTURE**, dated as of the first day of May, 1921, between THE CONNECTICUT LIGHT AND POWER COMPANY, a corporation of the State of Connecticut (hereinafter called "Company"), party of the first part, and BANKERS TRUST COMPANY, a corporation organized and existing under the laws of the State of New York (hereinafter called "Trustee"), party of the second part, Witnesseth:

(Recitals omitted.)

*Now, Therefore, This Indenture Witnesseth* , that the Company, for and in consideration of the premises and the sum of One Dollar (\$1.) to it in hand paid by the Trustee, the receipt whereof is hereby acknowledged, and of other valuable considerations, in order to secure the payment of the principal and interest of all said bonds according to their tenor, and the faithful performance of the covenants herein contained, has granted, bargained, sold, assigned, mortgaged, pledged; transferred, set over, aliened, enfeoffed, released, conveyed and confirmed, and by these presents does grant, bargain, sell, assign, mortgage, pledge, transfer, set over, alien, enfeoff, release, convey and confirm unto the Bankers Trust Company, as Trustee, and its successor or successors in the trust hereby created, and its and their assigns, all the following described property, rights, privileges, and franchises of the Company, viz:

*(All descriptions of real estate rights. privileges and easements and all references to prior encumbrances have been omitted herein.)*

TOGETHER with all plants, buildings, structures, improvements and machinery located upon said real estate or any portion thereof, and all rights, privileges and easements. of; every kind and nature appurtenant thereto; and all and singular the tenements, hereditaments and appurtenances belonging to the real estate or any part thereof hereinbefore described or referred to or intended so to be, or in any wise appertaining thereto, and the reversions, remainders, rents, issues and profits thereof; also all the estate; right, title, interest, property, possession, claim and demand whatsoever, as well in law as in equity, of the Company, of, in and to the same and any and every part thereof, with the appurtenances.

TOGETHER with the following electrical transmission lines and distributing systems:

*(All descriptions of electrical transmission lines. and distributing systems have been omitted herein.)*

Also all real estate, easements, rights-of-way, water rights, riparian rights, flowage rights, dams, ponds, lakes, reservoirs, canals, water-ways, water power

properties, gas and electric light, heat and power plants and systems, power houses, steam stations, substations, transformer houses, tunnels, subways, bridges, viaducts, locks, ware-houses, store-houses, tool houses, dwelling houses, out-houses, buildings, structures, plants, machinery and apparatus, waterwheels, turbines, gates, valves, piping, pumps, furnaces, boilers, engines, steam engines, gas engines, steam turbines, dynamos, generators, turbo-generators, motor generators, rotary converters, transformers, switches, switchboards, appliances, equipment, tools, fixtures, electric transmission lines and systems, electric distribution lines and systems, gas distribution lines and systems, telephone lines and systems, towers, poles, cross-arms, insulators, cables, wires, conduits, ducts, man-holes, devices, motors, meters, lamps, shops, trucks, automobiles, wagons, vehicles, instruments, and, except as herein otherwise provided, all property, real and personal of whatsoever character, and wherever situated, and all rights, privileges, and franchises, now or at any time hereafter acquired, owned, held or possessed by the Company.

Also all the estate, right, title and interest granted to the Company by the Housatonic Power Company by an instrument in writing, dated August 9, 1917, in and to certain franchises, plants and appurtenances necessary for or particularly connected with the generation or distribution for sale of gas or electricity within the State of Connecticut, which were demised or leased for the term of nine hundred and ninety-nine (999) years by the Connecticut Railway and Lighting Company to The Consolidated Railway Company by instrument in writing, dated December 19, 1906, recorded in the office of the Secretary of State of the State of Connecticut in Volume 7, page 140, and which were in turn assigned by two certain mesne conveyances, both dated February 28, 1910, executed by The New York, New Haven and Hartford Railroad Company (formerly The Consolidated Railway Company) to the Housatonic Power Company; also all the estate, right, title and interest granted to the Company by The United Electric Light and Water Company by instrument in writing, also dated August 9, 1917, in and to certain of the aforesaid franchises, plants and appurtenances and which were assigned by a certain mesne conveyance, dated December 30, 1911, executed by The New York, New Haven and Hartford Railroad Company (formerly The Consolidated Railway Company) and the Housatonic Power Company, to The United Electric Light and Water Company; subject, however, to the interpretation and determination of such estate, right, title and interest as contained in a certain agreement, dated June 27, 1917, between Connecticut Railway and Lighting Company, Housatonic Power Company, The United Electric Light and Water Company, and The New York, New Haven and Hartford Railroad Company, as amended by an agreement dated July 23, 1918, between

Connecticut Railway and Lighting Company, Housatonic Power Company, The United Electric Light and Water Company, The New York, New Haven and Hartford Railroad Company, and The Connecticut Light and Power Company, and as contained in a certain agreement dated April 26, 1921 between Connecticut Railway and Lighting Company, The New York, New Haven and Hartford Railroad Company and The Connecticut Light and Power Company, all the rights and obligations whereof inure to and are obligatory upon the Company, said two mesne conveyances to the Housatonic Power Company dated February 28, 1910, and said agreement dated June 27, 1917, as amended by said agreement dated July 23, 1918, being hereinafter referred to in Section 3.05 and in Section 8.02 of this indenture as "said agreements dated February 28, 1910, June 27, 1917, and July 23, 1918, referred to in the granting clause hereof."

Also all rents, tolls, earnings, profits, revenues, dividends and income arising or to arise from any property now or hereafter owned, leased or operated by the Company.

Also all rights, claims, patents, patent rights, agreements, accounts receivable and other cash assets, contracts, leases, lease-hold interests, of every kind and nature whatsoever, now owned or hereafter acquired by the Company.

Excepting, however, from the lien and operation of this indenture, all the franchises and property, real and personal, plants and appurtenances lately of the Village Water Company, of Suffield, Connecticut, which are necessary for or particularly connected with the pumping, distribution and sale of water throughout the territory covered by the charter of said Village Water Company, and which were demised and leased by an instrument in writing dated September 9, 1912, by the Housatonic Power Company to The Enfield Electric Light and Power Company for a term of ninety-nine (99) years, with an option to purchase.\*

Excepting, however, from the lien and operation of this indenture, stocks; bonds or other obligations of other corporations now owned or hereafter acquired by the Company, unless the same shall be deposited by the Company with the Trustee as provided in this indenture.

It is the intention and it is hereby agreed that all property of the kind hereinbefore described acquired by the Company after the date hereof, shall, except as otherwise provided herein, be as fully embraced within the provisions of this indenture, and subject to the lien hereby created, as if the said property were now owned by the Company, and were specifically described herein and conveyed hereby.

---

\* The franchises and property of the Village Water Company referred to in the text were disposed of by the Company in 1956.

TO HAVE AND TO HOLD all and singular the property, rights, privileges and franchises hereby granted or mentioned or intended so to be, together with all and singular the reversions, remainders, rents, revenues, incomes, issues and profits, privileges and appurtenances, now or hereafter belonging or in anywise appertaining thereto, unto the Trustee and its successors in the trust hereby created and its and their assigns, forever; subject, however, as to the properties embraced in the indenture of mortgage and supplemental mortgage of The New Milford Power Company to the Central Trust Company of New York, dated February 24, 1902, and February 16, 1904, respectively, securing an issue of Five Per Cent. First Mortgage Thirty-Year Gold Bonds of The New Milford Power Company, to an aggregate principal amount of One Million Dollars (\$1,000,000), all of which have been issued and are now outstanding, to the lien of said mortgage and supplemental mortgage, but only insofar as by the terms of said mortgage and supplemental mortgage they attach to any part or parts of the properties, plants and systems of the Company, and subject further, however, to the aforesaid agreement between The New York, New Haven and Hartford Railroad Company, The New England Navigation Company, Housatonic Power Company, The United Gas Improvement Company, and The Connecticut Light and Power Company, dated July 23, 1918, and recorded in New Milford Land Records, Vol. 76, page 53, but only insofar as by the terms of said agreement it attaches to any part or parts of the properties, plants and systems of the Company.

But in trust, nevertheless, for the equal and proportionate benefit and security of all present and future holders of the bonds and coupons issued and to be issued hereunder and secured by this indenture, and to secure the payment of such bonds and the interest thereon when payable in accordance with the provisions thereof or hereof, and to secure the performance of and compliance with the covenants and conditions of this indenture without preference, priority or distinction, except as provided in Section 10.01 hereof, as to lien or otherwise of any one bond over any other bond by reason of priority in the issue or negotiation thereof, and under and subject to the provisions and conditions and for the uses and purposes hereinafter set forth.

And it is hereby covenanted that all such bonds, with the coupons for the interest thereon, are to be issued, authenticated and delivered, and that the mortgaged premises are to be held by the Trustee upon and subject to the following covenants, provisions and conditions and for the uses and purposes hereinafter set forth, as follows, to wit:

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*\* The new Milford Power Company mortgage referred to in the text was discharged and released in 1932.*

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## ARTICLE 1.

### Definitions.

SECTION 1.01. *Defined Terms.* The terms defined in this Section shall, for all purposes of this indenture and of all indentures supplemental hereto entered into in accordance with the provisions hereof, have the meanings herein specified, unless the context otherwise specifies or requires. Unless herein otherwise defined or unless the context otherwise specifies or requires, all terms used in the Mortgage which are defined (expressly or by reference to the Securities Act of 1933, as amended) in the Trust Indenture Act of 1939, as amended, shall have the meanings assigned to them in said Act as it was in force on April 1, 1967.

(a) *Accountant:*

The term "accountant" shall mean an individual, partnership or corporation qualified to pass upon accounting questions, whether or not employed by or in any way affiliated with the Company.

(b) *Accountants certificate:*

The term "accountant's certificate" shall mean a certificate or opinion signed by an accountant appointed by the Company and acceptable to the Trustee, and conforming to the requirements of Section 15.03.

(c) *Affiliate:*

The term "affiliate" when used with regard to the Company or to any other person shall mean a person directly or indirectly controlling, controlled by, or under direct or indirect common control with, the Company or such other person, as the case may be. A person shall be deemed to control a corporation, for the purpose of this definition, if such person possesses, directly or indirectly, the power to direct or cause the direction of the management and policies of such corporation, whether through the ownership of voting securities, by contract, or otherwise.

*(d) Appraiser:*

The term "appraiser" shall mean an individual, partnership or corporation qualified to determine the value of the property or securities in question, whether or not employed by or in any way affiliated with the Company.

*(e) Appraiser's certificate:*

The term "appraiser's certificate" shall mean a certificate or opinion signed by an appraiser appointed by the Company and acceptable to the Trustee, and conforming to the requirements of Section 15.03.

*(f) Board of Directors:*

The term "Board" or "Board of Directors" shall mean the Board of Directors of the Company.

*(g) Bondable property additions:*

The term "bondable property additions" shall mean the amount of bondable property additions made the basis for action under the Mortgage as specified in item (xv) of a bondable property certificate filed with the Trustee.

*(h) Bondable property certificate:*

The term "bondable property certificate" shall mean an accountant's certificate conforming to the requirements of Section 15.03 filed with the Trustee and complying with the requirements of Subdivision (1) of Section 3.57;

*(i) Bondholders:*

The term "bondholders" or "holders of the bonds" or "holders" shall mean the bearers of any coupon bonds the ownership of which is not at the time registered as to principal, the registered owners of any coupon bonds which are at the time duly registered as to principal, and the registered owners of any fully registered bonds.

Any reference to a particular percentage or proportion of holders shall mean the holders at the particular time of the specified percentage or pro portion in aggregate principal amount of all bonds then outstanding exclusive of bonds (whether or not theretofore issued) owned by the Company or

any other obligor upon the bonds or by any affiliate of the Company or of any other obligor upon the bonds and whether held in the treasury of the Company or of such obligor or of any such affiliate or pledged to secure any indebtedness; provided, however, that where such reference is made in connection with the protection of the Trustee in acting upon the direction or consent of a specified proportion of bondholders or of holders of bonds of a specific series, such bonds so held shall be excluded only if known to the Trustee to be so held; and provided, further, that bonds so pledged may be regarded as outstanding for the purposes of this paragraph if the pledgee shall establish to the satisfaction of the Trustee the pledgee's right to vote such bonds and that the pledgee is not an affiliate of the Company or of any other obligor upon the bonds.

(j) *Bonds:*

The term "bond" or "bonds" shall mean a bond or bonds issued under the Mortgage.

(k) *Certified resolution; resolution:*

The term "certified resolution" or "resolution" shall mean a copy of a resolution certified by the Secretary or an Assistant Secretary of the Company, under its corporate seal, to have been duly adopted by the Board or the Executive Committee of the Board and to be in full force and effect on the date of such certification.

(l) *Company:*

The term "Company" shall mean the party of the first part hereto, The Connecticut Light and Power Company, and, subject to Article 7, shall also include its successors and assigns.

(m) *Corporation:*

The term "corporation" shall also include voluntary associations, joint stock companies and business trusts.

(n) *Cost:*

The term "cost" (except as used in Article 3, Article 8 and Section 9.02), when used with respect to any particular property additions or other property

acquired or constructed by the Company, means the actual cost (or, if not known, estimated cost) thereof to the Company, determined in accordance with the Uniform System. (o) Counsel:

The term "counsel" shall mean counsel, who may be of counsel to the Company, appointed by the Company and acceptable to the trustee.

(p) *Coupons:*

The term "coupon" or "coupons" shall mean any interest coupon or interest coupons, as the case may be, appertaining to the bonds.

(q) *CR&L Lease:*

The term "CR&L Lease" means the 999-year lease dated December 19, 1906 from Connecticut Railway and Lighting Company to The Consolidated Railway Company, recorded in the office of the Secretary of State of the State of Connecticut in Volume 7, Page 140, as heretofore or hereafter supplemented and amended.

(r) *Engineer:*

The term "engineer" shall mean an individual, partnership or corporation qualified to pass upon engineering questions; whether or not employed by or in any way affiliated with the Company.

(s) *Engineer's certificate:*

The term "engineer's certificate" shall mean a certificate conforming to the requirements of Section 15.03 signed by an engineer appointed by the Company and acceptable to the Trustee.

(t) *Event of default:*

The term "event of default" shall mean any event of default specified in Section 10.02, continued for the period of time, if any, therein designated.

(u) *Fair value:*

The term "fair value", when used with respect to any property, shall mean the fair value thereof determined as if it were free of lien securing debt, if any.

The term "fair value", when used with respect to any particular property acquired or constructed by the Company, shall mean the fair value thereof to the Company determined as of the date of the engineer's or independent engineer's certificate in which such property is included, except that the fair value of any property which has been retired prior to the date of the certificate in which it is included shall be determined as of the date when such property first became properly chargeable to utility plant accounts of the Company under the Uniform System.

In the case of any property consisting of a plant or system which within six months prior to the date of its acquisition by the Company has been used by a person or persons other than the Company in a business similar to that in which it has been or is to be used or operated by the Company, the "fair value" thereof shall be deemed to include the fair value of any franchises, contracts, operating agreements or other rights or property acquired simultaneously therewith, for which no separate or distinct consideration shall have been paid or apportioned. The provisions of this subsection (u) shall not be applicable to, and shall not modify or otherwise vary the interpretation of, Article 3, Article 8 and Section 9.02.

*(v) First Effective Date:*

The term "First Effective Date" shall mean the earliest date on which all bonds of series originally issued under the Mortgage prior to January 1, 1960 have ceased to be outstanding.

*(w) Independent:*

The term "independent" when applied to any accountant, appraiser, engineer, or other expert, shall mean an expert who (a) is in fact independent; (b) does not have any substantial interest, direct or indirect, in the Company or in any person directly or indirectly controlling or controlled by, or under direct or indirect common control with, the Company; and (c) is not connected with the Company or any person directly or indirectly controlling, or controlled by, or under direct or indirect common control with, the Company, as an officer, employee, underwriter, trustee, director or person performing similar functions. The fact that an accountant, appraiser, engineer or other expert is retained by the Company, or that his services are engaged, otherwise than as an employee or officer of the Company, for compensation

shall not be deemed in itself to disqualify him on the ground that he is not independent.

*(x) Independent accountant's certificate:*

The term "independent accountant's certificate" shall mean a certificate or opinion conforming to the requirements of Section 15.03 and signed by an independent accountant appointed by the Company and approved by the Trustee in the exercise of reasonable care.

*(y) Independent appraiser's certificate:*

The term "independent appraiser's certificate" shall mean a certificate or opinion conforming to the requirements of Section 15.03 and signed by an independent appraiser appointed by the Company and approved by the Trustee in the exercise of reasonable care.

*(z) Independent engineer's certificate:*

The term "independent engineer's certificate" shall mean a certificate conforming to the requirements of Section 15.03 and signed by an independent engineer appointed by the Company and approved by the Trustee in the exercise of reasonable care.

*(aa) Lien of the Mortgage:*

The term "lien hereof" or "lien of the Mortgage" or "lien of this Mortgage" shall mean the lien created or intended to be created by the Mortgage (including the after-acquired property clauses hereof), or otherwise created or intended to be created, constituting any property a part of the security held by the Trustee for the benefit of the bonds outstanding.

*(bb) Maintenance certificate:*

The term "maintenance certificate" shall mean an officers' certificate conforming to the requirements of Section 15.03 filed by the Company with the Trustee pursuant to the requirements of Section 6.06.

*(cc) Mortgage:*

The term "Mortgage" shall mean the Company's Indenture of Mortgage and Deed of Trust, dated as of May 1, 1921, to Bankers Trust Company, as Trustee, as supplemented and amended by all supplemental indentures.

(dd) *Mortgaged property:*

The terms "mortgaged property" or "trust estate" shall mean as of any particular time the property (including cash) which at said time is covered or intended to be covered by the lien of the Mortgage.

(ee) *Nuclear core elements; bondable value of nuclear core elements:*

The term "nuclear core elements" shall mean the fuel elements comprising the core for a nuclear power reactor. The term shall include (i) fuel elements while in the process of fabrication and special nuclear or other materials held for use in such fabrication, (ii) fuel elements which are being held for future use in the reactor, (iii) fuel elements located in the reactor, (iv) fuel elements which have been withdrawn from the reactor after use, and (v) fuel elements, and materials formerly comprising fuel elements, which are undergoing or have undergone reprocessing.

The term "bondable value", as applied to any particular nuclear core element, shall mean the cost thereof, or the fair value thereof to the Company as of the time the element is first used in the nuclear reactor, whichever is less.

(ff) *Officers' certificate:*

The term "officers' certificate" shall mean a certificate signed by the President or a Vice-President and the Treasurer or an Assistant Treasurer of the Company and conforming to the requirements of Section 15.03.

(gg) *Officers' default certificate:*

The term "officers' default certificate" shall mean an officers' certificate delivered in connection with a request or application under the Mortgage and stating that, so far as known to the signers, the Company is not, and upon the granting of the application will not be, in default in the performance of any of the covenants or provisions of the Mortgage.

(hh) *Opinion of counsel:*

The term "opinion of counsel" shall mean an opinion or opinions in writing signed by counsel and conforming to the requirements of Section 15.03.

(ii) *Outstanding, with reference to bonds:*

The term "outstanding," when used with reference to bonds, shall mean as of any particular time all bonds issued under the Mortgage, except:

- (i) bonds theretofore cancelled or delivered to the Trustee for cancellation;
- (ii) bonds for the purchase, payment or redemption of which moneys in the necessary amount shall have been irrevocably deposited with the Trustee, provided, however, that if such bonds are to be redeemed prior to the maturity thereof, notice of such redemption shall have been given as provided in the Mortgage, or provision satisfactory to the Trustee shall have been made for the giving of such notice; and
- (iii) bonds theretofore paid or in lieu of or in substitution for which other bonds shall have been authenticated or certified and delivered pursuant to Section 2.08 hereof.

(jj) *Outstanding, with reference to prior lien obligations:*

The term "outstanding," when used with reference to prior lien obligations, shall mean as of any particular time all prior lien obligations authenticated and delivered by the trustee or other holder of the prior lien securing the same or, if there be no such trustee or other holder, theretofore made and delivered or incurred, except:

- (i) prior lien obligations theretofore cancelled or delivered to the trustee or other holder of any such prior lien for cancellation;
- (ii) prior lien obligations held by the Trustee subject to the provisions of Article 9 hereof;
- (iii) prior lien obligations held by the trustee or other holder of a prior lien upon the same property as that mortgaged or pledged to secure the prior lien obligation so held (under conditions such that no transfer of ownership or possession of such prior lien obligations by the trustee or other holder of such prior lien is permissible otherwise than to the Trustee to be held subject to the provisions of Article 9 hereof, or to the trustee or other holder of some other prior lien upon

the same property for cancellation or to be held uncanceled under the terms of such other prior lien under like conditions);

(iv) prior lien obligations for the purchase, payment or redemption of which funds in the necessary amount shall have been irrevocably deposited with the Trustee or the trustee or other holder of a prior lien, provided that if such prior lien obligations are to be redeemed prior to the maturity thereof, notice of such redemption shall have, been given as required by the prior lien securing the same, or provision satisfactory to the Trustee shall have been made for the giving of such notice; and

(v) lost, stolen or destroyed prior lien obligations in lieu of or in substitution for which other prior lien obligations shall have been authenticated and delivered.

(kk) *Permitted liens:*

The term "permitted liens" shall mean:

(a) any mortgages, liens or other encumbrances created by others than. the Company and any renewal or extension of any such lien, mortgage or other encumbrance, which at the particular time in question are liens upon lands not owned by the Company over which easements or rights-of-way for towers, poles, wires, conduits, mains, pipe lines, transmission lines, distribution lines, metering stations or other facilities or purposes are held by the Company, securing bonds or other indebtedness Which have. not been assumed or guaranteed by the Company and on which the Company does not customarily pay interest charges;

(b) undetermined liens and charges incidental to construction;

(c) any valid right under any provision of statutory or common law to purchase, condemn, appropriate. or recapture, or to designate a purchaser of, any of the mortgaged property;

(d) the lien of taxes and assessments. not at the time due and delinquent;

(e) the lien of specified taxes and assessments which are delinquent but the validity of which is being contested at the time by the Company in good faith;

(f) the lien reserved in leases. for rent and other payments in the nature of rent and for compliance with the terms of the leases in the case of leasehold estates;

(g) minor defects and irregularities in the titles to any property which do not materially impair the use of such property for the purposes for which it is held by the Company;

(h) easements, rights, exceptions or reservations in any property of the Company, granted or reserved or created by law for the purpose of towers, poles, conduits, mains, pipe lines, transmission lines, distribution lines, metering stations, roads, streets, alleys, highways, railroad tracks, docks, water or air rights, wells and other like facilities or purposes, or for the joint or common use of real property, facilities and equipment, which do not materially impair the use of such property for the purposes for which it is held by the Company;

(i) rights reserved to or vested in any municipality or public authority to control or regulate any property of the Company or to use any such property in any manner which does not materially impair the use of such property for the purposes for which it is held by the Company;

(j) any obligations or duties, affecting the property of the Company, to any municipality or public authority with respect to any franchise, grant, license or permit;

(k) any irregularities in or deficiencies of title to any rights-of-way for electric transmission lines, electric distribution lines, pipe lines, telephone lines, power lines, water lines and/or appurtenances thereto or other improvements thereon, and to any real estate used or to be used primarily for right-of-way purposes, provided that in the opinion of counsel the Company shall have obtained from the apparent owner of the lands or estates therein covered by any such right-of-way a sufficient right, by the terms of the instrument granting such right-of-way, to the use thereof for the construction, operation or maintenance of such lines, appurtenances or improvements for which the same are used or are to be used, or provided that in the opinion of counsel the Company has power under its charter or by statute, by the exercise of eminent domain or a similar right or power, to remove such irregularities or deficiencies; and

(1) the rights of persons other than the Company created by the agreement between The New York, New Haven and Hartford Railroad Company, The New England Navigation Company, Housatonic Power Company, The United Gas Improvement Company and the Company,

dated July 23, 1918, and recorded in the New Milford Land Records, Vol. 76, Page 53.

(ll) *Person:*

The term "person" shall mean and include an individual, a corporation, a partnership, an association, a joint stock company, a trust, any unincorporated organization or any government or political subdivision thereof.

(mm) *Prior lien obligations; prior lien:*

The term "prior lien obligations" shall mean debt obligations secured by mortgage or other lien, charge, title retention agreement or other encumbrance prior to or on a parity with the lien of the Mortgage (except a permitted lien) existing on property constituting a part of the trust estate, whether or not assumed by the Company; and the term "prior lien" shall mean any lien securing outstanding prior lien obligations.

(nn) *Property additions; amount of property additions:*

The term "property additions" shall mean utility property acquired or constructed by the Company since December 31, 1966. Permanent improvements, extensions, additions or replacements in the process of construction or erection shall be "property additions" as of any given date, insofar as actually constructed or erected after December 31, 1966, and before such given date. Property additions as so defined shall not include any of the following:

- (a) good will or going concern value;
  - (b) any contracts or agreements or franchises or governmental permits, granted or acquired, as such, separate and distinct from the property operated thereunder or in connection therewith or incident thereto;
  - (c) any shares of stock or certificates or evidences of interest therein, or any bonds, notes or other evidences of indebtedness or certificates of interest therein or any other securities;
  - (d) any materials, merchandise, appliances or supplies acquired for the purpose of resale to customers in the ordinary course and conduct of business or any materials or supplies held for consumption in operation;
  - (e) any property of the various general types which are currently excepted from the lien of the Mortgage by the granting clauses thereof;
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(f) any leased property (except for transmission or distribution purposes) or improvements thereto, except (1) property leased under the CR&L Lease and improvements thereto, and (2) improvements to other leased property which under the provisions of the applicable lease may be removed at or prior to the expiration of the lease and which may be so removed without substantially impairing their value to the Company; and

(g) any property upon which the Mortgage does not constitute a direct mortgage lien.

The term "amount", as applied to any particular property additions, shall mean the cost thereof, or the fair value thereof, whichever is less.

(oo) *Public accountant:*

The term "public accountant" shall mean an individual or a partnership or a corporation engaged in the accounting profession and entitled to practice as a public or chartered accountant under the laws of the state, territory or country of the residence or principal office of such person or entity, whether or not regularly engaged by the Company.

(pp) *Replacement fund requirement:*

The term "replacement fund requirement" (1), for any period of time, other than a period of twelve consecutive calendar months which is not a calendar year, shall mean an amount equal to the sum of the minimum provisions for replacement of depreciable property for:

(i) each calendar year, if any, included within the period in question, and

(ii) the months, if any, included within such period which are subsequent to the end of the last completed calendar year,  
and

(2) for a period of twelve consecutive calendar months which is not a calendar year, shall mean the minimum provision for replacement of depreciable property for such period.

The minimum provision for replacement of depreciable property for a calendar year or any other period of twelve consecutive calendar months shall be 2.25% of the average of the Company's depreciable property as at the beginning and end of such year or other period.

The minimum provision for replacement of depreciable property for the period of months subsequent to the end of the last completed calendar year shall be  $1/12^{\text{th}}$  of 2.25% of the average of the Company's depreciable property as at the beginning and end of such period for each full month included within such period.

The term "depreciable property" shall mean, as of any specified time of computation, an amount, determined in accordance with generally accepted accounting principles, equal to the sum of (a) the aggregate of the cost to the Company, or the original cost, (whichever is less) of depreciable utility property, excluding any amount included in utility plant acquisition adjustments accounts or in any accounts for similar purposes, and (b) amounts included in the utility plant acquisition adjustments accounts or in accounts for similar purposes of the Company if (1) the Company shall have failed to provide a reserve therefor on its books and (2) the Company shall have failed to make provision for charges to income and/or periodic charges to surplus in lieu of charges to income adequate to permit the write-off thereof at the expiration of the estimated useful life of the property represented thereby.

*(qq) Refundable prior lien obligations:*

The term "refundable prior lien obligations" at any particular time shall mean all prior lien obligations which are or previously were secured by a prior lien on any property additions certified to the Trustee in any bondable property certificate and which are or were outstanding at any time after the property additions on which such prior lien is or was a lien have been so certified to the Trustee (whether or not still outstanding at such particular time) other than (1) prior lien obligations in exchange for which other prior lien obligations have been delivered, (2) prior lien obligations theretofore made the basis for the authentication and delivery of bonds or the withdrawal of cash under any provision of the Mortgage, or for a credit under Section 3.55, Section 6.06, Section 6.14 or Article 8.5, provided that prior lien obligations which are withdrawn from the Trustee pursuant to Section 6.06 shall, at the time of such withdrawal, again become refundable prior lien obligations, (3) prior lien obligations which shall have been deducted from the fair value of any mortgaged property released, and (4) prior lien obligations which have ceased to be outstanding by reason of having been paid, redeemed, purchased or otherwise retired through the application of moneys received on a release of, or representing the proceeds of insurance on, or

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the proceeds of the taking by eminent domain or purchase by any governmental or public body, authority, agency or licensee of, or the proceeds of any other sale, disposition or change of, mortgaged property, including the proceeds of and substitutes for any thereof.

*(rr) Responsible officers of the Trustee:*

The term "responsible officers of the Trustee" shall mean and include the chairman of the board of directors, the president, every vice-president, every assistant vice-president, the cashier, the secretary, the treasurer, every trust officer, every assistant trust officer, and every other officer and assistant officer of the Trustee to whom any corporate trust matter is referred because of his knowledge of and familiarity with a particular subject, and the term "responsible officer" shall mean and include any of said officers.

*(ss) Retirements; amount of retirements:*

The term "retirements" shall mean and include all utility property which, subsequent to December 31, 1966, shall have become worn out or permanently unserviceable, or shall have been lost, sold, destroyed, abandoned, surrendered on lapse of title, or released from the lien of the Mortgage, or taken by eminent domain, or purchased by any governmental or public body, authority, agency or licensee pursuant to the right reserved to or vested in it by any license or franchise, or otherwise disposed of by the Company, or retired from service for any reason, or shall have permanently ceased to be used or useful in the business of the Company. The term "amount", as applied to any particular retirement, shall mean the cost thereof to the extent that an amount equivalent to such cost is credited to utility plant accounts under the Uniform System.

*(tt) Second Effective Date:*

The term "Second Effective Date" shall mean the earliest date on which all bonds of series originally issued under the Mortgage prior to April 1, 1967 have ceased to be outstanding.

*(uu) Securities and Exchange Commission:*

The term "Securities and Exchange Commission" shall mean the Commission created by the Securities Exchange Act of 1934, or in the event that such Commission shall not be existing and performing the duties performed by it on August 31, 1944, then the body performing the duties theretofore performed by the aforesaid Securities and Exchange Commission.

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(vv) *Special nuclear material:*

The term "special nuclear material" shall mean uranium, thorium, plutonium and any other material from time to time used or selected for use by the Company as fuel material in a nuclear electric generating unit.

(ww) *Supplemental indenture:*

The term "supplemental indenture" or "indenture supplemental hereto" shall mean any indenture duly authorized and entered into in accordance with the provisions of the Mortgage and expressly stated to be supplemental hereto.

(xx) *Trustee:*

The term "Trustee" shall mean Bankers Trust Company, or the trustee under the Mortgage for the time being, whether original or successor.

(yy) *Trust estate:*

See definition of "mortgaged property".

(zz) *Uniform System:*

The term "Uniform System" shall mean:

(i) the uniform systems of accounts applicable to the Company prescribed by the Public Utilities Commission of the State of Connecticut, as in effect January 1, 1967 and as said systems may be amended from time to time, or

(ii) if the systems of accounts prescribed by the Public Utilities Commission of the State of Connecticut cease to be applicable to the Company, the systems of accounts, as amended from time to time, prescribed by the regulatory commission having jurisdiction or supervisory authority over the accounts of the Company, or

(iii) if no regulatory commission has jurisdiction or supervisory authority over the accounts of the Company, a system of accounts maintained in accordance with generally accepted accounting principles.

(aaa) *Utility property:*

The term "utility property" shall mean property of the Company located in Connecticut or elsewhere and necessary or useful in the utility business, as

that business is from time to time carried on by the Company, which is charged or properly chargeable to utility plant accounts in accordance with the Uniform System; provided, however, that the nuclear core elements required for a nuclear electric generating unit owned by the Company or in which the Company has an interest shall not constitute "utility property", even if charged or properly chargeable to utility plant accounts in accordance with the Uniform System, if all or any portion of the inventory of nuclear core elements required for such generating unit has been made the basis of the issue of bonds under Section 3.55.

SECTION 1.02. *Terms Defined Elsewhere.* Definitions of terms of general usage elsewhere defined in the Mortgage are set forth respectively:

Term	Section
underlying bonds	3.04
underlying mortgages	3.04
core deficiency	3.55
replacement credit	6.06
available replacement credit	6.06
replacement deficit	6.06
purchase money obligations	8.04, 8.56

## ARTICLE 2.

### Form, Execution, Delivery, Registry and Exchange of Bonds.

SECTION 2.01. *General Limitation on Amount.* The issue of bonds hereunder shall not be limited in respect of their aggregate principal amount, except as the Board may otherwise provide in respect of any particular series at the time of the creation thereof, and except that the total amount of bonds outstanding at any time shall not, in any event, exceed the amount at that time permitted by law.

SECTION 2.02. *Bonds Issuable in Series.* Bonds may be issued in series. All bonds of the same series shall be identical in tenor, except as to the denominations thereof and except, in the case of registered bonds without coupons, as to the date specified therein from which interest is to accrue. All of the bonds of a particular series shall bear the same date.

SECTION 2.03. *Designation and Terms of Bonds of Each Series.* The bonds of each series shall be designated in such appropriate manner as shall be determined by the Hoard. The terms of the bonds of each series, including the denominations of the bonds, date of the bonds, date of maturity, rate of interest, semi-annual interest payment dates, exchangeability, provisions relating to conversion into the capital stock of the Company, or of a successor corporation, to a sinking fund, to redemption, to payment without deduction for certain taxes, and to reimbursement of the holder of any bonds for taxes on account of said bonds paid by said holder in States other than Connecticut, shall be such, not inconsistent with the terms of the Mortgage, as may be fixed by the Board and as shall be expressed in said bonds.

SECTION 2.04. *Form and Execution of Bonds; Interest Accrual.* Bonds of all series, and the coupons to be attached to coupon bonds shall be substantially in the forms hereinbefore set forth, provided however that there may be such omissions, variations or insertions therein as in the case of each series may be necessary or appropriate to make the bonds of such series conform to the listing requirements of any Stock Exchange or to provisions authorized in respect of the bonds of such series by the Board and permitted by the Mortgage.

All bonds issued under the Mortgage shall, from time to time, be executed on behalf of the Company with the manual or facsimile signature of its President or one of its Vice-Presidents, under its corporate seal or a facsimile thereof, attested by the manual or facsimile signature of its Secretary or an Assistant Secretary, and the Company may adopt and use for that purpose a facsimile signature of any person who shall have been such President, Vice-President, Secretary, or Assistant Secretary, notwithstanding the fact that such person may have ceased to have held the particular office at the time when such bonds shall be actually authenticated and delivered. After such execution and attestation the bonds shall be delivered to the Trustee for authentication by it and thereupon as provided in the Mortgage and not otherwise the Trustee shall authenticate and shall deliver the same. Only such bonds as shall bear thereon indorsed a certificate of authentication substantially in the form hereinbefore recited, executed by the Trustee, shall be secured by the Mortgage or be entitled to any right or benefit hereunder, and such authentication by the Trustee upon any such bond shall be conclusive and the only evidence that the bond so authenticated, when issued by the

Company, has been duly issued hereunder and that the holder thereof is entitled to the benefit of the trusts hereby created.

In case any of the officers of the Company who shall have signed and sealed any of the bonds issuable under the Mortgage shall have ceased to be officers of the Company before the bonds so signed and sealed shall have been actually authenticated and delivered by the Trustee, such bonds, nevertheless, may be authenticated and delivered and issued as though the persons who signed and sealed such bonds had not ceased to be officers of the Company; and also any of such bonds may be signed and sealed in behalf of the Company by such persons as at the actual date of the execution of such bonds shall be the proper officers of the Company, although at the date of such bond any such person shall not have been an officer of the Company. The coupons to be attached to coupon bonds shall be authenticated by the engraved facsimile signature of the present Treasurer or of any future Treasurer of the Company, and the Company may adopt and use for that purpose the facsimile signature of any person who shall have been such Treasurer, notwithstanding the fact that he may have ceased to be such Treasurer at the time when such bonds shall be actually authenticated and delivered.

Before bonds of any series shall be authenticated or delivered by the Trustee, a certified resolution authorizing or creating such series shall be delivered to the Trustee, and the bonds of such series shall conform to the terms expressed in such resolution.

Coupon bonds shall bear interest from their date. Registered bonds without coupons shall bear interest from the interest payment date next preceding the date of authentication, unless such date of authentication be an interest payment date, in which case such bonds shall bear interest from such interest payment date.

Bonds may be issued originally either as coupon bonds or as registered bonds without coupons. The Trustee shall not authenticate or deliver any coupon bond unless all coupons thereon then matured shall have been detached and cancelled.

SECTION 2.05. *Denominations; Numbering.* Coupon bonds of each series shall be of the denomination of \$1,000.

Registered bonds without coupons of each series shall be of the denominations of \$1,000 or any multiple thereof as the Board may determine.

Coupon bonds and registered bonds without coupons of the several denominations shall each be identified by such numbers, letters or other dis-

tinguishing marks as may be adopted by the Board with the approval of the Trustee.

SECTION 2.06. *Registrations, Transfers and Exchanges*. The Company shall keep at an office or agency to be maintained by it in the Borough of Manhattan, City of New York, books for the registry and transfer, as in the Mortgage provided, of bonds issued hereunder, which books at all reasonable times shall be open for inspection by the Trustee.

Any coupon bond may be registered as to principal only on the said books of the Company at its said office or agency and after such registration no transfer shall be valid unless made on said books by the registered holder in person, or by his attorney duly authorized, and similarly noted on the bond. Upon presentation to the Company at such office or agency of any such coupon bond registered as to principal, accompanied by a written instrument of transfer in form approved by the Company duly executed by the registered holder, such bond shall be transferred upon such books. The registered holder of any such coupon bond, registered as to principal, shall also have the right to cause the same to be registered as payable to bearer, in which case transferability by delivery shall be restored, and thereafter the principal of such bond when due shall be payable to the person presenting the bond; but any such bond registered as payable to bearer may be registered again in the name of the holder with the same effect as the first registration thereof. Successive registrations and transfers as aforesaid may be made from time to time as desired. Each registration of a bond shall be noted thereon by the agent for such purpose of the Company. Registration of any coupon bond as to principal, however, shall not affect the negotiability of the coupons appertaining to such bond, but every such coupon shall continue to pass by delivery merely and shall remain payable to bearer.

Whenever any coupon bond or bonds of the same series, by the terms thereof exchangeable for coupon bonds of the same series of other denominations, together with all unmatured coupons thereto appertaining, shall be surrendered to the Company for exchange for a like principal amount of coupon bonds of other denominations of the same series, the Company shall execute, and the Trustee shall authenticate, and it or the Company shall deliver in exchange therefor a like aggregate principal amount of coupon bonds of the same series of such other denominations as shall be designated in the bonds so surrendered, bearing all unmatured coupons.

Whenever the registered holder of any registered bond without coupons shall surrender the same to the Company for transfer, together with a written instrument of transfer in form approved by the Company duly executed by such registered holder, the Company shall execute, and the Trustee shall authenticate, and it or the Company shall deliver in exchange therefor a new registered bond without coupons, or new registered bonds without coupons, of the same series, for the same aggregate principal amount.

Whenever any registered bond without coupons, by the terms thereof exchangeable for a coupon bond or coupon bonds of the same series, together with a written instrument of transfer in form approved by the Company duly executed by the registered holder, shall be surrendered to the Company for exchange for one or more coupon bonds of the same series, the Company shall execute, and the Trustee shall authenticate, and it or the Company shall deliver in exchange therefor a like aggregate principal amount of coupon bonds of the same series as the surrendered bond, bearing all unmatured coupons.

Whenever any coupon bond or bonds of the same series, by the terms thereof exchangeable for a registered bond or registered bonds without coupons, together with all unmatured coupons thereto appertaining shall be surrendered for exchange for a registered bond or registered bonds without coupons, the Company shall execute, and the Trustee shall authenticate, and it or the Company shall deliver in exchange therefor a registered bond or registered bonds without coupons, of the same series, for the same aggregate principal amount.

For any exchange of bonds for bonds of another denomination, or of registered bonds without coupons for coupon bonds, and for any transfer of registered bonds without coupons, the Company, at its option, may require the payment of a sum sufficient to reimburse it for any stamp tax or other governmental charge, and in addition thereto of a reasonable charge (not exceeding two dollars) for each new bond, if any, issued upon such transfer or exchange. In every case of transfer or exchange of bonds the Trustee forthwith shall cancel the surrendered bond or bonds and coupons, and upon demand shall deliver the same to the Company.

SECTION 2.07. *Ownership of Bonds.* The Company and the Trustee may deem and treat the bearer of any coupon bond hereby secured which shall not at the time be registered as hereinbefore provided, and the bearer of any coupons for interest on any bond, whether or not such bond shall be registered, as the absolute owner of such bond or coupons, as the case may be, for the purpose of receiving payment thereof and for all other purposes,

and neither the Company nor the Trustee shall be affected by any notice to the contrary.

The Company and the Trustee shall deem and treat the person in whose name any registered bond without coupons issued hereunder shall be registered as hereinbefore provided as the absolute owner of such bond for the purpose of receiving payment of or on account of the principal and interest on such bond, and for all other purposes and shall deem and treat the person in whose name any coupon bonds shall be so registered as the absolute owner thereof for the purpose of receiving payment of or on account of the principal thereof, and for all other purposes except to receive payment of interest represented by outstanding coupons.

SECTION 2.08. *Replacement of Bonds.* In case any bond issued under the Mortgage shall become mutilated or be destroyed or lost, the Company in its discretion may issue, and thereupon the Trustee shall authenticate and deliver, a new bond of like tenor, date and series bearing in the case of a coupon bond, coupons having the same maturities as those attached to the bond at the time it was mutilated, destroyed or lost except such coupons as have been paid prior to the delivery of the new bond. The applicant for such substitute bond shall furnish to the Company and to the Trustee evidence to their satisfaction, respectively, of the mutilation, destruction or loss of such bond, and of the ownership thereof, and said applicant also shall furnish such indemnity to both the Company and the Trustee, respectively, as in their discretion they may require, and said applicant shall pay all expenses incident to the issue of a new bond under this Section and shall comply with such other reasonable regulations as the Company or the Trustee may prescribe.

SECTION 2.09. *Temporary Bonds.* Until definitive bonds shall be prepared the Company may execute and upon the request of the Company the Trustee shall authenticate and deliver in lieu of such definitive bonds and subject to the same provisions, limitations and conditions, temporary printed or typewritten bonds of any denomination substantially of the tenor of the bonds hereinbefore recited, with or without coupons and with appropriate omissions, insertions and variations as may be required. Pending the preparation of the definitive bonds, such temporary bonds shall be exchangeable for other temporary bonds of like aggregate principal amount, whether of the same or different denominations, in accordance with the provisions of this Article 2.

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Upon the surrender of such temporary bonds, or any of them, the Company shall exchange for definitive bonds, at its own expense, shall prepare and execute and, upon cancellation of such surrendered bonds, the trustee shall authenticate and deliver in exchange therefor, definitive bonds for the same aggregate principal amount as the temporary bonds surrendered, and otherwise in accordance with said temporary bonds. Until so exchanged, the temporary bonds in all respects shall be entitled to the same lien and security of the Mortgage as the definitive bonds issued and authenticated hereunder, and, except as otherwise provided as to any series in the supplemental indenture setting forth the terms and provisions of such series, interest, when and as payable shall be paid and such payment noted thereon, if such temporary bonds shall have been issued without coupons or, if such temporary bonds shall have been issued with coupons shall be paid on presentation and surrender of such coupons as they mature.

SECTION 2.10. *Fully Registered Issues*. Notwithstanding any other provision in the Mortgage, if definitive bonds of any series originally issued after April 1, 1967 are issuable only as registered bonds without coupons:

(a) the Company shall not be required to make any transfers or exchanges of bonds of such series for a period of fifteen (15) days next preceding (i) any mailing of notice of redemption of bonds of such series, or (ii) any interest payment date for bonds of such series, and the Company shall not be required to make transfers or exchanges of the principal amount (or any portion thereof) of any bonds of such series called or selected for redemption after the mailing of a notice of the redemption thereof; and

(b) the supplemental indenture establishing the terms of the bonds of such series may provide for (i) the determination of the registered holders entitled to receive payment of interest thereon by reference to a record date, and (ii) the dates from which such bonds shall bear interest.

### **ARTICLE 3.**

#### **Issue of Bonds.**

SECTION 3.01. *Effective Time of Article; General Requirements*. This Article 3 shall continue in effect until the Second Effective Date but not thereafter and shall cease to be of any force or effect on the Second Effective Date. So long as this Article 3 continues in effect, the Company shall not be entitled

to require the Trustee to authenticate and deliver additional bonds under the Mortgage unless the Company complies with the applicable requirements of both this Article 3 and Article 3.5; provided, however, that nothing in the Mortgage shall be construed as requiring that the basis for the issue of such additional bonds under this Article 3 be the same as the basis for the issuance of such bonds under Article 3.5.

SECTION 3.02. *General Restrictions on Issues.* The Company may, subject only to the conditions prescribed in this Article 3 and Article 3.5, issue bonds secured by the Mortgage without limit as to principal amount. Such power to issue bonds shall not be exhausted by any issue but may be exercised from time to time, and the Mortgage shall be a continuing lien to secure the payment of the principal and interest of all bonds which may from time to time be outstanding hereunder.

SECTION 3.03. *Bonds Issued to Refund, Retire or Replace Other Bonds.* Additional bonds secured by the Mortgage may from time to time be authenticated and delivered hereunder, to refund, or retire, or replace, either before, at or after maturity, any bonds issued hereunder, upon compliance with the conditions prescribed in either paragraph (1) or (2) of this Section 3.03.

(1) Upon (a) delivery to the Trustee of any bonds issued hereunder, whether of the same or different series, cancelled or uncanceled, with all unmatured coupons, if any, thereto appertaining, either in bearer form or accompanied by proper instruments of assignment and transfer, and/or (b) upon proof furnished to the Trustee, satisfactory to the Trustee, that any such bonds have been paid and satisfied in full, the Trustee shall, upon request of the Company, at any time or times thereafter, authenticate and deliver to, or upon the written order of, the Company, bonds of such other series as may be requested by the Company, equal in principal amount to the principal amount of the bonds so delivered to the Trustee, and/or of the bonds so proved to have been paid and satisfied, as the case may be; provided that the Trustee shall have been furnished with a certified resolution requesting the authentication and delivery of such bonds.

(2) Upon delivery to the Trustee (a) of a certified resolution requesting the Trustee to authenticate and deliver to, or upon the written order of, the Company, bonds of a particular series, secured by the Mortgage, for the purpose of refunding at maturity any bonds issued here-

under, and/or for the purpose of redeeming any such bonds; whether of the same or a different series; that shall have been called for redemption according to their terms, and (b) in the case of bonds called for redemption, also a certified resolution authorizing such call, the Trustee shall authenticate and deliver to, or upon the written order of, the 'Company, bonds of such series as may be requested by It, equal in principal amount to the aggregate principal amount of the bonds to be refunded and/or redeemed; provided that cash equal to the principal amount of the bonds so authenticated and delivered shall simultaneously be deposited with the Trustee in exchange therefor. On the written order of the Company, and upon delivery to the Trustee from time to time of bonds so matured or maturing or so called for redemption (other than bonds in exchange for which the Trustee shall have -authenticated and delivered bonds under paragraph (1) of this Section 3.03, and other than bonds of any series in respect of which the sinking fund provisions prohibit it, which shall have been acquired through the sinking fund of such series), cancelled or uncanceled, with all unmatured coupons, if any, thereto appertaining,. either in bearer form or accompanied by proper instruments of assignment and transfer, the Trustee, out of the cash so deposited with it, shall pay to the Company a sum equal to the principal amount of the bonds so delivered to the Trustee.

All bonds and coupons delivered to the Trustee under the provisions of this Section 3.03. shall, if uncanceled, thereupon be cancelled, and shall be stamped by the Trustee with a notation that the same have been refunded under the Mortgage, and returned to the Company. No bonds shall be subsequently issued hereunder in place of bonds that shall have been so refunded, stamped and returned.

SECTION 3.04. *Bonds Issued Against Underlying Bonds.* Upon compliance with the conditions prescribed in this Section 3.04, additional bonds secured by the Mortgage may from time to time be authenticated and delivered hereunder either (a) to refund, pay, redeem, retire, purchase or otherwise acquire, before, at or after maturity, any bonds or other obligations secured by mortgage or other lien prior to the lien hereof upon any property which may hereafter be acquired by the Company and which shall have been used as a basis for the authentication and delivery of bonds under Section 3.05, or (b) to reimburse the Company for money expended for any of said purposes. All such bonds or other obligations referred to in subdivision (a) of this para

graph are hereafter in the Mortgage called collectively "underlying bonds." All mortgages or other liens securing underlying bonds are hereinafter in the Mortgage called "underlying mortgages."

(1) Whenever, from time to time, the Company shall deposit with the Trustee before, at or after maturity, any of said underlying bonds, cancelled or uncanceled, with all unmatured coupons, if any, thereto appertaining, either in bearer form or accompanied by proper instruments of assignment and transfer, or shall furnish to the Trustee evidence satisfactory to the Trustee that any such bonds, including those acquired for sinking fund purposes under any underlying mortgage, have been paid and satisfied in full, the Trustee, upon request of the Company, evidenced by a certified resolution, shall authenticate and deliver to, or upon the written order of, the Company, bonds secured by the Mortgage of any series requested by it, of a principal amount equal to the principal amount of such bonds so delivered to the Trustee and/or of such bonds so proved to have been paid and satisfied.

(2) From time to time, before, at or after the maturity of any of said underlying bonds, the Company may sell or otherwise dispose of bonds of any series secured by the Mortgage, in order to provide, in whole or in part, the means to pay, redeem, purchase or otherwise acquire any part of such bonds then outstanding, and the Trustee shall thereupon authenticate and deliver to, or upon the written order of, the Company, bonds of any series requested by it secured by the Mortgage of an aggregate principal amount equal to the aggregate principal amount of the bonds to be so paid, redeemed, purchased or otherwise acquired, provided that, in each case an amount of money equal to the aggregate principal amount of the bonds so to be paid, redeemed, purchased or otherwise acquired shall simultaneously with the delivery of said bonds secured hereby be deposited with the Trustee. Out of the money so deposited the Trustee shall, upon demand of the Company, and upon the delivery to the Trustee, in bearer form, or accompanied by proper instruments of assignment and transfer, of any one or more of the underlying bonds so paid, redeemed, purchased or otherwise acquired by the Company, pay to it or upon its written order, a sum equal to the principal amount of the underlying bonds so delivered to the Trustee

Whenever the Company shall request the authentication of bonds for any of such purposes, it shall deliver to the Trustee, in addition to

said bonds or cash, a certified resolution requesting the Trustee to authenticate and deliver to, or upon the written order of, the Company, a stated amount of said bonds to be sold or otherwise disposed of, for or in respect of the payment, purchase; redemption or acquisition of a stated number of underlying bonds, specifying such underlying bonds, and stating that said amount of bonds to be issued hereunder is required for such purpose.

(3) Every underlying bond which shall be deposited with the trustee under the provisions of this Section 3.04 shall be stamped by the Trustee substantially as follows: "Not Negotiable. Held in trust for the purposes declared in the First and Refunding Mortgage of The Connecticut Light and Power Company dated May 1, 1921," and shall be held by the Trustee as purchaser, without merger or extinguishment or impairment of lien, and if not previously cancelled, then in uncanceled form, as part of the security for the bonds issued and to be issued under the Mortgage, unless and until disposed of as hereinafter in this paragraph (3) authorized and directed. All underlying bonds deposited with the Trustee pursuant to this Section shall not thereafter, so long as Article 3 remains in effect, be used for any purpose under the Mortgage, except as provided in this Section.

Unless an event of default has occurred and is continuing, neither the principal nor the interest of any underlying bonds at any time held by the Trustee shall be collected or shall be required to be paid, and the coupons thereto appertaining, as they mature, shall be cancelled by the Trustee and delivered to the Company, except that if default be made in the payment of the interest or principal of any of the underlying bonds not held by the Trustee hereunder, the coupons appertaining to any such underlying bonds of the same issue, held subject to the lien of the Mortgage, shall not after such default be cancelled, and the Trustee may demand and enforce any sums due, whether for interest or as principal, on any such underlying bonds or uncanceled coupons, or may take such other action as shall, in its judgment, be desirable or necessary, and in all respects such bonds so held by the Trustee shall be enforceable equally and ratably with all other like bonds not so held by the Trustee. The Trustee shall be reimbursed by the Company, or from the trust estate, for all expenses by it properly incurred by reason of any such action taken, with interest, and the amount of such expenses and interest shall, until repaid, constitute a lien upon the mortgaged property prior to the lien of the Mortgage. If at any time all of the underlying bonds

of any issue shall be deposited with the Trustee, or shall have been proved to the satisfaction of the Trustee to have been paid and satisfied in full, and there shall not be outstanding any mortgage or other lien, which is junior to the mortgage securing such deposited bonds and prior to the lien of the Mortgage, upon any part of the property subject to the lien of such underlying mortgage, then, the bonds of such issue then held by the Trustee shall be cancelled by the Trustee and surrendered to the Company, and, in such case, the Company shall procure the satisfaction and discharge of the mortgage securing said cancelled bonds. In case the Company shall fail or neglect to take such steps as may be necessary to procure the satisfaction and discharge of record of the mortgage securing said cancelled bonds, the Trustee may take or cause to be taken, at the expense of the Company, such steps as in its opinion may be necessary to procure the satisfaction and discharge of record of the said mortgage.

SECTION 3.05. *Issue of Bonds Against Additional Property.* Additional bonds secured by the Mortgage may from time to time be authenticated and delivered hereunder subject only to the following conditions:

(1) The Company shall be entitled to have authenticated and delivered a principal amount of bonds equal to, but not exceeding, 75% of the actual cost or of the fair value to the Company whichever shall be less (such fair value to be determined as of a time within two months prior to the date of the application for authentication of bonds) of (a) additions to, extensions, betterments or improvements of the real property, plants and transmission and distribution systems of the Company now owned or (of the kind described in clause (b) below) which may be hereafter acquired or which are leased under said agreements dated February 28, 1910, June 27, 1917, and July 23, 1918, referred to in the granting clause hereof, or of (b) additional real property (including easements in perpetuity), plants, transmission and distribution systems, equipment, apparatus and machinery situated in the State of Connecticut and useful or necessary in the Company's gas or electric business or in connection with its hydro-electric developments.

Additions, extensions, betterments and improvements in process of construction from time to time and so far as actually constructed and paid for and which have become subject to the lien of the Mortgage shall be deemed additions, extensions, betterments and improvements within the meaning of this Section.

Only such additions, extensions, betterments and improvements or additional property as shall have been constructed or acquired by the Company after May 1, 1921, may be used as a basis for the authentication and delivery of bonds under this Section 3.05.

(2) No bonds shall be authenticated and delivered under the provisions of this Section 3.05, on account of property which is subject to a mortgage or other lien prior to the lien of the Mortgage, where such mortgage or lien represents or secures an indebtedness the face value of which exceeds 40% of the cost or fair value (whichever shall be less) of the property on which said mortgage or lien exists.

If any property on account of which request shall be made for the payment of deposited moneys or the authentication of any bonds is subject to any lien or charge within the limit above mentioned, the actual cost of such property within the meaning of paragraph (1) of this Section 3.05, shall be deemed to be the sum of the amount already paid therefor by the Company and of the face amount of such indebtedness so secured, and bonds may be authenticated and delivered on account of said property to a principal amount equal (a) to the difference between 75% of the actual cost of said property as above defined and the face amount of such indebtedness, or (b) to the difference between 75% of the fair value of the property (without any deduction for such indebtedness) and the face amount of such indebtedness; whichever of said cost or fair value shall be less.

(3) Bonds shall not be authenticated under the provisions of this Section 3.05 if the net earnings of the Company, during the period of twelve consecutive calendar months ending not more than ninety days prior to any request for authentication of bonds under this Section 3.05, shall have been less than 1 3/4 times the sum of (i) the rental and other sum's payable by the Company in pursuance of said agreements dated February 28, 1910, June 27, 1917 and July 23, 1918 referred to in the granting clause hereof; (ii) the interest on all bonds then outstanding hereunder and on all underlying bonds then outstanding and not pledged hereunder, but not including the interest on any bonds in the sinking fund under the Mortgage and the interest on any bonds in sinking funds under any underlying mortgages; and (iii) the interest on the bonds then requested to be authenticated.

For the purposes of this Article 3, the term "net earnings" shall be construed to mean the amount remaining after deducting from the

operating and non-operating revenues of the Company all ordinary and proper expenses of operation, including repairs and maintenance (which shall include the entire allowance for maintenance, renewals and replacements hereinafter in Section 6.08 specified), taxes, rentals (except as otherwise provided in this paragraph), insurance and all fixed charges other than (i) amortization, (ii) the rental and other sums payable by the Company in pursuance of said agreements dated February 28, 1910, June 27, 1917, and July 23, 1918, referred to in the granting clause hereof; (iii) payments to sinking funds under the Mortgage and to sinking funds under all underlying mortgages; and (iv) the interest on all bonds then outstanding hereunder and on all underlying bonds then outstanding and not pledged hereunder, but not including the interest on any bonds in the sinking fund under the Mortgage and the interest on any bonds in sinking funds under any underlying mortgages. In any case where bonds are to be authenticated and delivered, or deposited moneys are to be paid, to acquire the property, real or personal, of a going concern, the net earnings of the property proposed to be acquired may be added to the net earnings of the Company, and if such property shall be owned by the Company during only a part of any twelve months' period for which net earnings are to be computed, the net earnings of such property during such part of such period as shall have preceded the acquisition thereof by the Company, may be added to the net earnings of the Company for the purposes of this computation, provided the purpose for which the Company intends to use such property is similar to the purpose for which such property was being used immediately prior to the acquisition thereof by the Company. For the purposes of the foregoing computation of net earnings, capital gains and losses shall be excluded.

SECTION 3.06. *Conditions to Issue of Bonds Under Section 3.05.* Bonds issuable under the provisions of Section 3.05 shall be authenticated and delivered upon receipt by the Trustee, in addition to the certified resolution required by Section 2.04, of:

(1) A Statement signed by the President, or a Vice-President, and the Secretary, or an Assistant Secretary, of the Company that the Company has acquired additional property or made additions, extensions, betterments or improvements of a character which under the provisions of Section 3.05 may be used as the basis for the authentication and

delivery of bonds hereunder; and describing such additional property; additions, extensions, betterments or improvements in reasonable detail, and stating further:

(a) the actual cost thereof to the Company, and that such property was acquired, or such additions, extensions; betterments; and improvements made, subsequent to May 1, 1921;

(b) that no part of the expenditures for additional property, or for such additions; extensions, betterments, or improvements has been made the basis of the authentication of any bonds under any provisions of this Article 3 or its predecessor provision, or has been made the basis pursuant to Section 9.02 or its predecessor provision of the withdrawal of any money, or the expenditure pursuant to Section 6.09 or its predecessor provision of any proceeds of insurance policies or other insurance funds, or the release of property under Article 8 or its predecessor provision, or has been made for repairs, maintenance, replacements, or renewals except to the extent by which the actual cost or fair value thereof exceeds the cost when new of the things renewed or replaced;

(c) that the Company, to the knowledge of the officers making such statements, is not in default in the performance of the provisions of the Mortgage;

(d) whether any property so acquired is subject to any lien or charge which shall be particularly described excepting current taxes and undetermined liens and charges incident to construction, and setting forth the amount of every such lien or charge;

(e) such statement may also state any other facts pertaining to the authentication of bonds under this Article 3.

(2) An engineer's certificate stating that personally, or through one or more competent assistants, the signer has examined the additional property, additions, extensions, betterments, and improvements specified in the statement referred to in paragraph (1), and has considered the same in relation to the business of the Company and is of the opinion that either by expenditures, substitutions, or proper allowances, the mortgaged estates and properties have as a whole been kept in satisfactory operative condition, and that in his judgment, the fair value of such additional property, additions, extensions, betterments, or improvements is for the purposes of the Company a certain sum stated, and that said

sum does not include the cost of any repairs, replacements or renewals necessary to keep the property of the Company in satisfactory operative condition, with the exception provided in clause (b) of paragraph (1). Such certificate shall be an independent engineer's certificate if:

(a) within six months prior to the date of acquisition thereof by the Company such property has been used or operated by a person or persons other than the Company in a business similar to that in which it has been or is to be used or operated by the Company; and

(b) the fair value to the Company of such property as set forth in such certificate or opinion is not less than \$25,000 and not less than 1% of the aggregate principal amount of bonds at the time outstanding,

and shall cover the fair value to the Company (as of the date of the certificate or opinion previously furnished the Trustee with reference thereto) of any property so used or operated which has been subjected to the lien of the Mortgage and which has been used as the basis for any action under the Mortgage since the commencement of the then current calendar year, and as to which a certificate or opinion of an independent engineer, appraiser, or other expert has not previously been furnished.

(3) Such Deeds, Conveyances, or Instruments of further assurance, as in the opinion of counsel may be necessary for the purpose of subjecting any property with respect to which authentication of bonds shall be requested to the lien and operation of the Mortgage as a first lien thereon (except the underlying mortgages or the liens, if any, specified in clause (d) of paragraph (1)) or the opinion of such counsel, that no such instruments are necessary for such purpose, and, also, the opinion of such counsel, to the effect that the Company has title to such property, subject to no liens prior to the Mortgage with the exceptions above stated. Such counsel's opinion shall also state that the Company has corporate authority to own and operate any property so acquired. Provided that in the event that any such additional property, or additions, extensions, betterments, and improvements, shall have been acquired or made upon, or in connection with the properties demised under the CR&L Lease, the provisions of this paragraph (3), shall not apply, but in lieu thereof there shall be furnished the opinion of such counsel to the effect that the Connecticut Railway and Lighting Com-

pany has title to any such additional property and to any such additions, extensions, betterments and improvements to property of the Connecticut Railway and Lighting Company acquired after the date of the Mortgage and not used as a basis for the issue of bonds hereunder, subject only to current taxes and undetermined liens and charges incident to construction.

(4) A report signed by the Treasurer or an Assistant Treasurer of the Company and by a public accountant selected by the Company and satisfactory to the Trustee (who may be a public accountant regularly employed by the Company) setting forth the amount of the net earnings of the Company for a period of twelve consecutive calendar months ending not more than ninety days prior to the date of the request for authentication and delivery of bonds showing how the same have been calculated and to that end specifying the operating and non-operating revenues and also the respective amounts charged to the different distributive groups of operating expenses; such net earnings of the Company to be computed as defined above in Section 3.05(3). Said report shall show that the net earnings as thus determined comply with the requirements set forth in said Section 3.05(3).

(5) A certified resolution requesting the authentication and delivery of the bonds and designating the amount thereof, their denominations and series designation.

(6) Opinion of counsel to the effect that there has been obtained the consent of any governmental authority, the consent of which is a legal requisite to the authentication and delivery to the Company of such bonds by the Trustee or that no such consent is necessary.

SECTION 3.07. *Issue of Bonds for Cash Deposited With Trustee*. The Trustee shall, from time to time, upon the order or orders of the Company, evidenced by a certified resolution and upon the filing with the Trustee of a report of the kind described in paragraph (4) of Section 3.06, authenticate and deliver any bonds issuable under the provisions of Section 3.05, upon deposit with the Trustee by the Company of cash equal to the amount of principal of the bonds so ordered to be authenticated and delivered; provided, however, that the aggregate amount of such cash and any cash deposited under the provisions of Section 3.03 and Section 3.04 on deposit with the Trustee, shall not at any one time exceed the sum of \$4,000,000

Any cash deposited with the Trustee under the provisions of this Section shall be held by the Trustee as a part of the mortgaged property and whenever the Company shall become entitled to the delivery of any bonds under the provisions of Section 3.05, and upon compliance with the conditions specified in Section 3.56, the Trustee shall pay over to the Company, or upon its order evidenced as aforesaid, in lieu of each bond to the delivery of which the Company may then be so entitled, a sum in cash equal to the principal amount of one such bond, such delivery of cash to be made upon the receipt by the Trustee of the same documents and instruments that would have been required hereunder to obtain the authentication of bonds issuable under the provisions of Section 3.05, except that no report of the kind described in paragraph (4) of Section 3.06 shall be required.

SECTION 3.08. *No Authentication During Default.* No bond shall be authenticated or delivered by the Trustee in case the Company shall at the time be in default in the payment of interest or principal of any of the bonds secured by the Mortgage, or in default in the observance of any of the covenants on its part to be performed under the provisions of the Mortgage.

SECTION 3.09. *Further Conditions.* As a further condition precedent to the Trustee's granting any request by the Company under and pursuant to this Article for the authentication and delivery of any bonds secured or to be secured by the Mortgage, there shall be delivered to the Trustee (i) an officer's certificate stating that the applicable conditions precedent specified in this Article have been complied with; (ii) an opinion of counsel stating that in his opinion said conditions precedent have been complied with; and (iii) an accountant's certificate stating that in his opinion the conditions precedent specified in this Article, which are subject to verification by accountants, have been complied with, such accountant's certificate to be an independent accountant's certificate if the aggregate principal amount of the bonds authenticated and delivered under the Mortgage since the commencement of the then current calendar year (other than those with respect to which an accountant's certificate is not required, or with respect to which an independent accountant's certificate has previously been furnished) is 10% or more of the aggregate principal amount of all bonds at the time outstanding under the Mortgage.

SECTION 3.10. *Investigation by Trustee.* The resolutions, certificates and other instruments provided for in this Article may be accepted by the

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Trustee as satisfactory and conclusive evidence as to the statements therein contained and shall be full authority to the Trustee for the authentication and delivery of bonds or for the payment of the proceeds thereof, but before authenticating and delivering any bonds under this Article or before making any payment of the proceeds thereof, the Trustee may, in its discretion, and shall, if requested in writing so to do by the holders of not less than a majority in principal amount of bonds then outstanding hereunder and furnished with indemnity satisfactory to it, cause to be made such independent investigation as it may see fit, and in that event, may decline to authenticate and deliver such bonds or to make any payment of the proceeds thereof, unless and until satisfied by such investigation of the substantial accuracy of such resolutions, certificates and other instruments. The reasonable expense of any such investigation shall be paid by the Company, or, if paid by the Trustee, shall be repaid by the Company upon demand, and until repaid, shall be a first charge upon the trust estate.

SECTION 3.11. *Supplemental Indenture*. No bonds shall be authenticated or delivered by the Trustee under this Article unless the Company shall execute, acknowledge and deliver to the Trustee an indenture supplemental hereto, confirming unto the Trustee all and singular the hereditaments, premises, estates and property hereby conveyed or assigned or intended so to be, or which the Company may hereafter become bound to convey or assign to the Trustee, as security for the bonds then outstanding hereunder and those then to be authenticated and delivered, the amount of which shall be clearly and fully set forth in such supplemental indenture; provided, however, that the Trustee may generally or in any particular instance waive any or all of the requirements of this Section 3.11 at any time if it be furnished with an opinion of counsel that compliance with this Section 3.11 is not necessary to secure' and maintain the validity and lien of the Mortgage as security for the bonds then outstanding hereunder and those which the Trustee is then requested to authenticate and deliver.

#### **ARTICLE 3.5.**

##### **Additional Restrictions on Issue of Bonds.**

SECTION 3.51. *Effect of Article; General Requirements*. So long as Article 3 continues in effect, the Company shall not be entitled to require the Trustee to authenticate and deliver additional bonds under the Mortgage

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unless the Company complies with the applicable requirements of both Article 3 and this Article 3.5; provided, however, that nothing in the Mortgage shall be construed as requiring that the basis for the issue of such additional bonds under this Article 3.5 be the same as the basis for the issue of such bonds under Article 3, and provided, further, that if a deposit of cash, bonds or prior lien obligations is required both under a provision of this Article and under the similar provision of Article 3, the making of such required deposit under Article 3 may be applied toward the satisfaction of the requirement of this Article. After Article 3 ceases to be in effect, the provisions of this Article 3.5 shall continue in effect and any cash, bonds or prior lien obligations theretofore deposited with the Trustee pursuant to Article 3 and held by the Trustee on the Second Effective Date shall, for all purposes of the Mortgage, be deemed to have been deposited with the Trustee pursuant to this Article 3.5. Subject to the foregoing, the Trustee shall from time to time authenticate and deliver bonds under the Mortgage of any one or more series in the amounts permitted by, and upon compliance by the Company with, the provisions of Section 3.52, Section 3.53, Section 3.54, Section 3.55 or Section 3.56, but only if the Trustee shall have received:

- (1) a written application by the Company, dated the date of the filing thereof with the Trustee, requesting the authentication and delivery of bonds of a stated principal amount of a specified series, and designating the section or sections of this Article (other than this Section 3.51) under which such bonds are to be issued;
  - (2) a certified resolution requesting the Trustee to authenticate and deliver such bonds and (a) specifying any matters with respect thereto required or permitted by the Mortgage, and (b) specifying the officer or officers of the Company to whom or upon whose written order such bonds shall be delivered;
  - (3) an officers' default certificate dated the date of such application;
  - (4) an opinion of counsel, dated the date of the application, to the effect that the issue of the bonds applied for has been duly authorized by the Company and by any and all governmental authorities, the consent of which is requisite to the legal issue or sale of such bonds (in which case it shall be accompanied or preceded by any officially authenticated certificates or other documents by which such consent is
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or may be evidenced), or that no consent of any governmental authority is requisite to the legal issue of such bonds, and that all of the requirements of the Mortgage and of law for the due and lawful issue, authentication and delivery of such bonds have been duly complied with and such bonds, when issued, authenticated and delivered, will be the valid and legal obligations of the Company entitled to all the benefits and security of the Mortgage and entitled to the benefits of the lien hereof with the same degree of priority as all other bonds then outstanding;

(5) a duly executed indenture or indentures supplemental to the Mortgage, setting forth the terms and provisions of such series of bonds; and

(6) in the event the aggregate principal amount of (i) the bonds for which application is then being made, and (ii) all other bonds authenticated and delivered under this Article since the commencement of the then current calendar year, is 10% or more of the aggregate principal amount of bonds then outstanding, an independent accountant's certificate stating that each condition precedent, if any, provided for in the Mortgage as to such application (including any covenant compliance with which constitutes a condition precedent), compliance with which is subject to verification by accountants, has been satisfied, except that no certificate of any independent expert shall be required as to the amount or value of nuclear core elements or property additions other than the certificates of an independent engineer provided for in Section 3.55(a) and 3.57(3).

SECTION 3.52. *Bonds Issued Against Retired, Redeemed, Cancelled or Surrendered Bonds*. Upon compliance by the Company with the requirements of Section 3.51 and of this Section, the Trustee shall authenticate and deliver additional bonds in a principal amount equal to the principal amount of bonds authenticated and delivered hereunder which have been retired, redeemed, cancelled or surrendered for cancellation (except bonds cancelled upon their deposit with, or purchase by, the Trustee pursuant to Section 3.55, Section 3.56, Section 6.14, Article 8.5 or Article 9, and except bonds paid or redeemed with moneys deposited with the Trustee pursuant to Section 3.55, Section 3.56, Section 6.09, Section 6.14, Article 8 or Article 8.5, and except bonds held by the Trustee pursuant to Section 6.06 and except bonds theretofore cancelled upon their deposit with the Trustee pursuant to Article 3 or its predecessor provision prior to April 1, 1967), or for the payment at maturity or redemp-

tion of which (other than a payment or redemption to be effected with moneys deposited with the Trustee pursuant to Section 3.55, Section 3.56, Section 6.06, Section 6.09, Section 6.14, Article g or Article 8.5) cash is then held by the Trustee, but only if the Trustee shall have received:

(a) an officers' certificate, dated the date of the Company's application pursuant to Section 3.51 (1), showing in reasonable detail that the bonds to be refunded may be made the basis of the issue of bonds under this Section; and

(b) in the event (i) the additional bonds for which application is then being made bear an interest rate higher than the bonds to be refunded, and (ii) the bonds to be refunded mature more than two years from the date of such application, a certificate complying with the requirements of Section 3.58.

SECTION 3.53. *Bonds Issued Against Refundable Prior Lien Obligations.* Upon compliance by the Company with the requirements of Section 3.51 and of this Section, the Trustee shall authenticate and deliver additional bonds in a principal amount equal to the principal amount of refundable prior lien obligations which have been (i) deposited with the Trustee (otherwise than pursuant to Section 6.15) to be held subject to the provisions of the Mortgage, or (ii) cancelled or delivered to the trustee or other holder of the prior lien securing the same for cancellation (otherwise than pursuant to Section 6.15 hereof), or (iii) paid or redeemed or for the payment or redemption of which funds in the necessary amount have been or shall concurrently be deposited with or shall be held by the Trustee or by the trustee or other holder of a prior lien with irrevocable direction so to apply the same, provided that if such refundable prior lien obligations are to be redeemed prior to the maturity thereof, notice of such redemption shall have been published or otherwise given as required by the prior lien securing the same, or provision satisfactory to the Trustee shall have been made for such notice; but only if the Trustee shall have received:

(a) an officers' certificate, dated the date of the Company's application pursuant to Section 3.51 (1), showing in reasonable detail that the refundable prior lien obligations which are the subject of such application may be made the basis of the issue of bonds under this Section; and

(b) in the event (i) the additional bonds for which application is then being made bear an interest rate higher than the prior lien

obligations to be refunded, and (ii) the prior lien obligations to be refunded mature more than two years from the date of such application, a certificate complying with the requirements of Section 3.58.

SECTION 3.54. *Bonds Issued Against Property Additions*. Upon compliance by the Company with the requirements of Section 3.51 and of this section, the trustee shall authenticate and deliver additional bonds in an aggregate principal amount equal to 60% (or such higher percent; not to exceed 66 2/3%, as shall be authorized or approved, upon application by the Company, by the Securities and Exchange Commission or by any successor commission thereto, under the Public Utility Holding Company Act of 1935) of bondable property additions, but only if the Trustee shall have received:

(a) a bondable property certificate complying with the requirements of Subdivision (1) of section 3.57, accompanied by the evidence provided for in Section 3.57; and

(b) a certificate complying with the requirements of Section 3.58.

SECTION 3.55. *Bonds Issued to Finance Inventory of Nuclear Core Elements*. Upon compliance by the Company with the requirements of Section 3.51 and of this Section, the Trustee shall authenticate and deliver bonds in an aggregate principal amount equal to 60% (or such higher percent, not to exceed 66 2/3%, as shall be authorized or approved, upon application by the Company, by the Securities and Exchange Commission, or by any successor commission thereto, under the Public Utility Holding Company Act of 1935) of the bondable value of the Company's interest in all or a portion of the inventory of nuclear core elements required for any (or each) of the nuclear electric generating units which are owned by the Company or in which it has an interest and which are subject to the lien hereof; but only if the Trustee shall have received:

(a) An engineer's certificate (which shall be an independent engineer's certificate if any portion of the nuclear core elements to be financed has previously been owned by any person other than the United States of America, and while so owned, has been used, within six months prior to the date of acquisition thereof by the Company, by a person other than the Company in the generation of electric power), dated within thirty days of the date of the Company's application, stating the signer's opinion of the fair value of such nuclear core elements to the Company as of the

time such elements are first used in the generating unit in question, and stating further that the inventory of nuclear core elements to be financed is in an amount not exceeding the Company's reasonable needs for the unit in question;

(b) an accountant's certificate dated within thirty days of the date of the Company's application, stating the cost to the Company of the nuclear core elements to be financed; provided that the Company shall furnish an independent accountant's certificate as to the cost of such nuclear core elements to the Company if, but only if, the principal amount of the bonds applied for, together with the principal amount of all other bonds authenticated under this Article 3.5 since the commencement of the then current calendar year (other than those with respect to which an independent accountant's certificate has previously been furnished) is 10% or more of the aggregate principal amount of bonds outstanding at the time;

(c) an opinion of counsel dated within thirty days of the date of such application, stating:

(i) that the Company has all licenses and other public authorizations required for the ownership and use of the nuclear core elements to be financed and the subjection of such elements to the lien hereof;

(ii) that the Mortgage is a lien on the Company's interest in the nuclear core elements with respect to which the bonds are being applied for, subject to no prior liens other than permitted liens, and that under the existing provisions of the Mortgage, it will constitute a lien on the Company's interest in any nuclear core elements acquired as replacements for those with respect to which the bonds are being applied for, so long as such replacement elements are located at the site of one of the Company's nuclear generating units; and

(iii) that the applicable requirements of the last and next-to-last paragraphs of this Section have been satisfied;

(d) an officers' certificate dated the date of such application stating (i) that no portion of the bondable value of the nuclear core elements with respect to which the application for the authentication and delivery of bonds is being made, has been made the basis of a prior application under this Section or under Section 3.54, and (ii) that such core elements

are physically located at the site of one of the Company's nuclear electric generating units; and

(e) a certificate complying with the requirements of Section 3.58.

Each supplemental indenture establishing the terms and provisions of bonds to be issued pursuant to this Section shall contain provisions adequate to insure that after an inventory of nuclear core elements for use in the operation of a particular nuclear electric generating unit has been financed in whole or in part with such bonds:

(1) an inventory of nuclear core elements shall at all times be maintained through regular replacements or otherwise at the level required for the continued operation of the unit;

(2) the Company will be required to deliver to the Trustee on each disposition by sale or otherwise of any material portion of the elements which at the time make up the inventory so financed appropriate evidence to show (i) whether the elements disposed of have been replaced, and (ii) if a replacement has been effected, whether the replacement elements have a greater or lesser bondable value than the elements disposed of;

(3) replacement elements acquired to maintain the inventory shall be bondable under this Section or otherwise available for credit under the Indenture only to the extent that their bondable value is in excess of the bondable value of the nuclear cores replaced; and

(4) if at any time the Company either (i) disposes of a material portion of the elements which at the time make up the inventory so financed by sale or otherwise and does not effect a replacement of the elements disposed of with nuclear core elements which are subject to the lien of the Mortgage and subject to no prior liens other than permitted liens, or (ii) effects a replacement with elements so subject but having a lesser bondable value, the Company will be required to satisfy the resulting deficiency (the "core deficiency"), within a reasonable time after such disposition, by any one or more of the following methods:

(A) depositing cash with the Trustee equal to the amount of the core deficiency;

(B) depositing with the Trustee outstanding bonds or refundable prior lien obligations equal in principal amount to the amount of

the core deficiency and which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53;

(C) specifying to the Trustee (in a bondable property certificate complying with the requirements of Subdivision (1) of Section 3.57, accompanied by the evidence provided for in Section 3.57) bondable property additions equal to 100% of the amount of the core deficiency; or

(D) applying any credit then available to the Company on account of any prior increase in the bondable value of the inventory which has not previously been bonded under this Section or otherwise used for credit under the Mortgage.

Such supplemental indenture may permit the bondable value of elements disposed of to be determined on the basis of the average bondable value of elements in the inventory. All cash deposited with the Trustee in satisfaction of a core deficiency shall be held by the Trustee as part of the trust estate and may, upon the request of the Company, evidenced by a certified resolution:

(a) be withdrawn from time to time in an amount equal to 100% of bondable property additions, upon the filing with the Trustee of a bondable property certificate complying with the requirements of Subdivision (1) of Section 3.57, accompanied by the evidence provided for in Section 3.57:

(b) be withdrawn from time to time in an amount equal to the aggregate principal amount of bonds or refundable prior lien obligations deposited with the Trustee which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53, upon the filing with the Trustee of the evidence, as appropriately modified, provided for in the appropriate one of said Sections, except that no certification as to the net earnings requirement of Section 3.58 shall be required;

(c) be used or applied as provided in Section 9.04; or

(d) be withdrawn from time to time in an amount equal to 100% of any credit then available to the Company on account of any increase

in the bondable value of the inventory which has riot previously been bonded under this Section or otherwise used for credit tinder the Mortgage.

In the event any nuclear core elements which are to be made the basis of the issue of bonds under this Section have previously been released from the lien of the Mortgage pursuant to Section 8.51, or are otherwise not subject to the lien hereof, the supplemental indenture establishing the terms and provisions of the bonds to be issued on the basis of such elements shall subject such elements to the lien hereof.

SECTION 3.56. *Bonds Issued Against Cash Deposited With Trustee*. Upon compliance by the Company with the requirements of Section 3.51 and of this Section, the Trustee shall authenticate and deliver additional bonds upon deposit With the Trustee by the Company of art amount of cash equal to the aggregate principal amount of bonds to be authenticated and delivered, but only if the Trustee shall have received a certificate complying with the requirements of Section 3.58.

All cash so deposited with the Trustee shall be held by the Trustee as part of the trust estate and may, upon the request of the Company, evidenced by a certified resolution:

(a) be withdrawn from time to time in an amount equal to 60% (or such higher percent, not to exceed 66 2/3%, as shall be authorized by the Securities and Exchange Commission or by any successor commission thereto, tinder the Public Utility Holding Company Act of 1935) of bondable property additions, upon the filing with the Trustee of a bondable property certificate complying with the requirements of Subdivision (1) of Section 3.57, accompanied by the evidence provided for in Section 3.57; or

(b) be withdrawn from time to time in an amount equal to the aggregate principal amount of bonds or refundable prior lien obligations deposited with the Trustee which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53, upon the filing with the Trustee of the evidence, as appropriately modified, provided for in the appropriate one of said Sections, except that no certification as to the net earnings requirement of Section 3.58 shall be required; or

(c) be used or applied as provided in Section 9.04,

provided, however, that so long as Article 3 continues in effect, all cash so deposited with the Trustee (i) may not be withdrawn, used or applied pursuant to paragraph (b) or (c) of this Section, and (ii) shall be subject to withdrawal pursuant to paragraph (a) of this Section only if, and to the extent that, such withdrawal is also permitted pursuant to Section 3.07.

SECTION 3.57. *Property Additions as Basis for Action; Bondable Property Certificate*. In order to take action on the basis of a specification of bondable property additions pursuant to Section 3.54, Section 3.55, Section 3.56, Section 6.06, Section 6.14, Section 8.56 or Section 9.03 the Company, in addition to complying with the applicable requirements of the provision in question, shall deliver to the Trustee the evidence specified in Subdivision (1) of this Section and to the extent applicable the evidence specified in Subdivisions (2), (3), (4) and (5) of this Section.

(1) An accountant's certificate (a bondable property certificate), dated not more than ninety days prior to the date of filing thereof with the Trustee stating

(i) the amount of property additions stated in item (viii) of the most recent certificate, if any, theretofore filed complying with the requirements of this Subdivision (1);

(ii) the cost, as stated in the independent accountant's certificate provided for in Subdivision (2) of this Section 3.57 of any property additions (not previously included in a certificate filed pursuant to this Subdivision (1)) which the Company elects to certify at the time and which (A) were operated, within six months prior to the date of acquisition thereof by the Company, by a person or persons other than the Company in a business similar to that in which they have been or are to be used or operated by the Company, and (B) have a fair value to the Company, as stated in the certificate provided for in Subdivision (3) of this Section 3.57, of not less than \$25,000 and not less than 1% of the aggregate principal amount of the bonds at the time outstanding;

(iii) the cost of any other property additions (not previously included in a certificate filed pursuant to this Subdivision (1) and not included in item (ii) of the certificate then being filed) which the Company elects to certify at the time;

(iv) the fair value of the property additions, if any, included in item (ii) of the certificate, as stated in the independent engineer's certificate provided for in Subdivision (3) of this Section 3.57;

(v) the fair value of the property additions, if any, included in item (iii) of the certificate, as stated in the engineer's certificate provided for in Subdivision (4) of this Section 3.57;

(vi) 166 2/3% of the amount of any prior lien obligations secured by prior lien on any of the property additions included in items (ii) and (iii) of the certificate, if 166 2/3 % of the indebtedness represented by such obligations has not been deducted in a previous certificate filed complying with the requirements of this Subdivision (1);

(vii) the total amount of the property additions, if any, included in items (ii) and (iii) of the certificate (which shall be equal to (A) the sum of (a) the amount set out in item (ii) of the certificate or the amount set out in item (iv) thereof, whichever is less, and (b) the amount set out in item (iii) of the certificate or the amount set out in item (v) thereof, whichever is less, {B} reduced by the amount set out in item (vi) of the certificate);

(viii) the total amount of the property additions then being certified (which shall be the sum of item (i) plus item (vii));

(ix) the amount of any cash or purchase money obligations (as that term is used in Section 8.56) received on or after January 1, 1967 by the Trustee pursuant to Article 8 (or its predecessor Article) or Article 8.5, or so received pursuant to Section 6.09 (or its predecessor Section), but, in the case of cash so received pursuant to Section 6.09 (or its predecessor Section), only to the extent that such moneys have been withdrawn or otherwise applied pursuant to Article 9;

(x) the amount of any cash or purchase money obligations at the time held by the trustee or other holder of a prior lien which were received by such Trustee or other holder on or after January 1, 1967 on a release of, or as the proceeds of insurance on, or the proceeds of the taking by eminent domain or purchase by any governmental or public body, authority, agency or licensee of, or the proceeds of any other sale, disposition or change of, any mortgaged property;

(xi) \$191,000,000, representing the aggregate net amount of credit for property available at January 1, 1967 under Section 3.05(1) (or its predecessor Section);

(xii) the total amount of bondable property additions theretofore specified in item (xv) of certificates complying with the requirements of this Subdivision (1) , as from time to time amended, filed with the Trustee as a basis for (A) the authentication and delivery of bonds under Section 3.54, (B) the withdrawal of cash under Section 3.55, Section 3.56, Section 6.06, Section 6.14 or Section 9.03, or (C) credit under Section 3.55, Section 6.06, Section 6.14 or Section 8.56, less the total amount of bondable property additions specified in certificates filed pursuant to Section 6.06 as a basis for a withdrawal of cash thereunder or for credit thereunder which have been offset in accordance with the provisions of said Section;

(xiii) the greater of (A) the replacement fund requirement for the period from January 1, 1967 to and including the date of the certificate, and (B) the aggregate amount of retirements during such period;

(xiv) the amount shown by the certificate to be available for use as bondable property additions under the Mortgage (which shall be equal to (A) the amount set out in item (viii) of the certificate plus the sum of the amounts set out in items (ix), (x) and (xi) thereof, (B) reduced by the sum of the amounts set out in items (xii) and (xiii) thereof);

(xv) the amount of bondable property additions made the basis for the application of which the certificate is a part, which shall not exceed the amount set out in item (xiv) of the certificate.

Each such certificate which contains a certification of property additions in item (ii) or (iii) thereof shall contain a description of such property additions. Such description shall be sufficient if given, either:

(A) by stating the descriptive name or title of the account or accounts under the Uniform System, or

(B) by furnishing the descriptive title of the project or other improvement, extension, addition or replacement.

Each certificate filed complying with the requirements of this Subdivision (1) which includes a certification of property additions in item

(ii) or (iii) thereof shall state that each such property addition included in item (ii) or (iii) thereof has not previously been included in a certificate filed complying with the requirements of this Subdivision (1). However the inclusion of a particular property addition in a certificate filed complying with the requirements of this Subdivision (1) shall not affect the availability of such property addition for use under Section 3.05.

In the event any bondable property certificate which includes a certification of property additions in item (ii) or (iii) thereof shows an amount in item (xiv) thereof as being available for use as bondable property additions which exceeds the amount stated in item (xv) thereof, and if either:

(A) the amount of such excess (the "excess amount") is greater than 2% of the aggregate principal amount of bonds outstanding at the time of the filing of such certificate (the "excess certificate"); or

(B) the aggregate of the amounts specified as a basis for action in item (xv) of the bondable property certificates filed during the three years next succeeding the delivery of the excess certificate is less than the excess amount;

thereafter (i.e., after the filing of the excess certificate if condition (A) is applicable, or after three years following the filing of the excess certificate if condition (B) is applicable) and until the aggregate of the amounts specified as a basis for action in item (xv) of the bondable property certificates filed after the delivery of the excess certificate at least equals the excess amount, the Company shall be required to deliver to the Trustee at the time of each filing of a bondable property certificate a further independent engineer's certificate and/or engineer's certificate, as appropriate, as to the fair value of all property additions included in item (ii) or (iii) of the excess certificate. If any such further certificate states a lower fair value for the property additions to which it relates than was stated in the similar certificate filed with the excess certificate, the amount of bondable property additions available for use under the Mortgage shall be reduced by the amount of the difference and such reduction shall appropriately be taken into account in the current bondable property certificate and each subsequent certificate.

(2) In case any property additions are included in item (ii) of a certificate then being filed with the Trustee pursuant to Subdivision (1) of this Section 3.57, and not otherwise, there shall be furnished an independent accountant's certificate, dated not more than ninety days prior to the date of filing thereof with the Trustee, stating the cost of such property additions.

(3) In case any property additions are included in item (ii) of a certificate then being filed with the Trustee pursuant to Subdivision (1) of this Section 3.57, or if required by the further provisions of Subdivision (1), and not otherwise, there shall be furnished an independent engineer's certificate, dated not more than ninety days prior to the date of filing thereof with the Trustee, stating the signer's opinion of the fair value of such property additions.

(4) In case any property additions are included in item (iii) of a certificate then being filed with the Trustee pursuant to Subdivision (1) of this Section 3.57, or if required by the further provisions of Subdivision (1), and not otherwise, there shall be furnished an engineer's certificate, dated not more than ninety days prior to the date of filing thereof with the Trustee, stating the signer's opinion of the fair value of such property additions.

(5) In case any property additions are included in items (ii) or (iii) of a certificate then being filed with the Trustee pursuant to Subdivision (1) of this Section 3.57, and not otherwise, there shall be furnished an opinion of counsel stating that such property additions (except such thereof as have been retired or otherwise disposed of prior to the date of such opinion) are subject to the direct first mortgage lien of the Mortgage, subject only to permitted liens and specified prior liens.

SECTION 3.58. *Net Earnings Requirement.* No bonds shall be authenticated and delivered under Section 3.54, Section 3.55 or Section 3.56 (or under Section 3.52 or Section 3.53 if the conditions stated in clause (b) thereof respectively shall be applicable) unless the Trustee shall have received an accountant's certificate, dated the date of the Company's application pursuant to Section 3.51 (1), showing in reasonable detail that the net earnings of the Company during a period of twelve consecutive calendar months during the

period of fifteen consecutive calendar months immediately preceding the first day of the month in which the application for additional bonds is made at least twice the annual interest requirements of the Company; provided that such certificate shall be an independent accountant's certificate if the aggregate principal amount of (i) the bonds for which application is then being made, and (ii) all other bonds authenticated and delivered under the Mortgage since the commencement of the then current calendar year, is 10% or more of the aggregate principal amount of bonds then outstanding.

As used in this Section, the term "net earnings" shall mean the amount of income for a period of twelve consecutive calendar months remaining after deducting from the Company's gross operating revenues all operating expenses of the Company (excluding taxes measured by or dependent on net taxable income), and after adding or deducting, as appropriate, net nonoperating income or loss, all as computed in accordance with the Uniform System; provided that:

(1) the amount of net non-operating income or loss to be taken into account in determining net earnings for any period shall not exceed 10% (or such higher percent not to exceed 20%, as shall be authorized by the Securities and Exchange Commission or by any successor commission thereto, under the Public Utility Holding Company Act of 1935) of an amount determined by deducting such operating expenses from such gross operating revenues for the 'period in question;

(2) in computing net earnings for any period, the amount, if any, charged to income or earned surplus for such period for electric or gas plant acquisition adjustments shall be included in operating expenses in computing net earnings for the period to the extent that, and only to the extent that, the current provision for depreciation with respect to depreciable property shall be insufficient to permit the write-off of depreciable property (together with amounts classified as plant acquisition adjustments) at the expiration of the estimated useful life thereof;

(3) if for any period the replacement fund requirement exceeds the sum of (a) the amount included in operating expenses for depreciation, and (b) the amount required to be so included pursuant to paragraph (2) of this definition on account of acquisition adjustments, such excess shall be included in operating expenses in computing net earnings for the period; and

(4) if any property owned by the Company on the date of any computation of net earnings shall consist of property formerly operated by others and acquired by the Company during or after the period covered by such certificate, the net earnings of such property (computed as nearly as practicable in the manner herein specified for the computation of the net earnings of the Company) during such period or such part of such period as shall have preceded the acquisition thereof by the Company, to the extent that the same have not otherwise been included and can be determined, shall be treated as net earnings of the Company for all purposes of this Section; and the net earnings which can be determined of any property disposed of by the Company during or after such period shall not be treated as net earnings of the Company.

Further, as used in this Section, "annual interest requirements" means the annual interest charges on all bonds and all prior lien obligations which will be outstanding immediately after the authentication and delivery of the additional bonds for which application is currently being made.

#### **ARTICLE 4.**

##### **Redemption of Bonds.**

SECTION 4.01. *Method of Redemption.* In the creation of any series of bonds hereunder the Company may reserve the right to redeem, before maturity, all or any part of the bonds of such series at such time or times and on such terms as the Board may determine and as shall be appropriately expressed in each of the bonds of such series.

In case the Company shall desire to exercise such right to redeem and pay off all, or, as the case may be, any part of the bonds of a particular series in accordance with the right reserved so to do, it will publish in at least one daily newspaper of general circulation published in the Borough of Manhattan, in the City of New York, and in at least one daily newspaper of general circulation published in the City of Boston, Massachusetts, the first such publication to be at least thirty days prior to the date fixed for payment, and thereafter publication to be made at least once each week during the last four calendar weeks preceding said redemption date, a notice to the

effect that the Company has elected to redeem and pay off all the bonds of such series or a part thereof, as the case may be, on such date, specifying in case of partial redemption the serial numbers of the coupon bonds and registered bonds without coupons to be redeemed, and of the registered bonds without coupons to be redeemed in part only, and in every case stating that on said date there will become due and payable upon each of the bonds, or, in case of partial redemption, upon each coupon bond and upon each registered bond without coupons or portion thereof, so to be redeemed, at the office of the Trustee, the principal thereof with such premium, if any, as is specified in such bonds, together with the accrued interest to such date, and that from and after said date interest thereon will cease to accrue; provided, however, that such notice by publication may be omitted (and only the notice by mail required by the next sentence shall be required) in case all the bonds to be redeemed are fully registered bonds or coupon bonds registered as to principal of a series originally issued after April 1, 1967. Similar notice shall be sent by the Company through the mails, postage prepaid, at least thirty days prior to such redemption date, to the holders of registered bonds without coupons and to the registered holders of coupon bonds so to be redeemed to the addresses that shall appear upon the transfer register. In case the Company shall have elected to redeem and pay off less than all the outstanding bonds of any series it shall, in each such instance, at least ten days before the date upon which the first publication of the notice of redemption hereinbefore mentioned is required to be made, notify in writing the Trustee of its said election and of the aggregate principal amount of bonds of such series to be redeemed, and thereupon the Trustee shall draw by lot, in any manner by it deemed proper, the distinguishing numbers of bonds of such series equal to such aggregate principal amount. Each registered bond shall be represented in any such drawing by a lot for each \$1,000 of principal of such registered bond. The Trustee shall, within five days after receiving the notice aforesaid, notify the Company in writing what bonds shall have been so drawn. The notice of redemption hereinbefore mentioned shall specify the respective numbers of the registered bonds so drawn, in whole or in part, as well as the serial numbers of the coupon bonds so drawn, and in the case of any registered bonds without coupons which are to be redeemed in part only, said notice shall specify the respective portions of the principal amount thereof to be redeemed, and state that upon presentation of such registered bonds for redemption, new bonds of the same series of an aggregate principal

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amount equal to the unredeemed portions of such registered bonds will be issued in lieu thereof. The Company shall execute and the Trustee shall authenticate and deliver to the registered holder thereof, or on his order, and at the expense of the Company, a new bond, or new bonds, for the amount of surrendered registered bonds, less the principal amount paid on surrender and partial payment of the bonds so partially redeemed.

Before such redemption date specified in such notice the Company shall deposit with the Trustee a sum of money sufficient to redeem the bonds so designated for redemption and to pay the interest due thereon up to such redemption date to be held for account of the holders thereof and to be paid to them respectively upon presentation and surrender of said bonds with all unpaid coupons. From and after the redemption date specified in the notice above provided for (unless the Company shall fail to deposit with the Trustee the necessary funds as above provided) no further interest shall accrue upon any of the bonds so to be redeemed (or, in the case of registered bonds, only a portion of the face amount of which is to be redeemed, on such portion thereof), and anything in said bonds or in such coupons or in the Mortgage to the contrary notwithstanding, any coupons for interest pertaining to any such bonds and maturing after said date shall become and be null and void. If upon said redemption date any bonds so called for redemption shall not be presented for payment but the coupons due on said date attached to any such coupon bonds shall be presented or claim made for payment of interest on any such bonds as may be fully registered without coupons, the Company covenants that it will, if and when it is informed of the names and addresses of the parties who presented such coupons or claims for interest, notify such parties in writing of the fact that the bonds to which such coupons or claims for interest pertained have been called for redemption on said redemption date, and that no further interest will accrue upon such bonds or, in the case of fully registered bonds, upon the portion of the principal amount thereof which may have been called for redemption.

SECTION 4.02. *Redemption of All Bonds.* On the deposit with the Trustee of the amount necessary so to redeem all the outstanding bonds secured by the Mortgage (if they shall be redeemable and shall all have been duly called for redemption) together with proof by affidavit that said notice or notices of redemption have been given as hereinbefore provided for, and on payment to the Trustee of all its costs, charges and expenses in relation thereto or otherwise under the Mortgage, and on delivery to the Trustee of

(i) an officer's certificate stating that the conditions precedent specified in this Article 4 have been complied with, and (ii) an opinion of counsel stating that in his opinion said conditions precedent have been complied with, the Trustee shall cancel and satisfy the Mortgage and cause the same, at the expense of the Company, to be discharged of record, and shall assign or cause to be assigned and shall deliver to the Company or upon its order all securities and moneys then held by the Trustee under the provisions hereof other than the moneys deposited under this Section 4.02. The moneys so deposited with the Trustee shall be applied by it to the payment of the bonds issued under the Mortgage at the redemption rate or rates with accrued interest to the interest day or days designated for redemption.

SECTION 4.03. *Redeemed Bonds To Be Cancelled.* All bonds redeemed and paid under this Article 4 shall be cancelled and, on demand, surrendered to the Company.

## ARTICLE 5

### **Bondholders' Lists and Reports by the Company and the Trustee.**

SECTION 5.01. *List of Names and Addresses.* The Company will, so long as any bonds are outstanding under the Mortgage, furnish or cause to be furnished to the Trustee between April 15 and May 1, and between October 15 and November 1, in each year, and at such other times as the Trustee may request in writing, within thirty days after the receipt by the Company of any such request, a list in such form as the Trustee may reasonably require containing all the information in the possession or control of the Company or of any of its paying agents, as to the names and addresses of the holders of bonds obtained since the date as of which the next previous list, if any, was furnished. Any such list shall be dated as of a date not more than fifteen days prior to the time such information is furnished or caused to be furnished, and need not include information received after such date.

SECTION 5.02. *Retention and Use of Lists.* (a) The Trustee shall preserve, in as current a form as is reasonably practicable, all information as to the names and addresses of the bondholders (i) contained in the most recent list furnished to it as provided in Section 5.01, (ii) received by it in the capacity of paying agent under the Mortgage, if and when acting in such

capacity, and (iii) filed with it within two preceding years pursuant to Section 5.04 (c) (2). The Trustee may (1) destroy any list furnished to it as provided in said Section 5.01 upon receipt of a new list so furnished; (2) destroy any information received by it as paying agent for any series of bonds upon delivering to itself as Trustee, not earlier than forty-five days after an interest payment date of the bonds of such series, a list containing the names and addresses of the holders of bonds of such series obtained from such information since the delivery of the next previous list, if any, with respect to such series; (3) destroy any list delivered to itself as Trustee which was compiled from information received by it as such paying agent upon the receipt of a new list so delivered with respect to the same series; and (4) destroy any information received by it pursuant to Section 5.04(c)(2), but not until two years after such information has been filed with it.

(b) In case three or more holders of bonds outstanding under the Mortgage (hereinafter referred to as "applicants") apply in writing to the Trustee, and furnish to the Trustee reasonable proof that each such applicant has owned one or more bonds outstanding under the Mortgage for a period of at least six months preceding the date of such application, and such application states that the applicants desire to communicate with other holders of bonds with respect to their rights under the Mortgage or under the bonds, and is accompanied by a copy of the form of proxy or other communication which such applicants propose to transmit, then the Trustee shall, within five business days after the receipt of such application, at its election, either

(1) afford to such applicants access to all information preserved at the time by the Trustee in accordance with the provisions of subsection (a) of this Section and to the names and addresses of the holders of registered bonds without coupons and of coupon bonds registered as to principal; or

(2) inform such applicants as to the approximate number of holders of bonds whose names and addresses appear in the information preserved at the time by the Trustee in accordance with the provisions of subsection (a) of this Section and as to the approximate number of holders of registered bonds without coupons and of coupon bonds registered as to principal, and as to the approximate cost of mailing to such bondholders the form of proxy or other communication, if any, specified in such application.

If the Trustee shall elect not to afford to such applicants access to such information, the Trustee shall, upon the written request of such applicants, mail to each bondholder whose name and address appear in the information preserved at the time by the Trustee in accordance with the provisions of subsection (a) of this Section, a copy of the form of proxy or other communication which is specified in such request, with reasonable promptness after a tender to the Trustee of the material to be mailed and of payment, or provision for the payment, of the reasonable expenses of mailing, unless within five days after such tender the Trustee shall mail to such applicants, and file with the Securities and Exchange Commission together with a copy of the material to be mailed, a written statement to the effect that, in the opinion of the Trustee, such mailing would be contrary to the best interests of the bondholders, or would be in violation of applicable law. Such written statement shall specify the basis of such opinion. If said Commission, after opportunity for a hearing upon the objections specified in the written statement so filed, shall enter an order refusing to sustain any of such objections, or if, after the entry of an order sustaining one or more of such objections, said Commission shall find, after notice and opportunity for a hearing, that all the objections so sustained have been met, and shall enter an order so declaring, the Trustee shall mail copies of such material to all such bondholders with reasonable promptness after the entry of such order and the renewal of such tender; otherwise the Trustee shall be relieved of any obligation or duty to such applicants respecting their application.

(c) The Trustee shall not be held accountable by reason of the mailing of any material pursuant to any request made under subsection (b) of this Section.

SECTION 5.03. *Furnishing of Reports.* (a) The Company will file with the Trustee within fifteen days after the Company is required to file the same with the Securities and Exchange Commission, copies of the annual reports and of the information, documents, and other reports (or copies of such portions of any of the foregoing as such Commission may from time to time by rules and regulations prescribe) which the Company may be required to file with such Commission pursuant to Section 13 or Section 15(d) of the Securities Exchange Act of 1934; or, if the Company is not required to file information, documents, or reports pursuant to either of such sections, then to file with the Trustee and the Securities and Exchange Commission, in accordance with rules and regulations prescribed from time

to time by said Commission, such of the supplementary and periodic information, documents, and reports which may be required pursuant to Section 13 of the Securities Exchange Act of 1934 in respect of a security listed and registered on a national securities exchange as may be prescribed from time to time in such rules and regulations;

(b) The Company will file with the Trustee and the Securities and Exchange Commission, in accordance with the rules and regulations prescribed from time to time by said Commission, such additional information, documents and reports with respect to compliance by the Company with the conditions and covenants provided for in the Mortgage as may be required from time to time by such rules and regulations;

(c) The Company will transmit to the holders of bonds in the manner and to the extent provided in Section 5.04 (c) with respect to reports pursuant to Section 5.04(a), such summaries of any information, documents and reports required to be filed by the Company pursuant to subsections (a) and (b) of this Section as may be required by the rules and regulations prescribed from time to time by the Securities and Exchange Commission; (d) The Company will furnish to the Trustee (1) with or as a part of each annual report and each other document or report filed with the Trustee pursuant to subsection (a) or (b) of this Section, an officer's certificate stating that in the opinion of the signers such annual report or other document or report complies with the requirements of such subsection (a) or (b) and (2) after the Company shall have mailed or caused to be mailed to holders of bonds any summary of information, documents or reports pursuant to subsection (c) of this Section, a like certificate stating that in the opinion of the signers such summary complies with the requirements of such subsection (c).

SECTION 5.04. *Reports by Trustee.* (a) The Trustee shall transmit on or before November 15 in each year, to the bondholders as hereinafter in this Section provided, a brief report as of the preceding September 15 with respect to

(1) its eligibility under Section 11.14 and its qualifications under Section 11.11, or in lieu thereof, if to the best of its knowledge it has continued to be eligible and qualified under such Sections, a written statement to such effect;

(2) the character and amount of any advances (and if the Trustee elects so to state, the circumstances surrounding the making thereof) made by the Trustee, as such, which remain unpaid on the date of such report, and for the reimbursement of which it claims or may claim a lien or charge, prior to that of the bonds on the trust estate or on property or funds held or collected by it as Trustee, if such advances so remaining unpaid aggregate more than 1/2% of the aggregate principal amount of the bonds outstanding on the date of such report;

(3) the amount, interest rate, and maturity date of all other indebtedness owing by the Company or any other obligor upon the bonds to the Trustee in its individual capacity on the date of such report, with a brief description of any property held as collateral security therefor, except an indebtedness based upon a creditor relationship arising in any manner described in paragraphs (2), (3), (4), or (6) of subsection (b) of Section 11.12;

(4) the property and funds physically in the possession of the Trustee, as such Trustee, or of a depository for it, on the date of such report;

(5) any release, or release and substitution, of property subject to the lien of the Mortgage (and the consideration therefor, if any) which it has not previously reported; provided, however, that to the extent that the aggregate value as shown by the release papers of any or all of such released properties does not exceed an amount equal to 1% of the aggregate principal amount of bonds then outstanding, the report need only indicate the number of such releases, the total value of property released as shown by the release papers, the aggregate amount of cash and obligations secured by purchase money mortgages received and the aggregate value of property received in substitution therefor as shown by the release papers;

(6) any additional issue of bonds which it has not previously reported; and

(7) any action taken by the Trustee in the performance of its duties under the Mortgage which it has not previously reported and which in its opinion materially affects the bonds, or the trust estate, except action in respect of a default, notice of which has been or is to be withheld by it in accordance with the provisions of Section 5.05.

(b) The Trustee shall transmit to the bondholders as hereinafter provided, a brief report with respect to

(1) the release, or release and substitution, of property subject to the lien of the Mortgage (and the consideration therefor, if any) unless the fair value of such property, as shown by the release papers, is less than 10% of the aggregate principal amount of bonds outstanding under the Mortgage at the time of such release, or such release and substitution, such report to be so transmitted within ninety days after such time; and

(2) the character and amount of any advances (and if the Trustee elects so to state, the circumstances surrounding the making thereof) made by the Trustee, as such, since the date of the last report transmitted pursuant to the provisions of subsection (a) of this Section, for the reimbursement of which it claims or may claim a lien or charge, prior to that of the bonds on the trust estate or on property or funds held or collected by it as Trustee, and which it has not previously reported pursuant to this paragraph, if such advances remaining unpaid at any time aggregate more than 10% of the aggregate principal amount of bonds outstanding at such time, such report to be transmitted within ninety days after such time.

(c) Reports pursuant to this Section shall be transmitted by mail-

(1) to all registered holders of bonds, as the names and addresses of such holders appear upon the registration books of the Company;

(2) to such holders of bonds as have, within two years preceding such transmissions, filed their names and addresses with the Trustee for that purpose; and

(3) except in the case of reports pursuant to subsection (b) of this Section, to each bondholder whose name and address is preserved at the time by the Trustee, as provided in subsection (a) of Section 5.02.

(d) A copy of each such report shall, at the time of such transmission to bondholders, be filed by the Trustee with each stock exchange upon which the bonds are listed and also with the Securities and Exchange Commission.

(e) For the purpose of this Section, all bonds which have been authenticated and delivered and not returned to the Trustee and cancelled, shall be deemed to be outstanding.

SECTION 5.05. *Notice of Default.* The Trustee shall, within ninety days after the occurrence thereof, give to the bondholders, in the manner and to the extent provided in Section 5.04(c), notice of all defaults known to the Trustee, unless such defaults shall have been cured before the giving of such notice (the term "defaults" for the purposes of this Section being hereby defined to be the events specified in Section 10.02, not including any periods of grace provided for therein) ; provided that, except in the case of default in the payment of the principal of or interest on any of the bonds, or in the payment of any sinking fund installment, the Trustee shall be protected in withholding such notice if and so long as the Board of Directors, the Executive Committee, or a trust committee of directors and/or responsible officers, of the Trustee in good faith determine that the withholding of such notice is in the interests of the bondholders.

## ARTICLE 6.

### Particular Covenants of the Company.

The Company hereby covenants and agrees as hereinafter in this Article set forth that:

SECTION 6.01. *To Pay Principal and Interest; Not to Extend or Refund Coupons.* It will duly and punctually pay the principal and interest of every bond authenticated and delivered by the Trustee under the Mortgage, at the dates, place and in the manner mentioned in such bonds or any coupons thereto belonging, according to the true intent and meaning thereof. The interest on the coupon bonds until maturity shall be payable only upon the presentation and surrender of the several coupons for such interest as they respectively mature and, when paid, such coupons shall forthwith be cancelled. The interest on the registered bonds without coupons shall be payable only to the registered holders thereof.

It will not directly or indirectly extend, or assent to the extension of, the time for payment of any coupon or claim for interest on any bond secured

hereby, and it will not, directly or indirectly, be a party to any arrangement therefor by purchasing or funding said coupons or claims for interest or in any other manner.

SECTION 6.02. *Paying Agencies.* At all times, until the payment of the bonds issued hereunder, it will cause an office or agency to be maintained by it in the Borough of Manhattan, City of New York, and in any other place or places designated in the bonds, for the payment of the principal and/or interest of the bonds and where notices and demands in respect of the bonds and/or interest thereon may be served, and will, by written notice, designate such office or agency to the Trustee. In default of any such office or agency, presentation for payment may be made and notice and demand served at the principal office in said Borough of Manhattan of the Trustee or any successor to it in the trust.

It will cause any paying agent (other than the Company and the Trustee) heretofore or hereafter appointed by it to execute and deliver to the Trustee an instrument in which it shall agree with the Trustee, subject to the provisions of this Section, (1) that such paying agent shall hold in trust for the benefit of the bondholders or the Trustee all sums held by such paying agent for the payment of the principal of or interest or premium on any bonds outstanding under the Mortgage; and (2) that such paying agent shall give the Trustee notice of any failure by the Company or any other obligor upon the bonds to make payment of the principal of or interest or premium on any such bond, and of any default by the Company or any other obligor upon the bonds in the making of any such payment. Such paying agent shall not be obligated to segregate such sums from other funds of such paying agent, except to the extent required by law.

If the Company acts as its own paying agent, it shall, on or before each date on which the principal of, or an installment of interest or the premium on, any bond outstanding under the Mortgage becomes due, set aside and hold in trust for the benefit of the bondholders or the Trustee a sum sufficient to pay such principal or interest or premium so becoming due on any such bond and shall give to the Trustee notice of such action or of its failure to take such action.

SECTION 6.03. *Further Assurances.* (a) It will at any and all times do, execute, acknowledge and deliver, or will cause to be done, executed,

acknowledged and delivered by any other corporation or person obligated to the Company so to do, all and every such further acts, deeds, conveyances, mortgages and transfers and assurances as the Trustee shall reasonably require for the better assuring, conveying, mortgaging, assigning and confirming unto the Trustee all and singular the hereditaments, the premises, estates and property hereby conveyed or assigned, or intended so to be, or which the Company may hereafter become bound to convey or assign to the Trustee and to transfer to any successor trustee such premises, estates and property.

(b) In the event nuclear core elements comprising all or a portion of an inventory of such elements which has been made the basis of the issue of bonds under Section 3.55 are removed from the site of the Company's nuclear generating unit for which such inventory was obtained, the Company will take all such action as may be required in any jurisdiction to which such elements are removed to preserve and protect the lien of the Mortgage on such elements, and the priority of such lien on such elements, unless either (i) such elements are released from the lien hereof pursuant to Article 8 or Article 8.5, or (ii) such elements are sold, exchanged, disposed of or removed pursuant to Section 8.03 or Section 8.53(h).

SECTION 6.04. *Warranty of Title.* It has good title to and is possessed of the lands and other property described in the granting clauses hereof as owned by the Company and thereby granted, and the Company will warrant and defend the title to said lands and other property as well as to any lands and other property hereafter made subject to the lien of the Mortgage, to the Trustee, its successors in the trust and its and their assigns for the benefit of the holders of bonds issued hereunder against claims and demands of all persons whomsoever; subject, however, insofar as affected thereby, to the lien described or referred to in the granting clause hereof and in the case of any such lands and other property subjected after May 1, 1921 to the lien of the Mortgage, to the liens and encumbrances thereon, if any, at the time they shall become subject to the lien of the Mortgage.

SECTION 6.05. *Prior liens.* (a) It will not voluntarily create, or suffer to be created, any debt, lien or charge having priority to the lien of the Mortgage, upon the trust estate, but it shall not be required to pay any such debt, lien or charge so long as it shall, in good faith and by appropriate

proceedings, contest the validity thereof, unless thereby, in the judgment of the Trustee, the security afforded by the Mortgage will be materially endangered.

(b) Until the Second Effective Date (but not thereafter), it will not increase the outstanding issue of bonds under any underlying mortgage, now or hereafter a lien upon the mortgaged premises or any part thereof, and it will not extend or consent to the extension of the time of payment of the principal of any bonds secured by any such underlying mortgage, and before or at the maturity thereof will pay or cause to be paid the principal of, or will acquire and pledge hereunder, all such bonds and, until paid or discharged at maturity, or otherwise will, except as provided in paragraph (3) of Section 3.04, pay the interest thereon or cause it to be paid at the times and at the place or places therein, or in the coupons attached thereto set forth.

(c) It will cause all prior lien obligations to be paid in accordance with their terms at or before the maturity thereof, and will duly and punctually perform all the conditions imposed upon it by any prior lien, and will not permit any default under any prior lien to occur or continue for the period of grace specified therein.

It will not permit any increase in the aggregate principal amount of the outstanding indebtedness secured by any prior lien, other than in respect of interest accrued thereon but not yet due, unless

(i) the additional obligations representing such increase are issued in exchange for or in lieu of outstanding obligations on the exercise by the holder of such outstanding obligations of a right possessed by such holder at the date of acquisition by the Company of the property subject to such prior lien, or

(ii) the additional obligations representing such increase are deposited with the Trustee pursuant to Section 6.15 hereof, or

(iii) the additional obligations representing such increase are deposited with the trustee or other holder of another prior lien then existing upon the same property as that mortgaged or pledged to secure the additional obligations so deposited (under conditions such that no transfer of ownership or possession of such additional obligations by

the trustee or other holder of such prior lien is permissible except to the Trustee hereunder to be held subject to the provisions of Section 6.15 hereof, or to the trustee or other holder of some other prior lien upon the same property for cancellation or to be held uncanceled under the terms of such other prior lien under like conditions).

It will not apply under any provision of the Mortgage on the basis of any additional prior lien obligations which are permitted to be incurred pursuant to clause (ii) or (iii) of the preceding sentence for the authentication and delivery of any bonds, or the withdrawal of cash, or the release of property, or for any other credit with respect to such additional prior lien obligations; nor will it apply, on the basis of any such additional prior lien obligations, under any provision of any prior lien for the withdrawal of cash or securities held by the trustee or other holder of such prior lien, unless such cash or securities so withdrawn shall be deposited with the Trustee hereunder (unless such cash or securities are required to be deposited with the trustee or other holder of some other prior lien upon the same property), to be held as part of the trust estate, and thereafter to be withdrawn, used or applied, in the manner, to the extent, and for the purposes and subject to the conditions provided in Article 9.

It will not reissue or otherwise dispose of any prior lien obligations which it may acquire, provided that nothing in this paragraph (c) shall prevent the retirement of any such prior lien obligation or the use of any such prior lien obligation under the Mortgage.

SECTION 6.06. *Renewal and Replacement Fund.* On or before May 1 of each year beginning with the year 1968, it will deliver to the Trustee a maintenance certificate which shall be dated within thirty days of the date of delivery to the Trustee and shall state:

- (i) the replacement fund requirement for the period subsequent to December 31, 1966, and prior to the January 1 next preceding the date of the certificate;
- (ii) the amount specified pursuant to item (i) in the maintenance certificate, if any, filed in the preceding calendar year;
- (iii) the difference between the amount specified in item (i) above and the amount specified in item (ii) above;

- (iv) the amount expended by the Company for property additions subsequent to December 31, 1966, and prior to the January 1 next preceding the date of such maintenance certificate;
- (v) the amount specified pursuant to item (iv) in the maintenance certificate, if any, filed in the preceding calendar year;
- (vi) the difference between the amount specified in item (iv) above and the amount specified in item (v) above;
- (vii) any available replacement credit, as hereinafter defined, and the computation thereof; and
- (viii) the replacement credit or replacement deficit as hereinafter defined.

The amount "expended by the Company for property additions", for purposes of this Section, shall not include (a) the amount of any prior lien obligation secured by a prior lien on property acquired, (b) any amount on account of property additions acquired by merger or consolidation, or which were operated, within six months prior to the date of acquisition thereof by the Company, by a person or persons other than the Company in a business similar to that in which they are to be used or operated by the Company, or (c) any amount expended for the acquisition of any property disposed of by the Company within the year immediately preceding such acquisition. However, if the Company acquires any property addition subject to a prior lien, any payments made thereafter by the Company in reduction of the prior lien obligation secured by such lien shall be deemed, for purposes of this Section, to have been "expended" for a property addition.

The term "replacement credit" shall mean the excess of the sum of the amounts stated pursuant to paragraphs (vi) and (vii) above over the amount stated pursuant to paragraph (iii) above, and the term "available replacement credit" shall mean the amount of the replacement credit, if any, stated in paragraph (viii) of the last maintenance certificate theretofore filed, less the principal amount of bonds or refundable prior lien obligations and cash thereafter withdrawn and the amount of bondable property additions thereafter offset upon the basis of such replacement credit as hereinafter in this Section provided.

The term "replacement deficit" shall mean the amount by which the amount stated pursuant to paragraph (ill) above exceeds the sum of the amounts stated pursuant to paragraphs (vi) and (vii) above.

In case any maintenance certificate shows a replacement deficit; the Company will, concurrently with the filing of such certificate, satisfy such replacement deficit by any one or more of the following methods:

- (1) depositing cash with the Trustee;
- (2) depositing with the Trustee outstanding bonds or refundable prior lien obligations which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53; or
- (3) specifying to the Trustee bondable property additions.

For the purpose of computing the amount of any deposit or credit for the purposes of this Section, bonds or refundable prior lien obligations deposited shall be included at the principal amount thereof, and credit shall be allowed for an amount equal to 100% of bondable property additions.

In the event the Company desires to specify bondable property additions under this Section to satisfy a replacement deficit or as the basis for a withdrawal of cash, it shall deliver to the Trustee a bondable property certificate complying with the requirements of Subdivision (1) of Section 3.57, accompanied by the evidence provided for in Section 3.57. If, in satisfaction of a replacement deficit or as a basis for the withdrawal of cash under this Section or to offset a prior certification of bondable property additions, the Company deposits with the Trustee outstanding bonds or refundable prior lien obligations which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53, it shall deliver to the Trustee the evidence, as appropriately modified, provided for in the appropriate one of said Sections, except that no certification as to the net earnings requirement of Section 3.58 shall be required.

The Trustee shall hold any cash deposited with it under the provisions of this Section as part of the trust estate until paid out as hereinafter provided. Upon delivery to the Trustee of an application, signed by the President or a Vice-President of the Company, cash deposited under the provisions of this Section may

- (1) be withdrawn by the Company in an amount equal to any available replacement credit; or
- (2) be withdrawn by the Company in an amount equal to 100% of bondable property additions; or
- (3) be used or applied as provided in Section 9.04, except that any premium required to be paid to purchase or redeem bonds shall be paid out of funds held by the Trustee under this Section and the Company shall not be required to furnish the Trustee with additional funds for such purpose or to reimburse the Trustee or the replacement fund for moneys so paid out; or
- (4) be withdrawn on the basis of a deposit of bonds or refundable prior lien obligations which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53.

The amount of bondable property additions which has been specified to satisfy any replacement deficit or to withdraw any cash deposited with the Trustee pursuant to this Section may be offset, for the purpose of computing thereafter the amount of bondable property additions, in an amount equal to any available replacement credit or to the principal amount of outstanding bonds or refundable prior lien obligations deposited with the Trustee for such purpose which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53. Such offset shall become effective upon the filing with the Trustee of an officers' certificate stating the amount of bondable property additions theretofore specified for such purposes to be offset and the manner in which such offset is to be effected. If such offset is to be effected by the deposit of bonds or refundable prior lien obligations, such officers' certificate shall be accompanied by such bonds or refundable prior lien obligations.

Bonds or refundable prior lien obligations deposited with or purchased or redeemed by the Trustee pursuant to this Section shall be held by the Trustee until withdrawn as hereinafter provided and, while so held, shall not be made the basis for the authentication of bonds, the withdrawal, use or application of cash or the release of property, under any of the provisions of the Mortgage, or used to satisfy a replacement deficit or to satisfy any other requirements hereof. Any bonds or refundable prior lien obligations deposited with or

purchased or redeemed by the Trustee pursuant to this Section may be Withdrawn by the Company in principal amount equal to any available replacement credit, and thereafter the foregoing limitation on the use of such bonds or refundable prior lien obligations shall cease to be applicable. Such withdrawal shall be permitted upon the filing with the Trustee of ail officers' certificate stating the principal amount of bonds or refundable prior lien obligations held by the Trustee subject to the provisions of this Section to be withdrawn and the amount of any available replacement credit. No payment by way of principal, interest or otherwise on any bonds or refundable prior lien obligations so held by the Trustee shall be made or demanded by the Trustee while so held and the coupons thereto appertaining as they mature shall be cancelled by the Trustee. Any bonds or refundable prior lien obligations so held by the Trustee shall, if continued to be so held, be cancelled upon -the maturity thereof.

SECTION 6.07. *Payment of Taxes, etc.* It will from time to time pay or cause to be paid all taxes and assessments lawfully levied or assessed upon the property and franchises hereby mortgaged or pledged or intended so to be or upon any part thereof, and upon all other property, income and profits of the Company, when the same shall become lawfully due and payable, and will not suffer any mechanics', laborers', statutory or other similar liens to remain outstanding upon the mortgaged premises and pledged property, or any part thereof, the lien whereof might or could be held to be prior to the lien of the Mortgage; provided, however, that the Company shall have the right to contest by legal proceedings any taxes, assessments or liens not hereby created and pending such contest may delay or defer the payment thereof.

SECTION 6.08. *Maintenance of Property.* (a) It will not, except as herein allowed, do or suffer to be done any act or thing whereby the lien hereof might or could be impaired and it will at all times maintain, preserve and keep the mortgaged premises and every part thereof with the fixtures and appurtenances thereof, in thorough repair, working order and condition; and from time to time will make all needful and proper repairs, renewals, replacements, additions, betterments and improvements, so that at all times the value of the security for the bonds issued hereunder and the efficiency of the property hereby mortgaged shall be fully preserved and maintained.

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(b) Until the Second Effective Date (but not thereafter), it will set aside or expend from its gross operating revenues during each month beginning January 1, 1921, for the maintenance and replacement of its properties, an amount equivalent to not less than 10% of its gross operating revenues for such month. Any portion of such aggregate amount not actually expended for current maintenance or for replacements and renewals during any twelve months' period ending December 31 in any year shall be segregated in a special reserve account which shall in subsequent years be used only for maintenance expenditures or for replacements and renewals in excess of the 10% requirement for the current year or for capital expenditures which would otherwise be available as a basis for the issue of bonds hereunder. If during any such year the expenditures of the Company for maintenance, replacements and renewals should in the aggregate exceed an amount equivalent to 10% of its gross operating revenues during said year, any such excess may be credited upon the 10% requirement in subsequent years.

From time to time after January 1, 1924, but not within three years from the last previous determination, such percentage of gross operating revenues may be re-determined, effective as of the first day of the month following such redetermination, by a board of arbitration on application of the Company, notice having been given by the Company to the Trustee, or on the request of the Trustee delivered to the Company or on the request of the holders of at least 10% of all bonds secured hereby then outstanding, notice in such case having been given to the Company and to the Trustee. In case of such application by the Company or the Trustee it shall not be necessary or expected that any notice thereof shall be given to the bondholders by either the Company or the Trustee, except as to any bondholder who has filed with the Trustee a request to be notified.

If arbitration shall be so applied for or requested for the redetermination of such percentage of gross operating revenues, the arbitrators shall be appointed and the arbitration shall proceed in the following manner: Within thirty days after the delivery of such application or request the Company shall select one arbitrator, and the Trustee shall select one arbitrator, and shall notify each other of their selection, and if any bondholders have applied for the arbitration, or filed with the Trustee a request to be notified, the Trustee shall also notify such bondholders. Within ten days additional after the end of the said first period of thirty days the two arbitrators chosen as aforesaid shall select a third arbitrator. If the third arbitrator shall not

be so selected within the said ten days; application may be made by either party to a judge of the United States Court of Appeals for the Second Circuit, or to such other judge as the two arbitrators previously chosen may agree upon, for the appointment of a competent and disinterested person in determining any questions before them, said arbitrators may consider any facts or evidence whatsoever which they in their uncontrolled judgment may deem competent or material, and the decision of a majority of said arbitrators shall be conclusive upon all parties in interest hereunder. Any vacancy in the board of arbitration shall be filled in the manner of the original appointment of the arbitrator whose place shall have become vacant. In case the questions submitted for decision shall not be decided by the board of arbitration and their report filed with the parties thereto 'within sixty days from the date of the selection of the third arbitrator, the arbitrators shall be deemed discharged, and upon request of either party a new arbitration may be had in like manner as aforesaid, subject to the same terms and provisions; provided, however, that if the Company, the Trustee and a majority in principal amount of the bondholders, if any, who applied for any arbitration shall, by writings filed with the Trustee, request that the time allowed for such arbitration be extended, it shall be extended for the shortest period specified in such requests. The expense of such arbitration shall be forthwith paid by the Company. Until such decision has been rendered by such board of arbitration the trustee shall be under no obligation to take any action with regard to the matter in issue or controversy, hut the provisions of the Mortgage relating to default shall not be in any manner suspended nor shall the rights of the Trustee or of the bondholders with respect to any acts or proceedings based upon or pursuant to any default be in any manner delayed or otherwise affected pending any such arbitration or by reason thereof.

(c) Nothing in this Section shall be construed to prescribe or affect in any manner whatsoever the methods and practices of the Company in keeping its books and accounts or as may be prescribed by any governmental authority, or shall impair by any implication the force of the covenant contained in this Section to maintain the property of the Company.

SECTION 6.09. *Insurance.* It will at all times keep such parts of the said mortgaged premises or property as are liable to be destroyed or injured by fire or other casualty insured against loss or damage to the extent that

such property is usually insured, or in lieu of, or supplementing such insurance, it will adopt such other plan or method of protection against loss or damage by fire or other casualty, whether by the establishment of an insurance fund or otherwise, as may be determined by the Board; provided, however, that in the course of substitution of any such other plan or method, the Company will not at any time reduce the aggregate amount of protection of its property against loss below the amount for which such property would have been insured under the provisions of this Section had such plan or method not been adopted. The proceeds of any such insurance, if exceeding in any case of loss the amount of \$25,000, shall, if not required to be deposited with the trustee under any mortgage to which said property may be subject prior to the lien of the Mortgage, be paid to the Trustee which shall, at the request of the Company and under its direction, pay over the same to the Company from time to time to reimburse the Company for money spent by it for replacements of or substitutions for the injured or destroyed property, upon receipt by the Trustee of an engineer's certificate stating the fair value to the Company as of the date of the certificate of the replacement or substitution; provided that such certificate shall be an independent engineer's certificate if any portion of the property used to effect such replacement or substitution (A) was operated within six months prior to the date of acquisition thereof by the Company, by a person or persons other than the Company in a business similar to that in which it has been or is to be used or operated by the Company, and (B) has a fair value to the Company, as stated in the certificate required by this clause, of not less than \$25,000 and not less than 1% of the aggregate principal amount of the bonds at the time outstanding. Nevertheless the Trustee shall not be obliged to see to the application thereof. In all other cases the proceeds of any such insurance shall be applied for any of the purposes and in the manner set forth in Article 9, but only upon compliance with the requirements thereof.

SECTION 6.10. *Recording.* (a) It will cause this indenture and every indenture supplemental hereto, to be duly recorded both as a mortgage of real and of personal property, and will comply with the requirements of any and every law affecting the due recording of this indenture or any indenture supplemental hereto, and will do whatever else may be necessary in order to perfect and continue the lien of the Mortgage upon the mortgaged premises.

(b) It will furnish to the Trustee, promptly after the execution and delivery of each indenture supplemental to the Mortgage, an opinion of

counsel either stating that in the opinion of Stich counsel the Mortgage has been properly recorded and filed so as to make effective the lien intended to be created thereby, and reciting the details of such action, or stating that in the opinion of such counsel no such action is necessary to make such lien effective. It shall be a compliance with this subsection (b) if (1) the opinion of counsel herein required to be delivered to the Trustee shall state that the Mortgage has been received for record or filing in each jurisdiction in which it is required to be recorded or filed and that, in the opinion of counsel (if such is the case), such receipt for record or filing makes effective the lien intended to be created by the Mortgage, and (2) such opinion is delivered to the Trustee within such time, following the date of the execution and delivery of each supplemental indenture as shall be practicable having due regard to the number and distance of the jurisdictions in which the Mortgage is required to be recorded or filed.

(c) It will furnish to the Trustee, on or before December 1, 1944, and annually thereafter between September 1 and December 1, an opinion of counsel, either stating that in the opinion of such counsel such action has been taken with respect to the recording, filing, re-recording, and re-filing of the Mortgage as is necessary to maintain the lien of the Mortgage, and reciting the details of such action, or stating that in the opinion of such counsel no such action is necessary to maintain such lien.

SECTION 6.11. *To Comply With All Provisions of Agreements and Leases* . It will punctually perform and comply with all the conditions, covenants, terms, stipulations and provisions of any and all leases, and agreements relating thereto, to which it is a party by assignment, sublease or otherwise, and which are subject to the lien of the Mortgage or to the Company's covenants herein.

SECTION 6.12. *Annual Audit*. It will annually on request of the Trustee, at its own expense, have made by a public accountant selected by the Company and satisfactory to the Trustee, an examination and audit of the accounts of the Company for the period ending on December 31<sup>st</sup> prior to such request and will furnish to the Trustee a report made by such accountant on the completion of each such examination and audit.

SECTION 6.13. *Dividends.* (a) It will not declare and pay cash dividends upon its common stock in excess of the amount of such surplus income or earnings accumulated since December 31, 1920, as may remain after deducting from the gross operating and non-operating revenues of the Company expenses and charges of the Company of the following nature: operating expenses, all expenditures for current maintenance, replacements and renewals including any amount set aside under the provisions of Section 6.08, any percentages of earnings required to be paid under the terms of any franchise, taxes, interest charges, dividends on preferred stock, including such interest and dividends as have accrued, and all similar charges lawfully entitled to priority over dividends payable to the holders of shares of the common stock of the Company.

(b) It will not, after December 31, 1966 declare or pay any dividends, or make any other distributions (except (1) dividends payable or distributions made in shares of common stock of the Company and (2) dividends or distributions payable in cash in cases where, concurrently with the payment of the dividend or distribution, an amount in cash equal to the dividend or distribution is received by the Company as a capital contribution or as the proceeds of the issue and sale of shares of its common stock), on or in respect of common stock of the Company, or purchase or otherwise acquire or permit a subsidiary to purchase or otherwise acquire for a consideration any shares of common stock of the Company, if the aggregate of such dividends, distributions and such consideration for purchase or other acquisition of shares of common stock of the Company after December 31, 1966, shall exceed

(i) the earned surplus of the Company accumulated after December 31, 1966 (determined in accordance with generally accepted accounting principles and without giving effect to charges to earned surplus on account of such dividends, distributions or acquisitions or on account of the disposition of any amounts which may then be classified by the Company on its books as amounts in excess of the original cost of utility plant or to charges or credits to earned surplus on account of items inherent in the balance sheet at December 31, 1966 or on account of transfers from earned surplus to capital surplus or capital stock accounts), plus

(ii) the earned surplus of the Company accumulated prior to January 1, 1967 in an amount not exceeding \$13,500,000, plus

(iii) such additional amount as shall be authorized or approved, upon application by the Company, by the Securities and Exchange Commission, or by any successor commission thereto, under the Public Utility Holding Company Act of 1935.

For the purposes of this Section, in determining the earned surplus of the Company accumulated after December 31, 1966, there shall be deducted the dividends accruing subsequent to December 31, 1966 on preferred stock of the Company and the total amount, if any, by which the charges to income or earned surplus for the period since December 31, 1966 as provisions for depreciation of utility property shall have been less than the replacement fund requirement for the period. Further, for purposes of this Section, in determining the earned surplus of the Company accruing subsequent to December 31, 1966, no effect shall be given to (1) charges to earned surplus with respect to a distribution of the shares of The Connecticut Gas Company and/or a company to which the Company conveys all or a substantial portion of the properties used by the Company in the gas business, or (2) charges or credits to earned surplus with respect to a profit or loss realized on the sale or other disposition by the Company of (i) all or a substantial portion of the properties used by the Company in the gas business, or (ii) the shares of The Connecticut Gas Company and/or a company to which the Company conveys all or a substantial portion of the properties used by the Company in the gas business. The term "consideration", as used in this Section, shall mean cash or fair value if the consideration be other than cash, and the term "provision for depreciation", as used in this Section, shall not be deemed to include provision for the amortization of any amounts classified by the Company on its books as amounts in excess of the original cost of utility plant.

SECTION 6.14. *Sinking and Improvement Fund.* It will, as and for a sinking and improvement fund for the benefit and security of all bonds now or hereafter issued under the Mortgage, so long as any such bonds remain outstanding, deposit cash with the Trustee, on or before May 1, 1968, and on or before May 1 in each year thereafter in an amount equal to 1% of the aggregate principal amount of bonds of all series originally

issued under the Mortgage after January 1, 1967 and prior to January 1 of the year in question, after deducting from such aggregate principal amount:

(i) the principal amount of bonds of any such series all of which, prior to January 1 of the year in question, has ceased to be outstanding; and

(ii) with respect to any such series of bonds which remains outstanding in whole or part as of January 1 of the year in question, the principal amount of bonds of that series which, prior to January 1 of that year:

(a) have been deposited with the Trustee for cancellation as the basis for (i) the release of property; (ii) the withdrawal of any cash deposited with the Trustee as insurance proceeds; or (iii) the withdrawal of any cash or purchase money obligations deposited with the Trustee on the release, sale, other disposition or change of, or the taking by eminent domain or purchase by any governmental or public body, authority, agency, or licensee of, any property;

(b) have been purchased or redeemed with moneys deposited with the Trustee as insurance proceeds or on the release, sale, other disposition or change of, or the taking by eminent domain or purchase by any governmental or public body, authority, agency, or licensee of, any property; or

(c) have been pledged to secure indebtedness of the Company but have not otherwise been issued to the public.

The Company may, at its option, credit against the amount of cash required to be deposited pursuant to this Section, an amount equal to 60% (or such higher percent, not to exceed 66 2/3%, as shall be authorized or approved, upon application by the Company, by the Securities and Exchange Commission or by any successor commission thereto, under the Public Utility Holding Company Act of 1935) of bondable property additions, upon the filing with the Trustee of a bondable property certificate complying with the requirements of Subdivision (1) of Section 3.57, accompanied by the evidence provided for in Section 3.57.

The Company may, at its option, also credit against the amount of cash required to be deposited pursuant to this Section the aggregate principal amount of any bonds or refundable prior lien obligations then deposited with the Trustee which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53 and which the Company elects to make the basis of a credit under this Section. If, in satisfaction of the requirements of this Section, the Company deposits with the Trustee outstanding bonds or refundable prior lien obligations which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53, it shall deliver to the Trustee the evidence, as appropriately modified, provided for in the appropriate one of said Sections, except that no certification as to the net earnings requirement of Section 3.58 shall be required. On or before May 1 of each year beginning May 1, 1968, concurrently with the delivery to the Trustee in each such year of the annual maintenance certificate, the Company shall deliver to the Trustee an officer's certificate which shall state:

(i) the aggregate principal amount of bonds of series originally issued under the Mortgage after January 1, 1967 and prior to January 1 of the year in question, less the aggregate principal amount of bonds to be deducted therefrom pursuant to the provisions of this Section 6.14;

(ii) the amount of bondable property additions which the Company then elects to make the basis of a credit under this Section 6.14; and

(iii) the aggregate principal amount of bonds or refundable prior lien obligations deposited with the Trustee which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53 and which the Company then elects to make the basis of a credit under this Section 6.14.

All moneys deposited 'by the Company with the Trustee pursuant to this Section shall be held by the Trustee as part of the trust estate until paid out as hereinafter provided, but may, upon receipt by the Trustee of an application signed by the President or a Vice-President of the Company,

(1) be used or applied as provided in Section 9.04; or

(2) be withdrawn by the Company in an amount equal to 60% (or such higher percent, not to exceed 66 2/3%, as shall be authorized or approved, upon application by the Company, by the Securities and Exchange Commission or by any successor commission thereto, under the Public Utility Holding Company Act of 1935) of bondable property additions, upon receipt by the Trustee of a bondable property certificate, complying with the requirements of Subdivision (1) of Section 3.57, accompanied by the evidence provided for in Section 3.57.

SECTION 6.15. *Deposit of Prior Lien Obligations as Security.* If any property additions are subject to a prior lien at the time of their specification in a bondable property certificate, the Company will to the extent permitted by the terms of the instrument creating such prior lien, the terms of the Mortgage and applicable law and regulations cause (a) to be issued in accordance with the terms of the instrument creating such prior lien, a principal amount of prior lien obligations not theretofore issued as near as may be equal to the principal amount of additional bonds to be issued or cash to be withdrawn or credit to be given under the Mortgage against the property additions which are subject to such prior lien, and (b) such prior lien obligations to be deposited with the Trustee to be held under the provisions of Article 9 hereof, unless required to be deposited with the trustee or other holder of another prior lien upon the same property additions.

Upon the cancellation and discharge of any prior lien, or upon the release in any other way of prior lien obligations deposited with the trustee or other holder of any other prior lien, the Company will (subject to the requirements of any mortgage or other lien securing such prior lien obligations) cause any prior lien obligations held by the trustee or other holder of the prior lien so cancelled or discharged or any prior lien obligations so released in any other way to be cancelled or, at the option of the Company, to be deposited with the Trustee hereunder to be held under the provisions of Article 9, provided that such prior lien obligations may be deposited with the trustee or other holder of some other prior lien (upon the same property as that mortgaged or pledged to secure the prior lien obligations so deposited) if required by the terms thereof; and, upon the cancellation and discharge of any prior lien, it will cause any cash or securities (other than prior lien obligations) held by the trustee or other holder of such prior lien to be deposited with the Trustee hereunder (unless such cash or securities are required to be deposited with the trustee or other holder of some other prior

lien upon the same property) to be held as part of the trust estate, to be withdrawn, used or applied, in the manner, to the extent, and for the purposes and subject to the conditions of Article 8, Article 8.5 and Article 9.

Notwithstanding the foregoing, so long as Section 3.04 continues in effect, in the event of any conflict between Section 3.04 and the provisions of the second paragraph of this Section, Section 3.04 shall be controlling, and, to the extent of such conflict, the Company shall be required to comply only with Section 3.04 and not with this Section. After Section 3.04 ceases to be in effect, this Section shall be controlling also with respect to any prior lien obligations theretofore deposited under Section 3.04.

SECTION 6.16. *Annual Compliance Certificate.* It will, so long as any bonds are outstanding under the Mortgage, file with the Trustee at least once in each calendar year, beginning with the year 1945, an officer's certificate stating that in the opinion of the signers the Company at the date of such certificate and during the period from the date of the last certificate filed pursuant to the provisions of this Section (or its predecessor Section) has or has not, as the case may be, complied with the provisions of Sections 6.05, 6.07, 6.08, 6.09, 6.10, 6.11 and 6.13; in the event that such certificate states that the Company has not complied with any or all of said Sections such certificate shall recite the details of such non-compliance.

## ARTICLE 7.

### Consolidation, Merger and Purchase.

SECTION 7.01. *Company May Consolidate or Merge.* Nothing contained in the Mortgage shall prevent any consolidation or merger of the Company with or into any other corporation or corporations, or any conveyance, subject to the continuing lien of the Mortgage, of all of the mortgaged property to any corporation lawfully entitled to acquire and operate the same; provided, however, that such consolidation, merger, conveyance, or transfer shall be upon such terms as fully to preserve and in no respect to impair the lien and security of the Mortgage, or any of the rights or powers of the Trustee or of the bondholders hereunder; and provided, further, that upon any such consolidation, merger, conveyance or transfer the due and punctual payment of the principal and interest of all of said bonds according to their tenor, and the due and punctual performance and observance of all

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of the covenants and conditions of the Mortgage to be kept or performed by the Company, shall be expressly assumed by the corporation formed by any such consolidation or into which such merger shall have been made, or acquiring by conveyance or transfer all the property subject to the Mortgage.

SECTION 7.02. *Issue of Bonds by Successor Corporation.* In case the Company, pursuant to Section 7.01, shall be consolidated with or merged into any other corporation, or shall convey or transfer, subject to the lien of the Mortgage, all the mortgaged property as an entirety, the successor corporation formed by such consolidation or into which the Company shall have been merged, or which shall have received a conveyance or transfer as aforesaid, and any successor to such consolidated or merging corporation whether by successive consolidations, mergers, or otherwise, upon executing and causing to be recorded an indenture supplemental hereto with the Trustee satisfactory to the Trustee, whereby said successor corporation shall assume and agree to pay, duly and punctually, the principal and interest of the bonds hereby secured in accordance with the provisions of said bonds and coupons and the Mortgage, and shall agree to perform and fulfill all the covenants and conditions of the Mortgage binding upon the Company, and shall agree that the property forming the security for the bonds issued under the Mortgage shall be kept distinguishable and separable from other properties and shall as a system be kept at all times in good working order, supplied with adequate equipment or with the equivalent in adequate arrangements for the supply of electric power and gas from other sources, shall succeed to and be substituted for the Company, with the same effect as if it had been named herein as the mortgagor company; and such successor corporation thereupon may cause to be signed, issued and delivered in its own name any or all of such bonds which shall not theretofore have been signed by the Company and authenticated by the Trustee, and upon the order of such successor corporation in lieu of the Company, and subject to all the terms, conditions and limitations in the Mortgage prescribed, the Trustee shall authenticate and deliver any of such bonds which shall have been previously signed and delivered by the Company to the Trustee for authentication, and any of such bonds which such successor corporation shall thereafter, in accordance with the provisions of the Mortgage, cause to be signed and delivered to the Trustee for such purpose. All the bonds so issued shall in all respects have the same legal right and security as the bonds theretofore or thereafter issued in accordance with the terms of the Mortgage as though

all of said bonds had been issued at the date of the execution hereof. In case of such consolidation or merger or conveyance and transfer such changes in phraseology and form (but not in substance) may be made in the bonds hereby secured, thereafter to be issued, as consequent upon such consolidation or merger, or conveyance and transfer, may be appropriate.

Provided, however, that as a condition precedent to the execution by the successor corporation and the authentication by the Trustee of any such additional bonds in respect of the actual cost or fair value of additional property, additions, extensions, betterments or improvements of the kind described in subdivision (1) of Section 3.05 (or in respect of property additions pursuant to Section 3.54), the supplemental indenture with the Trustee to be executed and caused to be recorded by the successor corporation as in this Article provided, shall contain a conveyance or transfer and mortgage in terms sufficient to include such additional property, additions, extensions, betterments or improvements (and such property additions); and to give to the Trustee a first lien not only thereon, but also upon any property and franchises which may be necessary in the use and operation thereof; and provided, further, that the lien created thereby shall have similar force, effect and standing as the lien of the Mortgage would have if the Company should not be consolidated with or merged into such other corporation or should not convey or transfer, subject to the Mortgage, all the mortgaged property as an entirety, as aforesaid, to the successor corporation, and should itself acquire such additional property or make such additions, extensions, betterments or improvements (and such property additions), and request the authentication and delivery of bonds under the provisions of the Mortgage in respect thereof.

The Trustee may receive as conclusive evidence and shall be fully protected in relying upon an opinion of counsel that any such supplemental indenture complies with the foregoing conditions and provisions of this Section and that such successor corporation is authorized to cause to be signed, issued and delivered in its own name any or all of such bonds, subject to all the terms, conditions and limitations in the Mortgage prescribed.

SECTION 7.03. Extent of Lien of Mortgage on Property of Successor Corporation. In case the Company, pursuant to Section 7.01, shall be consolidated with or merged into any other corporation, or shall convey or transfer, subject to the lien of the Mortgage, all the mortgaged property as an entirety, as aforesaid, neither the Mortgage nor the supplemental indenture

with the Trustee to be executed and caused to be recorded by the successor corporation as in Section 7.02 provided, shall become or be a lien upon any of the properties or franchises of the successor corporation except those acquired by it from the Company, and additional property or improvements, extensions and additions appurtenant thereto, and the additional property, permanent improvements, extensions and additions to or about the plant and property of the successor corporation or other properties made and used by it as the basis for the issue of additional bonds under the Mortgage, as herein provided, and such franchises, repairs and additional property as may be acquired by the successor corporation in pursuance of the covenants herein contained to maintain, preserve and renew the franchises covered by the Mortgage, and to keep and maintain the property covered by the Mortgage in thorough repair, working order and condition, or in pursuance of some other covenant or agreement hereof to be kept or performed by the Company and except all properties and franchises which may be acquired by the successor corporation which shall be used in direct connection with the mortgaged estates and properties.

## **ARTICLE 8**

### **Possession and Release of the Property Mortgaged.**

SECTION 8.01. *Effective Time of Article.* This Article 8 shall continue in effect until the Second Effective Date but not thereafter, and shall cease to be of any force or effect on the Second Effective Date.

SECTION 8.02. *Company to Retain Possession of Property Until Default.* Until default shall be made by the Company in the payment of the principal of or the interest upon the bonds issued hereunder, or any of them or some part thereof, according to the tenor and effect thereof; or until default shall be made in respect of some other act or thing in said bonds or herein required to be done, the Company shall be entitled to possess, manage, operate, use and enjoy, and be suffered and permitted to remain in the actual and undisturbed possession of all and singular the property hereby mortgaged (other than shares of stock, bonds and other securities pledged or to be pledged hereunder with the Trustee), and to receive, take and use the rents, income and profits thereof as if the Mortgage had not been made, with power in the

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ordinary course of business to use and consume the supplies and deal with the contracts and chases in action, and to alter, repair, change and add to its buildings, structures and any or all of its plant and equipment, and the appliances appertaining to or used in connection with its business, constructed or owned or hereafter constructed or acquired by the Company, and conveyed or intended to be conveyed hereby to the Trustee. Until such default the Company may assent or agree to any modification of said agreements dated February 28, 1910, June 27, 1917, and July 23, 1918, referred to in the granting clause hereof and of said agreement dated April 26, 1921, between Connecticut Railway and Lighting Company, The New York, New Haven and Hartford Railroad Company and the Company referred to in the granting clause hereof.

SECTION 8.03. *Disposal Without Release.* As long as the Company shall remain in possession of the mortgaged premises and there shall be no continuing default under the Mortgage, the Company may alter, remove, sell, exchange or otherwise dispose of such materials, appliances and other movable property as may become worn out or no longer be necessary or profitable for the use of the Company; provided the Company shall immediately renew the same or substitute other property therefor which in its judgment may be of the same or greater utility or value, so that such alteration, removal or disposition will not impair the security of the bonds issued hereunder; and the Company may also alter or remove any improvements, buildings or other structures upon or under the surface of any lands, tenements or hereditaments constituting a part of the mortgaged premises, if such alteration or removal will, in its opinion, enable it to use its property to better advantage in the judicious and most profitable operation and management of its business; provided, however, that the Company shall not in any given six months, without the consent of the Trustee, sell or dispose of such property exceeding in value fifty thousand dollars, but the Trustee shall be under no duty to make inquiry as to whether or not this condition has been observed; and the Company covenants that it will keep its system and property up to as high efficiency for practical and profitable operation in every respect as before such alteration or removal. Notwithstanding the foregoing provisions of this Section, however, the Company shall not be entitled pursuant to this Section to remove, sell, exchange or otherwise dispose of, without a release, any nuclear core elements which have become worn out or no

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longer necessary or profitable for the use of the Company unless such removal, sale, exchange or other disposition would be permitted by Section 8.53(h), if Section 8.53(h) were then in effect.

SECTION 8.04. *Release on Disposition.* As long as the Company shall remain in possession of the mortgaged premises and there shall be no continuing default under the Mortgage, the Company may sell or otherwise dispose of any other of its property at any time covered directly or indirectly hereby, and the Trustee shall release such property from the lien hereof upon receipt by the Trustee of:

- (1) A certified resolution requesting such release or consent;
- (2) An engineer's certificate signed by the President or a Vice-President of the Company, stating in substance as follows:
  - (a) That the retention of such property is no longer desirable in the conduct of the business of the Company and that the security hereby afforded will not be impaired by such release or consent.
  - (b) That the Company has sold or exchanged or contracted to sell or exchange the property in question for a consideration representing, in the opinion of the signers, its full value to the Company, which consideration may be: (i) cash; or (ii) partly cash and partly obligations secured by purchase money mortgage ("purchase money obligations") upon the property to be sold or exchanged; or (iii) any other property which could be made the basis for the authentication and delivery of bonds under Section 3.05, such consideration to be set out in reasonable detail in such certificate.
- (3) Any money or obligations stated in said certificate to have been received in consideration for any such property or the certificate of a corporate trustee under one of the underlying mortgages stating that it has received such money or obligations; and if real estate or other property is included in the consideration received for such property, deeds or other instruments of conveyance, assignment or transfer sufficient, in the opinion of counsel hereinafter referred to, to subject the same to the lien of the Mortgage;
- (4) An opinion of counsel to the effect that any obligations included in the consideration for such property are valid obligations,

and that any purchase money mortgage securing the same is sufficient to afford a lien upon the property to be sold or exchanged, that the Company has absolute title to any property included in the consideration for said sale or exchange, and that any deeds or other instruments of conveyance, assignment or transfer covering any such property are sufficient to subject the same to the lien of the Mortgage directly, free from any liens prior hereto except current taxes and undetermined liens and charges incident to construction and except underlying mortgages; or an opinion of such counsel to the effect that no instrument of conveyance, assignment or transfer is necessary to vest in the Company the consideration received for such sale or exchange, or to subject the same to the lien of the Mortgage in the manner stated.

(5) An engineer's certificate as to the fair value of any property to be released from the lien of the Mortgage, which certificate shall state that in the opinion of the signer, the proposed release will not impair the security under the Mortgage in contravention of the provisions thereof; such certificate shall be made by an independent engineer if the fair value of such property and of all other property released since the commencement of the then current calendar year, as set forth in the certificates required by this paragraph (5), is 10% or more of the aggregate principal amount of bonds at the time outstanding; but such independent engineer's certificate shall not be required in the case of any release of property, if the fair value thereof as set forth in the certificate required by this paragraph (5) is less than \$25,000 or less than 1% of the aggregate principal amount of bonds at the time outstanding.

(6) In the event the consideration for the property includes any purchase money obligations or any property which could be made the basis for the authentication and delivery of bonds under Section 3.05, a certificate or opinion of an engineer, appraiser or other expert as to the fair value to the Company of such purchase money obligations or other property; and if

(i) within six months prior to the date of acquisition thereof by the Company such property has been used or operated by a person or persons other than the Company in a business similar to that in which it has been or is to be used or operated by the Company; and

(ii) the fair value to the Company of such property as set forth in such certificate or opinion is not less than \$25,000 and not less than 1% of the aggregate principal amount of bonds at the time outstanding; or

(iii) in the case of purchase money obligations, the fair value to the Company of such obligations and of all other purchase money obligations made the basis of any release pursuant to this Article 8 since the commencement of the then current calendar year, as set forth in the certificates required by this paragraph (6), is 10% or more of the aggregate principal amount of bonds at the time outstanding;

such certificate or opinion shall be made by an independent engineer, appraiser, or other expert.

The resolutions and certificates, and the instruments and opinions hereinbefore provided for, shall be full authority to the Trustee for making any such release or giving such consent; but before making any such release or giving such consent the Trustee may, in its discretion, and shall, if requested in writing so to do by the holders of not less than a majority in principal amount of the outstanding bonds and furnished with security and indemnity satisfactory to it, cause to be made such independent investigation as it may see fit, and the expense thereof shall be paid by the Company or if paid by the Trustee shall be repaid by the Company upon demand, with interest at the rate of 6% per annum.

Any new property acquired by the Company by exchange or purchase, to take the place of any property released hereunder, shall forthwith and without further conveyance become subject to the lien of and be covered by the Mortgage; but if requested by the Trustee the Company shall convey the same to the Trustee by proper deeds upon the trusts and for the purposes of the Mortgage.

The proceeds of any property released by the Trustee shall be held and disposed of by the Trustee in the manner provided in Article 9.

SECTION 8.05. *Release Without Disposition*. As long as the Company shall remain in possession of the mortgaged premises and there shall be no continuing default under the Mortgage, the Company may without having sold or disposed of the same, procure the release of any property from the

lien hereof, and the Trustee shall release the same from the lien hereof on receipt by the Trustee of:

(1) The resolution, consideration and certificates and opinions provided for in paragraphs (1), (3), (4), (5) and (6) of Section 8.04 as in said paragraphs provided, except the consideration may be only cash and/or property which could be made the basis for the authentication and delivery of bonds under Section 305; and

(2) A certificate, signed by the persons and in the manner prescribed for the certificate in paragraph, (2) of Section 8.04, stating in substance as follows:

(a) That the retention of such property is no longer desirable in the conduct of the business of the Company and that the security hereby afforded will not be impaired by such release,

(b) That the amount of the cash and/or other property offered by the Company as consideration, for the release of said property represents, in the opinion of the signers of the certificate, the full value to the Company of the property the release of which is then requested.

Any cash received as such consideration shall be disposed of by the Trustee in the manner provided in Article 9.

SECTION 8.06. *Proceeds Deposited With Trustee of Underlying Mortgage* . If under the provisions of any underlying mortgage in case of a release of any portion of the mortgaged premises, there is required to be made with the trustees under such mortgage or deed of trust, a deposit of cash or pledge of securities received in payment for said property released, the Company shall not be required to deposit with the Trustee hereunder such cash or securities to the extent that they may be required to be deposited with the trustees under said underlying mortgages; provided that any such deposits remaining with any of said trustees, upon the discharge and cancellation of said mortgages or deeds of trust, shall be redeposited with the Trustee hereunder and shall be held subject to the lien of the Mortgage, or disposed of by the Trustee in the manner provided in Article 9.

SECTION 8.07. *Franchise Not To Be Sold; Liability of Purchasers* . In no case shall the franchise of the Company to be a corporation be granted,

sold, assigned or exchanged except as in the Mortgage provided. No purchaser, grantee, assignee or vendee of any property under the provisions of this Article 8 and no one with whom any exchange as herein authorized shall be made, shall be or be held to be liable or responsible for the proper investment, whether by the Company or by the Trustee, of the moneys or other proceeds of any such grant, assignment, sale, exchange or other proceeding hereby authorized.

SECTION 8.08. *Exercise of Powers by Receiver or Trustee*. In case the mortgaged premises or any part thereof shall be in possession of a receiver lawfully appointed, the powers in and by this Article 8 conferred upon the Company may be exercised by such receiver with the approval of the Trustee in respect to the property in the possession of such receiver, and if the Trustee shall be in possession of the mortgaged premises under any provisions of the Mortgage, then all the powers of this Article 8 conferred upon the Company may be exercised by the Trustee in its discretion.

SECTION 8.09. *Release in Case of Condemnation, etc.* Should any of the mortgaged property be taken by exercise of the power of eminent domain or should any governmental body, at any time, exercise any right which it may have to purchase any part of the mortgaged property, the Trustee shall release the property so taken or purchased, and shall be fully protected in doing so upon being furnished with an opinion of counsel to the effect that such property has been taken by exercise of the power of eminent domain, or purchased by a governmental body in the exercise of a right which it had to purchase the same. The proceeds of all property so taken or purchased, except any portion thereof which may be required by the terms of any underlying mortgage to be paid to the trustee or bondholders thereunder, shall be paid over to the Trustee, to be held and disposed of by the Trustee in the manner provided in Article 9; provided, however, that when the amount of such proceeds paid to the Trustee in any individual case exceeds 25% of the face value of the bonds then outstanding, such proceeds shall be used only as follows:

- (1) The Company shall first notify, by publication in one or more newspapers of general circulation in the Borough of Manhattan, City of New York, and in one or more such newspapers in the City of Boston, Massachusetts, and in the case of registered bondholders by

mailing notice to their registered addresses, the holder of all bonds outstanding hereunder, that the Trustee has a certain sum (to be stated) representing the proceeds of the taking of the whole or part of the Company's property by the exercise of the power of eminent domain or through purchase by some governmental body and describing briefly the property so taken and stating that said sum, in the amount of \$1,000 or a multiple thereof, will be used in the payment to each bondholder who may so desire of a proportion of the principal of the bonds held by him equal to the proportion which the amount of said proceeds bears to the total principal amount of bonds then outstanding and that if any bondholder shall not, within six months from the date of such notice, notify the Trustee in writing of his election to accept such payment, he shall lose his right thereto and the amount of the proceeds thus available shall thereupon be divided in the manner above stated among those bondholders who shall have, within said six months' period, notified the Trustee of their election to accept such payment. Upon surrender of their bonds, in denominations of \$1 ,000 or multiples thereof, with all unmatured coupons attached for cancellation, the Trustee shall, upon the interest date next following the expiration of said six months' period, proceed to pay in the manner above stated the sum so available to such of the bondholders as shall have elected, within •said six months' period, to accept the same and who shall, on or before said interest date, have surrendered their bonds for cancellation above stated and, if the bonds so surrendered for cancellation shall be for a principal amount in excess of the sum to be so paid thereon, the Company shall deliver to such bondholders new coupon bonds with all unmatured coupons attached or registered bonds without coupons within the limitations prescribed in the Mortgage, of a principal amount equal to such excess.

(2) If at the expiration of said six months' period there shall remain any balance of said proceeds above the amount required to pay in full the principal amount, with accrued interest to the next interest date, of all bonds the holders of which have elected to accept payment thereon as aforesaid, the Trustee shall hold such balance for the Company's account and it shall, from time to time, at the Company's request, be disposed of by the Trustee in the manner provided in Article 9.

## ARTICLE 8.5.

### Possession, Use and Release of Property.

SECTION 8.51. *Effective Time of Article; Release on Second Effective Date.* This Article shall be of no force or effect so long as Article 8 continues in effect, but shall automatically become and be in full force and effect at such time as Article 8 ceases to be in effect.

When this Article shall become and be in full force and effect as provided above, then, unless an event of default shall have happened and be continuing, upon application by the Company and receipt of an officers' default certificate dated the date of said application, the Trustee shall execute and deliver to the Company appropriate instruments releasing, to the extent hereinbelow provided, the interest, if any, of the Trustee in all right, title and interest of the Company then owned or thereafter acquired in and to

(a) all stocks, bonds or other obligations of persons other than corporations, and all other securities, unless the same shall be deposited by the Company with the Trustee as provided in the Mortgage;

(b) all rights and claims (other than with respect to the mortgaged property), patents, patent rights and other similar rights, agreements, contracts, accounts receivable, notes and bills receivable, judgments and other evidences of indebtedness not specifically assigned to and pledged with the Trustee hereunder;

(c) electricity, gas, water, electric and gas appliances, stock in trade, materials, supplies and other products generated, manufactured, produced, purchased, or otherwise acquired for the purpose of sale and/or resale, transmission, distribution, storage or use in the usual course of business or the operation of any of the properties of the Company;

(d) coal, natural gas, timber, lumber, crops, minerals, mineral rights and other products of land owned by the Company, in each case not in the ground;

(e) office furniture and equipment, small tools and equipment and machinery of portable size, and vehicles and vessels of every sort, together with all equipment and supplies necessary to the operation and maintenance of such vehicles and vessels;

(f) all rents, tolls, earnings, profits, revenues, dividends and income then or thereafter arising from any property, other than the mortgaged property, then or thereafter owned, leased or operated by the Company;

(g) all leasehold interests, permits, licenses and similar rights, whether then owned or thereafter acquired by the Company, which are intended to be hereby conveyed, transferred or assigned and which may not be legally so conveyed, transferred or assigned, or which cannot be so conveyed, transferred or assigned without the consent of officer parties whose consent is not secured or without subjecting the Trustee to a liability not otherwise contemplated by the provisions of the Mortgage or which otherwise may not be hereby lawfully and/or effectively granted, conveyed, mortgaged, transferred and assigned by the Company;

(h) the last day of the term of each leasehold estate (oral or written, or any agreement therefor) then owned or thereafter acquired by the Company;

provided, however, that if, at the time of the release of said property from the lien of the Mortgage pursuant to this Section 8.51, the Company has theretofore issued bonds pursuant to Section 3.55 to finance an inventory of nuclear core elements for one or more of its nuclear electric generating units, none of the elements for such unit which are located at the site of such unit shall be released from the lien hereof pursuant to this Section; and, provided, further, that (i) if upon the occurrence of my event of default the Trustee or any receiver or trustee or any governmental subdivision, body or agency appointed or acting pursuant to statutory provision or order of court shall have entered into possession of the trust estate or a substantial part thereof (other than securities and cash forming a part of the trust estate), the property hereinabove thereby released from the lien hereof shall immediately become subject to the lien hereof to the extent permitted by law; (ii) whenever all events of default shall have been cured and the possession of the trust estate (other than securities and cash forming a part thereof) shall have been restored to the Company, any property of the character described in this paragraph so restored to the Company shall again be excepted and excluded from the lien of the Mortgage to the extent hereinabove set forth; and (iii) to the extent not prohibited

by any other provision of the Mortgage, nothing contained in the release herein provided for shall prevent the Company, prior to any such entry, from selling, assigning, transferring, pledging or otherwise disposing of property of the character thereby released from the lien hereof by this paragraph and in any such case the title, possession or other rights of the purchaser, assignee or transferee thereof shall be free and clear of such lien as would otherwise attach under the Mortgage in the event of such entry.

SECTION 8.52. *Possession and Use of Property.* Unless an event of default shall have happened and is continuing, the Company shall have the power in the ordinary course of business, freely and without any consent by or hindrance on the part of the Trustee or of the bondholders, to: (i) possess, use and enjoy all the property, real, personal and mixed, and appurtenances thereto and all franchises, contracts and rights conveyed by the Mortgage (other than such securities, obligations and moneys as are, or are expressly required to be, deposited with or received or collected by the Trustee); (ii) receive and use all tolls, rents, revenues, earnings, interest, dividends, royalties, issues, income and profits thereof; (iii) produce, generate, manufacture, purchase, transmit, distribute, store, sell and otherwise deal with and use electricity, gas, water, electric and gas appliances and other products; (iv) use and consume stock in trade, materials and supplies; (v) deal with chases in action (other than pledged securities), leases (including the CR&L Lease) and contracts and exercise, release or amend the rights and powers conferred upon it thereby; and (vi) alter, repair, maintain, replace, reconstruct, relocate, remove and operate any of its buildings, plants, stations, structures, transmission lines, distribution lines, pipe lines, conduits, mains, machinery, equipment, tools, dams, reservoirs and other real property and tangible personal property, except that none of such real property or tangible personal property may be relocated or removed so as to impair the lien of the Mortgage thereon unless such property is sold, abandoned or otherwise disposed of as permitted by this Section or by Section 8.53 or released by the Trustee.

SECTION 8.53. *Dispositions Without Release.* The Company may at any time and from time to time, without any release or consent by the Trustee:

(a) Sell or otherwise dispose of, free from the lien of the Mortgage, any vehicles, machinery, equipment, fixtures, apparatus, stock in trade, materials, supplies, tools and implements at any time subject to the lien hereof, which have become worn out, unserviceable, undesirable

or unnecessary for use in the conduct of its business, upon replacing the same with, or substituting for the same, other property of ;1 value (after the deduction of an amount equal to 166 2/3% of the principal amount of any indebtedness secured by prior lien thereon) at least equal to the value at that time of the property so disposed of, and which is of the nature of property subject to the lien hereof, which other property shall without further action become subject to the lien hereof; provided that a sale or disposition of nuclear core elements pursuant to this Section shall be permitted only upon compliance with the requirements of Section 8.53(h);

(b) Abandon any property, if in the opinion of the Board of Directors (i) the abandonment of such property is desirable in the proper conduct of the business and in the operation of the properties of the Company or is otherwise in the best interests of the Company, and (ii) the value and utility generally of all its properties as an entirety and the security for the bonds will not thereby be impaired;

(c) Surrender or assent to or procure the modification of any easement, right-of-way, lease, franchise, license, authority or permit which it may now or hereafter hold or under which it may now or hereafter operate, if in the opinion of counsel the Company shall have the right, under the modified easement, right-of-way, lease, franchise, license, authority or permit, or under a new easement, right-of-way, lease, franchise, license, authority or permit received in exchange in the event of any such surrender, or under some other easement, tight-of-way, lease, franchise, license, authority or permit, to conduct the same business in the same or an extended territory during the same or an extended or unlimited period of time;

(d) Surrender or assent to or procure a modification of any easement, right-of-way, lease, franchise, license, authority or permit under which it operates any of its properties which it may now or hereafter hold or under which it may now or hereafter operate, if in the opinion of the Board of Directors (i) it is no longer necessary or desirable in the proper conduct of the Company's business, or is otherwise no longer in the best inteIests of the Company, to operate such properties or to comply with the terms and provisions of such easement, right-of-way, lease, franchise, license, authority or permit, and (ii) the value and utility generally of all its properties as an entirety and the security for the bonds will not thereby be impaired;

(e) Sell, surrender, release, abandon or otherwise dispose of, either with or without consideration (provided any consideration received by the Company shall, subject to the provisions of Section 8.56, be paid over to the Trustee to be held by it as part of the trust estate), any easements, rights-of-way, leases, licenses, authority or permits over private property for towers, poles, wires, cables, conduits, pipe lines or mains, or for transmission line or distribution line purposes, if such towers, poles, wires, cables, conduits, pipe lines or mains, or such transmission or distribution lines, have theretofore been sold by the Company or removed by the Company to other property in accordance with the provisions of Section 8.52 or taken by any municipality or other governmental subdivision by the exercise of a power of eminent domain or similar right or power, and if in the opinion of the Board of Directors the value and utility generally of all its properties as an entirety and the security for the bonds will not thereby be impaired;

(f) Grant to any public utility or railroad or other carrier or communication company or any electric, telephone or other cooperative association, governmental authority, municipality or other governmental subdivision, either with or without consideration (provided any consideration received by the Company shall, subject to the provisions of Section 8.56, be paid over to the Trustee to be held by it as part of the trust estate), easements, rights-of-way, leases, licenses, authority or permits, for fixed periods of time or in perpetuity, over or with respect to any of the real property constituting part of the trust estate, if in the opinion of the Board of Directors (i) the granting of such easements, rights-of-way, leases, licenses, authority or permits does not substantially impair the continued use and enjoyment by the Company of the real property over or in respect of which such easements, rights-of-way, leases, licenses, authority or permits are granted for the purpose for which such property is used by the Company, and (ii) the value and utility generally of all its properties as an entirety and the security for the bonds will not thereby be impaired; and

(g) Grant to any public utility or railroad or other carrier or communication company or any electric, telephone or other cooperative association, governmental authority, municipality or other governmental subdivision, either with or without consideration (provided any consideration received by the Company shall, subject to the provisions of Section 8.56, be paid over to the Trustee to be held by it as part of

the trust estate), easements, rights-of-way, leases, licenses, authority or permits, for fixed periods of time or in perpetuity, over or with respect to any of the real property constituting part of the trust estate, if such easements, rights-of-way, leases, licenses, authority or permits as granted by the Company (unless granted pursuant to Subdivision (f) of this Section) are for use or useful by the grantees, lessees, licensees or permittees thereof in connection with electric or gas facilities connected or to be connected with any electric or gas facilities of the Company or in connection with the transmission or distribution of electricity or gas to or from any such facilities of the Company or in connection with the transportation of materials or supplies to or from the property of the Company or in connection with the storage of materials or supplies of the Company or in connection with the provision of communication service to or for the Company, and, if in the opinion of the Board of Directors, the value and utility generally of all its properties as an entirety and the security for the bonds will not thereby be impaired.

(h) Sell, exchange or otherwise dispose of, free from the lien of the Mortgage, its interest in nuclear core elements (and, if, and so long as nuclear core elements not located at the site of a generating unit owned by the Company are excluded from the lien of the Mortgage, free its interest in particular nuclear core elements from such lien by removing the elements from the site of a generating unit owned by it), first or simultaneously substituting for the same its interest in other nuclear core elements of a value to the Company at least equal to that of the interest substituted for, which interest shall forthwith be subject to the lien of the Mortgage to the same extent as the interest substituted for; provided, however, that before any such sale, exchange, disposition or removal is effected the Company shall deliver to the Trustee an opinion of counsel stating that the Mortgage is a lien on the Company's interest in such substitute nuclear core elements, subject to no prior liens other than permitted liens; and, provided, further that if the fair value of the Company's interest in any such nuclear core elements so sold, exchanged, disposed of or removed exceeds \$25,000, the Company shall be entitled to effect the sale, exchange, disposition or removal thereof pursuant to this Section only upon the receipt by the Trustee of a certificate, dated not more than 30 days prior to the date of its receipt by the Trustee, of an engineer (who shall be an independent

engineer if either (i) the fair value of the interest to be sold, exchanged, disposed of or removed is at least \$25,000 and at least 1% of the aggregate principal amount of all bonds at the time outstanding, and the aggregate of the fair value of such interest and of any other such interests so sold, exchanged, disposed of or removed and all property released from the lien of the Mortgage since the commencement of the then current calendar year (as previously certified to the Trustee) is 10% or more of the aggregate principal amount of all bonds at the time outstanding, or (ii) the substituted nuclear core elements have, within 6 months prior to the date of acquisition thereof by the Company, been used or operated by others than the Company, in a business similar to that in which they have been or are to be used or operated by the Company) stating:

- (A) the fair value at the date of the certificate, in the opinion of the signer, of the Company's interest in the nuclear core elements to be sold, exchanged, disposed of or removed;
- (B) the fair value to the Company at the date of the certificate, in the opinion of the signer, of the Company's interest in that substituted nuclear core elements; and
- (C) that, in the opinion of the signer, the proposed sale, exchange, disposition or removal will not impair the security under the Mortgage in contravention of the provisions hereof.

For the purpose of Subdivision (c) of this Section 8.53 and of any opinion to be rendered under it, any right of any government or governmental body or authority to terminate an easement, right-of-way, lease, franchise, license, authority or permit shall not be deemed to abridge or affect its duration.

SECTION 8.54. *Release of Property by Trustee*. From time to time and at any time the Company may sell, transfer or otherwise dispose of any property (including franchises and securities other than prior lien obligations) constituting a part, but less than substantially all, of the trust estate and, before, after or concurrently with such sale, transfer or other disposition, the Trustee shall release the same from the lien of the Mortgage but only upon receipt by the Trustee of:

- (a) A certified resolution requesting such release;
- (b) An engineer's certificate, dated not more than ninety days prior to the date of filing thereof with the Trustee, which shall state in substance:

(i) the signer's opinion of the fair value, as of the date of such certificate, of the property to be released, together with a description of such property in reasonable detail, but such description shall be sufficient if given as provided in (A) or (B) of Subdivision (1) of Section 3.57;

(ii) the nature of the consideration received or to be received by the Company from the sale or other disposition of the property to be released; and

(iii) that in the opinion of the signer the retention of the property to be released is no longer necessary in the conduct of the continuing business of the Company or other property acquired or to be acquired is as well suited to the needs of the continuing business of the Company as that to be released, and the proposed release will not impair the security under the Mortgage in contravention of the provisions thereof;

which certificate shall be an independent engineer's certificate if the fair value of the property (including franchises and securities) to be released and all other property (including franchises and securities) released from the lien of the Mortgage since the commencement of the then current calendar year, as set forth in the certificates previously filed pursuant to this Subdivision (b), is 10% or more of the aggregate principal amount of the bonds at the time outstanding; but such certificate shall not be required to be an independent engineer's certificate if the fair value of the property to be released, as set forth in the certificate required by this Subdivision (b), is less than \$25,000 or less than 1% of the aggregate principal amount of the bonds at the time outstanding;

(c) An amount in cash (which may be reduced as provided in Section 8.56), to be held by the Trustee as part of the trust estate, at least equal to the fair value of the property to be released, as specified in the engineer's certificate or the independent engineer's certificate provided for in Subdivision (b) of this Section;

(d) An opinion of counsel to the effect that all conditions precedent provided for in the Mortgage relating to the release of the property in question have been or will have been complied with and stating, in case the Trustee is requested to release any franchise, that such release

will not impair in any material way the right of the Company to operate any of its remaining properties; and

(e) An officers' default certificate, dated within five days of the date of filing thereof with the Trustee.

SECTION 8.55. *Eminent Domain and Other Governmental Takings*. Should all or any part of the trust estate be taken by the exercise of a power of eminent domain or similar right or power, the Trustee may accept any payment or award therefor as representing its fair value, and, at the request of the Company evidenced by a certified resolution and an officers' default certificate which shall also state that the Board of Directors has approved such payment or award, or that such award has been made by an order, judgment or decree of a court of competent jurisdiction, and that such order, judgment or decree is final and not subject to revision or appeal, shall execute and deliver a release of property so taken and shall be fully protected in so doing upon being furnished with an opinion of counsel stating that such property has been taken by the exercise of a power of eminent domain or of a similar right or power. In any such proceedings the Trustee may be represented by counsel. Cash representing proceeds of all property so taken shall be paid over to or collected by the Trustee to be held and applied as part of the trust estate; provided, however, that the amount of such cash to be paid over to or collected by the Trustee may be reduced as provided in Section 8.56.

SECTION 8.56. *Reduction of Cash Required To Be Deposited With Trustee Upon Release of Property*. The Company shall have the right, upon application to the Trustee, to reduce the amount of cash required or permitted to be deposited with or paid over to the Trustee or which may be collected by the Trustee, pursuant to any provision of this Article 8.5 by:

(a) an amount equal to 100% of bondable property additions, upon the filing with the Trustee of a bondable property certificate complying with the requirements of Subdivision (1) of Section 3.57, accompanied by the evidence provided for in Section 3.57;

(b) in the case of a taking or other disposition of property pursuant to Section 8.53, Section 8.54 or Section 8.55, the amount (less 166 2/3% of the amount of any prior lien obligations required to be specified in

the accountant's certificate provided for in paragraph (1) of this Subdivision (b)) of any property additions concurrently acquired by the Company in exchange for the property taken or otherwise disposed of, but only upon receipt by the Trustee of:

(1) an accountant's certificate, dated not more than ninety days prior to the date of filing thereof with the Trustee, stating (i) the cost of such property additions and (ii) the amount of prior lien obligations, if any, secured by prior lien on such property additions, if such obligations have not been deducted in a previous certificate filed complying with the requirements of this paragraph (1) of Subdivision (b) or of Subdivision (1) of Section 3.57; which certificate shall be an independent accountant's certificate in the event any of such property additions are of the character referred to in item (ii) of Subdivision (1) of Section 3.57;

(2) an engineer's certificate, dated not more than ninety days prior to the date of the filing thereof with the Trustee, stating the signer's opinion of the fair value of such property additions, which certificate shall be an independent engineer's certificate in the event any of such property additions are of the character referred to in item (ii) of Subdivision (1) of Section 3.57; and

(3) an opinion of counsel stating that such property additions are then, or upon due recording of the instrument conveying the same to the Company will be, subject to the direct first mortgage lien of the Mortgage, subject only to permitted liens and specified prior liens;

(c) in the case of a taking or other disposition of property pursuant to Section 8.53, Section 8.54 or Section 8.55, the amount of any obligations (herein sometimes referred to as "purchase money obligations") secured by a mortgage on the property taken or otherwise disposed of by the Company, which purchase money obligations and mortgages securing the same shall be duly assigned to the Trustee; provided, that the principal amount thereof to be credited pursuant to this Section shall not exceed, in the case of any release pursuant to Section 8.54, 60% (or such higher percent, not to exceed 66 2/3%, as shall be authorized or approved, upon application by the Company, by the Securities and Exchange Commission or by any successor commission

thereto, under the Public Utility Holding Company Act of 1935) of the fair value (as certified pursuant to said Section 8.54) of the property covered by any such purchase money mortgage;

(d) in the case of a taking or other disposition pursuant to Section 8.53, Section 8.54 or Section 8.55 of property which, prior to its taking or other disposition, was subject to a prior lien, the amount of cash and/or purchase money obligations of the character described in Subdivision (c) of this Section 8.56, received as the proceeds of the taking or other disposition of the property, which has been deposited with or duly assigned to the trustee or other holder of such prior lien pursuant to the requirements thereof, as shown by the certificate of such trustee or other holder of such prior lien;

(e) in the case of a taking or other disposition pursuant to Section 8.53, Section 8.54 or Section 8.55 of property which has been taken or otherwise disposed of subject to a prior lien, the amount of the prior lien obligation secured by such prior lien, subject to which the property has been taken or otherwise disposed of, as shown in an officers' certificate, which certificate shall briefly describe or otherwise identify such prior lien and shall state that the property in question constitutes all of the property which immediately prior to such taking or other disposition was subject to such prior lien; and/or

(f) the principal amount of any bonds or refundable prior lien obligations then outstanding concurrently deposited with the Trustee which might at the time be made the basis of the authentication and delivery of bonds under Section 3.52 or Section 3.53 but only upon the filing with the Trustee of the evidence, as appropriately modified, provided for in the appropriate one of said Sections, except that no certification as to the net earning requirement of Section 3.58 shall be required.

The certification of any particular property addition to the Trustee pursuant to Subdivision (b) of this Section 8.56 shall in no way be deemed to prevent the subsequent inclusion of such property addition in a certificate filed complying with the requirements of Subdivision (1) of Section 3.57.

In case the Company elects to make application pursuant to Subdivision (c), (d) or (e) of this Section 8.56, there shall be delivered to the Trustee an opinion or opinions of counsel

(1) in case any purchase money obligation is being assigned to the Trustee or to the trustee or other holder of a prior lien pursuant to Subdivision (c) or (d) of this Section 8.56, stating that the same is a valid obligation and is duly secured by a valid purchase money mortgage constituting a direct lien upon property taken or otherwise disposed of by the Company, from and clear of all liens, charges or encumbrances prior thereto, except any prior liens, or other charges or encumbrances prior to the lien of the Mortgage, which may have existed on such property immediately prior to such taking or other disposition, and that any such purchase money obligation and mortgage have been duly assigned to the Trustee and/or to the trustee or other holder of a prior lien, as the case may be, and that the assignment of such mortgage is in recordable form and has been recorded or provision assuring prompt and due recording has been made;

(2) in case any cash or purchase money obligation shall be certified to have been deposited with or assigned to the trustee or other holder of a prior lien pursuant to Subdivision (d) of this Section 8.56, stating that the property taken or otherwise disposed of by the Company or a specified portion thereof was immediately before such taking or other disposition subject to such prior lien, and that such deposit or assignment is required by such prior lien; and

(3) in case an officers' certificate shall have been delivered to the Trustee pursuant to Subdivision (e) of this Section 8.56, stating that the property taken or otherwise disposed of was immediately before such taking or other disposition subject to the prior lien or liens stated in such certificate, and that the nature and extent of such prior lien or liens are correctly stated in such certificate.

Any purchase money obligation assigned to the Trustee pursuant to this Section 8.56, and/or the mortgage or other lien securing such obligation, may be released by the Trustee upon deposit by the Company of cash, to be received by the Trustee as part of the trust estate, in an amount equal to the unpaid principal amount of such obligation. The principal amount of any such obligation not so released shall be paid over to or collected by the Trustee when the same shall be paid or become payable and the Trustee may take any action it deems advisable to preserve the security of my mortgage or other lien securing any such obligation.

SECTION 8.57. *Purchaser Protected*. In no event shall any purchaser in good faith of any property purported to be released hereunder be bound to ascertain the authority of the Trustee to execute the release; or to inquire as to any facts required by the provisions hereof for the exercise of such authority; or to see to the application of the purchase moneys. Nor shall any purchaser in good faith of vehicles, machinery, equipment, fixtures, apparatus, stock in trade, materials, supplies, tools or implements be under obligation to ascertain or inquire into the occurrence of the event on which any such sale is hereby authorized.

SECTION 8.58. *Powers Exercisable Notwithstanding Event of Default; Powers Exercisable by Trustee or Receiver*. The Trustee shall not be required under any of the provisions of this Article to release any part of the mortgaged property from the lien hereof at any time when an event of default shall have happened and be continuing but, notwithstanding the continuance of an event of default, the Trustee may release from the lien hereof any part of the mortgaged property, upon compliance by the Company with the other conditions specified in this Article in respect thereof, if the Trustee in its discretion shall deem such release for the best interest of the bondholders. In case the trust estate shall be in the possession of one or more receivers lawfully appointed or of a trustee in bankruptcy or reorganization proceedings (including a trustee or trustees appointed under the provisions of Chapter X of an Act to establish a uniform system of bankruptcy throughout the United States, approved July 1, 1898, as amended) or of assignees for the benefit of creditors, the powers by this Article conferred upon the Company may be exercised by such receivers, trustees or assignees, with the approval of the Trustee, regardless of whether an event of default has happened and is continuing, and in such event a writing signed by such receivers, trustees or assignees, may be received by the Trustee in lieu of any certified resolution required by the provisions of this Article, and such receivers, trustees or assignees may make any certificate required by the provisions of this Article to be made by an officer or officers of the Company. If the Trustee hereunder shall be in possession of the trust estate under any provision of the Mortgage, then all such powers by this Article conferred upon the Company may be exercised by the Trustee in its discretion.

SECTION 8.59. *Execution of Instruments of Disclaimer by Trustee*. In case the Company proposes to transfer or otherwise dispose of or has trans-

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ferred or otherwise disposed of any property of the character excepted from the lien hereof, or any property under the conditions authorized by Section 8.53, the Trustee shall, from time to time, execute such instruments of disclaimer, quitclaim, waiver, consent or confirmation as may be appropriate upon receipt by the Trustee of:

(1) A certified resolution authorizing or confirming the transfer or other disposition by the Company;

(2) An officers' certificate reciting the transfer or other disposition; describing in reasonable detail the property transferred or disposed of or to be transferred or disposed of; stating that such property is not subject to the lien hereof, or that the transfer or other disposition thereof is authorized by Section 8.53; stating that a written disclaimer, quitclaim, waiver, consent or confirmation by the Trustee is appropriate; stating, unless the property is not subject to the lien hereof, that no event of default has happened and is continuing; and requesting the execution and delivery by the Trustee of such disclaimer, quitclaim, waiver, consent or confirmation; and

(3) An opinion of counsel stating that such property is not subject to the lien hereof or required to be subjected thereto by any of the provisions hereof, or that the transfer or other disposition thereof is authorized by Section 8.53; and stating that the execution of such disclaimer, quitclaim, waiver, consent or confirmation is appropriate.

SECTION 8.60. *Company's Right to Interest on Securities Deposited With Trustee*. Unless an event of default shall have happened and be continuing, the Company shall be entitled to receive and collect all interest which may become payable on any purchase money obligations or other evidences of indebtedness or securities held as part of the trust estate, and shall be entitled to collect all cash dividends payable out of earned surplus on shares of stock held as part of the trust estate and to vote all such shares of stock.

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## ARTICLE 9.

### **Moneys, Bonds or Prior Lien Obligations Held by Trustee as Part of Trust Estate.**

SECTION 9.01. *Effective Time and Application of Certain Provisions of Article*. Section 9.02 shall continue in effect until the Second Effective Date but not thereafter and shall cease to be of any force or effect on the Second Effective Date.

So long as Section 9.02 continues in effect:

(a) any moneys received by the Trustee pursuant to Article 8 as the proceeds of released property or otherwise, and any insurance proceeds which are required by Section 6.09 to be applied in accordance with this Article, shall be subject only to withdrawal in accordance with Section 9.02 or to investment in bonds or other debt obligations pursuant to the last paragraph of Section 9.10; provided that the foregoing limitation shall not be applicable to any other moneys received by the Trustee pursuant to the Mortgage; and

(b) no withdrawal may be effected under Section 9.02 unless such withdrawal is also permitted under Section 9.03(i).

So long as Article 3 continues in effect, the provisions of Section 9.03(ii) and Section 9.04 shall not be applicable to any moneys deposited with the Trustee pursuant to Article 3. After Article 3 ceases to be in effect, Section 9.03 and Section 9.04 shall be applicable to any moneys theretofore deposited with the Trustee pursuant to Article 3. So long as Section 3.04 continues in effect, the provisions of Section 9.09 shall not be applicable to prior lien obligations which (i) constitute "underlying bonds" and (ii) are deposited with the Trustee pursuant to Section 3.04, nor shall Section 9.09 be applicable to any money received with respect to such obligations, but Section 9.09 shall be applicable to all other prior lien obligations. After Section 3.04 ceases to be in effect, Section 9.09 shall be applicable also to any "underlying bonds" heretofore deposited under Section 3.04 and to any money received with respect to such obligations.

SECTION 9.02. *Certain Withdrawals Prior to Second Effective Date*. Prior to the Second Effective Date, any moneys or purchase money obligations

received by the Trustee pursuant to Article 8 as the proceeds of released property or otherwise, and any insurance proceeds which are required by Section 6.09 to be applied in accordance with this Article, shall, upon compliance with Section 9.03(i) and this Section, and upon request of the Company, evidenced by a certified resolution, be paid out by the Trustee only for the actual cost or fair value, whichever shall be less (such fair value to be determined as of a time within two months prior to the application for such payment), of additional property, additions, extensions, betterments or improvements of the kind described in subdivision (1) of Section 3.05, upon receipt by the Trustee of the documents and instruments required under paragraphs (1) , (2) and (3) of Section 3.06; provided that the basis for payment shall be the full amount of such cost or fair value instead of only 75% thereof.

SECTION 9.03. *Withdrawal of Moneys Held by Trustee.* Subject to Section 9.01, any moneys deposited with the Trustee pursuant to Article 8 or Article 8.5 and any other moneys held by the Trustee as part of the trust estate to which the provisions of this Article are expressly made applicable shall be paid over from time to time by the Trustee upon application of the Company to or upon the order of the Treasurer or an Assistant Treasurer of the Company (i) in an amount equal to 100% of bondable property additions but only upon the filing with the Trustee of a certificate complying with the requirements of Subdivision (1) of Section 3.57, accompanied by the evidence provided for in Section 3.57, or (ii) in an amount equal to the principal amount of bonds or refundable prior lien obligations concurrently deposited with the Trustee which might at the time be made the basis for the authentication and delivery of bonds under Section 3.52 or Section 3.53 but only upon the filing with the Trustee of the evidence, as appropriately modified, provided for in the appropriate one of said Sections, except that no certification as to the net earnings requirement of Section 3.58 shall be required.

SECTION 9.04. *Purchase or Redemption of Bonds.* Subject to Section 9.01, any moneys held by the Trustee as part of the trust estate (other than moneys deposited in a sinking or improvement fund for the benefit of a particular series of bonds) shall, at the election and in accordance with the request of the Company, evidenced by a certified resolution, (i) be applied by the Trustee from time to time to the purchase of outstanding bonds in the manner provided in Section 9.05 or (ii) be applied by the Trustee to

the payment at maturity of any bonds issued and outstanding under the Mortgage or (iii) be applied by the Trustee in reduction of the amount then required to be deposited by the Company with the Trustee in connection with the redemption of bonds issued and outstanding under the Mortgage.

SECTION 9.05. *Manner of Purchasing Bonds.* Subject to Section 9.01, when requested by the Company under Section 9.04, the Trustee shall make purchases of bonds out of the moneys referred to in Section 9.04 and Section 9.06 in such manner as it may deem proper but shall not purchase bonds at a price or prices (including accrued interest but not including brokerage charges) exceeding the lowest redemption price of the bonds to be purchased applicable at the time to a redemption at the option of the Company, plus accrued interest up to, but not including, the day of purchase, or, in the case of bonds, if any, which are not then subject to redemption, at a price or prices (including accrued interest but not including brokerage charges) exceeding the principal amount thereof, plus accrued interest up to, but not including, the day of purchase.

SECTION 9.06. *Trustee's Expenses; Accrued Interest.* All expenses incurred by the Trustee or the Company in connection with any purchase of bonds pursuant to the provisions of this Article shall be paid by the Company out of its general funds, and the Company agrees to reimburse the Trustee on demand for any funds disbursed by it for any such purpose. In addition, upon any such purchase the Company shall pay to the Trustee all interest up to, but not including, the day of purchase on all bonds so purchased, together with the amount by which the aggregate purchase price (excluding interest) paid by the Trustee exceeds the aggregate principal amount of bonds purchased. If required by the Trustee, the funds necessary for the payment of such expenses, accrued interest and any excess of the purchase price over the principal amount shall be paid by the Company in anticipation of such disbursements by the Trustee.

SECTION 9.07. *Release of All or Substantially All of Company's Properties from Lien of Mortgage.* In case all or substantially all of the properties of the Company (other than securities, obligations and cash held by the Trustee) shall have been released from the lien hereof, no payment shall be made to the Company by the Trustee pursuant to the provisions of this Article until all the bonds outstanding (other than bonds held by the Company) shall have been paid, redeemed or otherwise retired.

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SECTION 9.08. *Cancellation and Further Use of Certain Deposited or Purchased Bonds.* Except to the extent that other provision is made therefor in Article 3 or Section 6.06, all bonds deposited with, or purchased by, the Trustee pursuant to Article 3, Article 3.5, Section 6.14, Article 8.5 or this Article, shall be accompanied by all unmatured coupons thereto appertaining, shall be cancelled forthwith upon the receipt thereof by the Trustee, and shall not thereafter be used for any purpose under the Mortgage.

SECTION 9.09. *Deposited Prior Lien Obligations.* The provisions of this Section are subject to the limitation expressed in Section 9.01.

All prior lien obligations deposited with the Trustee pursuant to any provision of the Mortgage shall be accompanied by all unmatured coupons thereto appertaining, or shall be accompanied by evidence satisfactory to the Trustee (which may be a certificate of the trustee or other holder of the prior lien securing the same) that the discharge of the lien securing such prior lien obligations may be obtained without the production of any coupon or coupons that may be missing; and each prior lien obligation so deposited shall be uncanceled. Each prior lien obligation deposited hereunder shall be in bearer form or accompanied by appropriate instruments of transfer; and the Trustee may cause any or all registered prior lien obligations to be registered in its name as Trustee, or otherwise, or in the name or names of its nominee or nominees. All prior lien obligations deposited with the Trustee pursuant to Article 3, Article 3.5, Section 6.14, Section 6.15, Article 8.5 or this Article shall not thereafter be used for any purpose under the Mortgage, except as provided in this Section.

All prior lien obligations received by the Trustee shall be held by the Trustee as part of the trust estate and without impairment of the obligation represented thereby or the lien thereof for the protection and further security of the bonds. Unless an event of default shall have happened and is continuing, no payment by way of interest or otherwise on any of the prior lien obligations held by the Trustee shall be made or demanded and the coupons thereto appertaining as they mature shall be cancelled by the Trustee and delivered so cancelled to the Company, unless the Company shall direct with respect to any of such prior lien obligations, to have such payments made and demanded, in which event the Company shall, subject to the provisions hereinafter in this Section contained, be entitled to receive all such payments. In any event, except during the continuance of an event of default, all moneys received by the Trustee (a) on account of the principal of or interest or pre-

mium on said prior lien obligations, or (b) by reason of the sale or delivery of any of said obligations to a sinking fund or other similar device for the retirement of prior lien obligations shall be paid over by the Trustee to or upon the written order of the Company; provided that any such moneys which represent the proceeds of insurance on, or of the release of, or of the taking by eminent domain or purchase of, or other disposition or change of, mortgaged utility property, including the proceeds of and substitutes for any thereof, shall be retained by the Trustee and held as part of the trust estate, and may be withdrawn, used or applied as provided in Section 9.03 or Section 9.04. The Company shall deliver to the Trustee an officers' certificate in connection with each payment requested to be made to or upon the order of the Company pursuant to the preceding sentence which shall show whether any of the moneys to be paid over are required to be retained by the Trustee.

Unless an event of default shall have happened and is continuing, the Trustee, if so directed by the Company, shall cause any prior lien obligations held by it to be cancelled, and the obligation thereby evidenced to be satisfied and discharged, upon the receipt by it of (A) notice from the trustee or other holder of the lien securing the same that such trustee or other holder, on receipt of the prior lien obligations so held by the Trustee; will cause the lien securing the same to be satisfied and discharged of record, and (B) an opinion of counsel to the effect that there is no outstanding lien (other than permitted liens) covering any part of the property upon which such lien exists junior to such lien and senior to the lien of the Mortgage. Further, so long as no such event of default shall have happened and is continuing, the Trustee shall, at the Company's request, sell or surrender any prior lien obligations held by it subject to this Section 9.09 to the trustee or other holder of the prior lien securing the same for cancellation, or to be held uncanceled for the purposes of any sinking fund or other similar device for the retirement of the prior lien obligations so sold or surrendered, provided, however, that no such prior lien obligations shall be sold or surrendered except for cancellation as aforesaid, until the Trustee shall have received an opinion of counsel to the effect that the provisions of the prior lien securing the prior lien obligations so to be sold or surrendered are such that no transfer of ownership or possession of such prior lien obligations by the trustee or other holder of such prior lien is permissible thereunder except to the Trustee hereunder, to be held subject to the provisions of this Section 9.09, or to the trustee or other holder of a prior lien upon the same property, for cancellation or to be held uncanceled under the terms of such prior lien under like conditions.

If all the property subject to the prior lien securing any prior lien obligations deposited with the Trustee shall be released from the lien of the Mortgage, such prior lien obligations shall be at the Company's request, be cancelled or surrendered to the Company.

If an event of default shall have happened and is continuing, the Trustee may (a) exercise in its absolute discretion, without the consent of the Company, any and all rights of a bondholder with respect to the prior lien obligations then held by the Trustee or (b) take any other action which shall in its judgment be desirable or necessary to avail of the security created for such prior lien obligations by the prior liens securing the same; and it may, in its discretion, take any such action when no such event of default exists, with the written consent of, or at the request of, the Company. The Trustee shall be reimbursed from the trust estate for all expenses by it properly incurred by reason of any such action taken without negligence or bad faith with interest upon all such expenditures at the rate of 6% per annum; and the amount of such: expenses and interest shall, until repaid, constitute a lien upon the mortgaged property prior to the lien of the bonds and coupons.

SECTION 9.10. *Investment of Moneys.* Subject to the restrictions specified in the last paragraph of this Section, any moneys held by the Trustee as a part of the trust estate may, at the request of the Company evidenced by a certified resolution, be invested or reinvested by the Trustee in any of the investments now or hereafter authorized by the laws of the State of Connecticut or the Commonwealth of Massachusetts or the State of New York pertaining to the investment by savings banks of funds held by them. Until an event of default shall have happened and is continuing, any income on such investments which may be received by the Trustee shall be forthwith paid to the Company less, however, any accrued interest or dividends paid by the Trustee at the time of purchase. The securities representing such investments shall be held by the Trustee as part of the trust estate; but, upon a like request of the Company, or at any time when the Trustee deems the continued holding thereof to be prejudicial to the interests of the bondholders, the Trustee shall sell all or any designated part of the same and the proceeds of such sale shall be held by the Trustee in like manner and subject to the same conditions as the cash used by it to purchase the securities so sold. In case the net proceeds (exclusive of interest or dividends) realized upon any sale shall amount to more than the amount invested by the Trustee in the purchase of the securities so sold, the Trustee shall, unless an event of default has occurred

and is continuing, pay the excess over to the Company. In case the net proceeds (exclusive of interest or dividends) realized upon any sale shall amount to less than the amount invested by the Trustee in the purchase of securities so sold, the Trustee shall within five days after such sale notify the Company in writing thereof and within five days thereafter the Company shall pay to the Trustee the amount of the difference between such purchase price and the amount so realized, and the amounts so paid shall be held by the Trustee in like manner and subject to the same conditions as the proceeds realized upon such sale.

Whenever the Company, upon any application for which provision is made in the Mortgage in respect to the withdrawal of cash held by the Trustee, shall become entitled to the payment to it by the Trustee of any moneys theretofore deposited with or then held by the Trustee under the Mortgage, the Company shall accept securities held by the Trustee as part of the trust estate pursuant to this Section, to the extent that such securities shall be tendered to it by the Trustee in lieu of cash; and such securities shall be accepted in lieu of such cash, at the cost thereof to the trust estate.

Notwithstanding the foregoing provisions of this Section, until the Second Effective Date, any moneys received by the Trustee pursuant to Article 8 as the proceeds of released property or otherwise and any insurance proceeds received by the Trustee pursuant to Section 6.09, may be invested and reinvested only as provided in this paragraph. Upon the request of the Company, the Trustee shall invest such moneys, or any part thereof, in the purchase, on the best terms obtainable, but not exceeding the price at which bonds can then be called for sinking fund purposes or the then current redemption price, of outstanding bonds of any series hereby secured, and upon such purchase shall cancel such bonds and all coupons thereto attached and deliver them to the Company, or may so invest such cash proceeds, or any part thereof, in underlying bonds or in other debt obligations approved by the Company, which shall be at the time legal investments for savings banks in the State of New York, and shall hold such debt obligations so purchased, subject to be sold with the consent of the Company from time to time and their proceeds paid out or invested in the manner provided in this paragraph or in Section 9.02. Any income collected on such debt obligations so purchased shall from time to time, as long as there shall be no default hereunder, be paid to the Company on demand by it. This paragraph shall cease to be of any force or effect on the Second Effective Date.

SECTION 9.11. *Powers Exercisable Notwithstanding Event of Default; Powers Exercisable by Trustee or Receiver* . Except as otherwise expressly

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permitted by this Section, no cash held by the Trustee as a part of the trust estate shall be paid over to or upon the order of the Company or applied to the purchase, payment or redemption of bonds pursuant to this Article, if an event of default shall have happened and be continuing; and the Company shall furnish to the Trustee an officers' default certificate in connection with each application by the Company pursuant to Section 9.03 or Section 9.04 and each request by the Company for purchase of debt obligations pursuant to the last paragraph of Section 9.10. In case the trust estate shall be in the possession of one or more lawfully appointed or of a trustee or trustees in bankruptcy or reorganization proceedings (including a trustee or trustees appointed under the provisions of Chapter X of an Act to establish a uniform system of bankruptcy throughout the United States, approved July 1, 1898, as amended) or of assignees for the benefit of creditors, the powers by this Article conferred upon the Company may be exercised by such receivers, trustees or assignees, with the approval of the Trustee, if an event of default shall have happened and be continuing, and in such event a writing signed by such receivers, trustees or assignees may be received by the Trustee in lieu of any certified resolution required by the provisions of this Article, and such receivers, trustees or assignees may make any certificate required by this Article to be made by an officer or officers of the Company. If the Trustee hereunder shall be in possession of the trust estate under any provision of the Mortgage, then all such powers by this Article conferred upon the Company may be exercised by the Trustee in its discretion.

#### **ARTICLE 10.**

##### **Remedies of the Trustee and Bondholders.**

SECTION 10.01. Extended Interest Claims. In case any coupon or claim for interest on any of the bonds hereby secured shall have been funded or extended by or with the consent of the Company, such coupon or claim for interest so funded or extended shall not be entitled, in case of default hereunder, to the benefit or security of the Mortgage, except subject to the prior payment in full of the principal of all of said bonds that shall be outstanding and of all coupons and claims for interest thereon that shall not have been so funded or extended. If any coupons or claims for interest on any of said bonds at or after maturity shall be owned by the Company, then such matured coupons or claims for interest shall not be entitled to the benefit or security of the Mortgage, and the Company covenants that all

such coupons and claims for interest so owned by it at or after their maturity shall promptly be cancelled.

SECTION 10.02. *Events of Default.* If one or more of the following events herein called "events of default" shall happen, that is to say:

(a) default shall be made in payment of any installment of interest on any bond or bonds issued hereunder when and as the same shall become payable as therein and herein expressed and such default shall continue for the period of ninety days; or

(b) default shall be made in the payment of the principal of any bond or bonds issued hereunder when the same shall become due and payable either by the terms thereof or otherwise as herein, provided; or

(c) default shall be made in the observance or performance of any other of the covenants and conditions on the part of the Company in the bonds hereby secured or in the Mortgage contained and such default shall continue for the period of ninety days after written notice specifying such default shall have been given to the Company by the Trustee, which notice may be given by the Trustee in its discretion and shall be given on the written request of the holders of at least a majority in principal amount of the bonds hereby secured at the time outstanding; or such notice may be given by the holders of at least 25% in principal amount of the bonds hereby secured at the time outstanding; or

(d) default shall be made in the payment of the interest on any underlying bond (or refundable prior lien obligation) and such default shall continue for the period of ninety days, or the Company shall fail at the maturity, whether by declaration or otherwise, of such underlying bonds (or refundable prior lien obligations) and on presentation thereof in accordance with the terms thereof, to pay said underlying bonds (or refundable prior lien obligations) or to cause them to be taken up and delivered to the Trustee to be held under the Mortgage, or default shall be made in the performance of any covenant contained in any underlying mortgage (or any prior lien securing refundable prior lien obligations), and by reason of such default any right of entry or right of action for the enforcement of the security afforded thereby shall accrue; or

(e) a decree by a court having jurisdiction of the premises shall have been entered adjudging the Company a bankrupt and such decree

shall have continued undischarged and unstayed for a period of ninety days; or an order of a court having jurisdiction in the premises for the appointment of a receiver of the property of the Company, or for the winding up or liquidation of its business or affairs, shall have been entered and such order shall have remained in force undischarged and unstayed for a period of ninety days; or the Company shall institute proceedings to be adjudicated a voluntary bankrupt or shall make an assignment for the benefit of creditors;

then and in each and every such case the Trustee personally or by its agents or attorneys may enter into and upon all or any part of the trust estate, and may exclude the Company, its agents and servants wholly therefrom, and having and holding the same, may use, operate, manage and control the trust estate or any part thereof, and conduct the business thereof, either personally, or by its superintendent, managers, receivers, agents and servants or attorneys, to the best advantage of the holders of the bonds hereby secured, and upon every such entry the Trustee, at the expense of the trust estate, from time to time may make all necessary or proper repairs, renewals, replacements and useful or required alterations, additions, betterments and improvements to and on the trust estate as to it may seem judicious, and may pay and satisfy all liens and charges thereon prior to the lien of the Mortgage, and may insure and keep insured any property subject to the lien of the Mortgage, and in such case the Trustee shall have the right to manage the trust estate and to carry on the business and exercise all rights and powers of the Company, either in the name of the Company, or otherwise, as the Trustee shall deem best; and it shall be entitled to collect and receive all earnings, income, rents, issues and profits of the same and every part thereof. After deducting the expenses of operating said trust estate and of conducting the business thereof, and of all repairs, maintenance, renewals, replacements, alterations, additions, betterments, improvements and all payments which it may be required or may elect to make for taxes, assessments, insurance or prior or other proper charges on said trust estate, or any part thereof, as well as just and reasonable compensation for its own services, and for all agents, clerks and other employees, and for all attorneys and counsel by it properly engaged and employed, it shall apply the moneys arising as aforesaid as follows:

(1) In case the principal of any of the bonds hereby secured shall not have become due and be unpaid, to the payment of the interest in

default, in the order of the maturity of the installments of such interest, with interest thereon at the same rate as is borne by the bonds upon which such interest is due; such payments to be made ratably to the persons entitled thereto without discrimination or preference.

(2) In case the principal of any of the bonds hereby secured shall not have become due and be unpaid, to the making of any sinking fund payments due upon any series of bonds secured hereby, such payments to be made ratably to the persons entitled thereto without discrimination or preference.

(3) In case the principal of any of the bonds hereby secured shall have become due, by declaration or otherwise, and shall be unpaid, first to the payment of the accrued interest upon all bonds outstanding hereunder, with interest on the overdue installments thereon at the same rate as is borne by the bonds on which such interest is due, in the order of the maturity of the installments of such interest, such payments to be made ratably to the persons entitled to such payments without any discrimination or preference; and then to the making of any sinking fund payments of any series of bonds secured hereby then due and to the payment of any principal then due of bonds secured hereby, such payments of sinking fund and principal to be made ratably to the persons entitled to such payments without any discrimination or preference.

These provisions are, however, subject to the provisions of Section 10.01.

Upon payment in full of whatever may be due for principal or interest, or both, as the case may be, and the expenses of the Trustee, and in case all other defaults have been made good and secured to the satisfaction of the Trustee, possession of the mortgaged property shall be returned to the Company or to whomsoever shall be entitled thereto.

SECTION 10.03. *Acceleration, Restoration of Parties to Former Position.* In case one or more of the events of default shall happen and shall be continuing, then during the continuance of such default, the Trustee may, and upon the written request of the holders of not less than a majority in principal amount of the bonds hereby secured then outstanding shall, or the holders of least 25% in principal amount of the bonds hereby secured then outstanding may, by notice in writing delivered to the Company, declare the

principal of all bonds hereby secured then outstanding to be due and payable immediately, anything in the Mortgage or in said bonds contained to the contrary notwithstanding. This provision, however, is subject to the condition that if, at any time after the principal of said bonds shall have been so declared due and payable all arrears of interest upon all such bonds with interest on overdue installments of interest at the same rate or rates as the bonds upon which such interest is in default bear, and the principal of any bonds which shall have become due by their terms, and the expenses of the Trustee, shall either be paid by the Company, or be collected out of the trust estate before any sale of the trust estate shall have been made, and all other defaults made good or secured to the satisfaction of the Trustee, then and in every such case the holders of a majority in principal amount of the bonds hereby secured then outstanding, by written notice to the Company and to the Trustee, may waive such default and its consequences; but no such waiver shall extend to or affect any subsequent default or impair any right consequent thereto.

In case the Trustee shall have proceeded to enforce any right under the Mortgage by foreclosure, entry or otherwise and such proceedings shall have been discontinued or abandoned because of such waiver or for any other reason or shall have been determined adversely to the Trustee, then and in every such case the Company and the Trustee shall be restored to their former position and rights hereunder in respect of the trust estate, and all rights, remedies and powers of the Trustee shall continue as though no such proceedings had been taken.

SECTION 10.04. *Sale of Property; Other Remedies.* If one or more of the events of default shall happen and shall be continuing, the Trustee may, and upon the written request of the holders of not less than a majority in principal amount of the bonds hereby secured, and upon being indemnified as hereinafter provided, shall, with or without entry, personally or by attorney, in its discretion, sell to the highest bidder all and singular the trust estate, property and premises, rights, franchises and interest and appurtenances and either real and personal property of every kind, and all right, title, interest, claim and demand therein, and right of redemption thereof, in one lot and as an entirety, unless a sale in parcels shall have been requested by the holders of a majority in principal amount of the bonds hereby secured, then outstanding, in which case the sale shall be made in such parcels as shall be specified in such request, or unless such sale as an entirety is impracticable by reason of

some statute or some other cause, which sale or sales shall be made at public auction, at such place as the Trustee may specify, or at such other place as may be required by law, at such time and upon such terms as the Trustee may fix and briefly specify in the notice of sale to be given as herein provided; or proceed to protect and enforce its rights and the rights of the holders of bonds secured by the Mortgage, by a suit or suits at law or in equity, whether for the specific performance of any covenant or agreement contained herein, or in aid of the execution of any power herein granted, or for the foreclosure of the Mortgage, or for the enforcement of any other proper legal or equitable remedy, as the Trustee, being advised by counsel shall deem most expedient in the interests of the holders of the bonds hereby secured. In case the Trustee shall proceed by suit or suits at law or in equity for the foreclosure of the Mortgage, as above provided, the said Trustee shall be entitled to have the mortgaged property, rights and franchises, of every description hereby mortgaged or intended so to be, sold at judicial sale under the order of any court or courts of competent jurisdiction, for or toward the satisfaction of the principal or interest, or both, due and owing to the holders of the bonds and coupons then outstanding, issued under or entitled to the benefits of the security of the Mortgage, and for the enforcement of the rights, liens and securities of the Trustee and the holders of such bonds and coupons, and shall be entitled, pending any such suit or proceeding, to a receivership of all the property, rights and franchises subject to the lien hereof, and all the tolls, earnings, revenues, issues, profits and income thereof.

Upon the happening of one or more of the events of default and the commencement thereafter of judicial proceedings to enforce any legal or equitable remedy under the Mortgage, all moneys held by the Trustee hereunder, except sinking fund moneys, shall be deemed to be held without distinction as between any of the series of bonds outstanding hereunder, for the sole purpose of paying the principal of and interest upon the bonds secured by the Mortgage, and upon any sale, whether under the power of sale herein contained or pursuant to judicial proceedings, shall be applied as provided in Section 10.09.

SECTION 10.05. *Notice of Sale.* Notice of any such sale pursuant to any provisions of the Mortgage, shall state the time when, and the place where, the same is to be made, and shall contain a brief general description of the property to be sold, and shall be sufficiently given if published once in each

week for four successive weeks prior to such sale, in a newspaper published in the Borough of Manhattan, City of New York, and in a newspaper published in the county in which the sale is to be made and in such other manner as may be required by law.

SECTION 10.06. *Adjournment of Sale.* From time to time the Trustee may adjourn any sale to be made by it under the provisions of the Mortgage, by announcement at the time and place appointed for such sale, or for such adjourned sale or sales; and without further notice or publication, the Trustee may make such sale at the time and place to which the same shall be so adjourned.

SECTION 10.07. *Trustee's Deed; Effect of Sale.* Upon the completion of any sale or sales under the Mortgage, the Trustee shall execute and deliver to the accepted purchaser or purchasers a good and sufficient deed or deeds of conveyance of the property and franchises sold; and the Trustee and its successors are hereby appointed the true and lawful attorney or attorneys, irrevocable, of the Company, in its name and stead, to make all necessary deeds and conveyances of the property thus sold; and for that purpose it and they may execute all necessary deeds and instruments of assignment and transfer, the Company hereby ratifying and confirming all that its said attorney or attorneys shall lawfully do by virtue hereof. Nevertheless, the Company shall, if so requested by the Trustee, ratify such sale by executing and delivering to the Trustee or to such purchaser or purchasers as may be designated in such request, any such instruments as, in the judgment of the Trustee, may be advisable.

Any such sale or sales made under or by virtue of the Mortgage, whether under the power of sale herein granted, or pursuant to judicial proceedings, shall operate to divest all right, title, interest, claim and demand whatsoever, either at law or in equity, of the Company, in and to the premises and property so sold, and shall be a perpetual bar both at law and in equity against the Company, its successors and assigns, and against any and all persons claiming or to claim the premises and property sold, or any part thereof, from, through or under the Company, its successors or assigns.

The receipt of the Trustee or of the court officer conducting any such sale shall be full and sufficient discharge to any purchaser of the property or any part thereof sold as aforesaid for the purchase money; and no such pur-

chaser or his representatives, grantees or assigns, after paying such purchase money and receiving such receipt, shall be bound to see to the application of such purchase money upon or for any trust or purpose of the Mortgage, or in any manner whatsoever be answerable for any loss, misapplication or nonapplication of any such purchase money or any part thereof, or be bound to inquire as to the authorization, necessity, expediency or regularity of any such sale.

SECTION 10.08. *All Bonds to Become Due on Sale.* In case of any such sale, whether made under the power of sale hereby granted or pursuant to judicial proceedings, the whole of the principal sums of the bonds hereby secured, if not previously due, shall at once become due and payable, anything in said bonds or in the Mortgage to the contrary notwithstanding.

SECTION 10.09. *Application of Proceeds of Sale.* The purchase money, proceeds and avails of any such sale, whether made under the power of sale hereby granted or pursuant to judicial proceedings, together with any other sums which then may be held by the Trustees as part of the trust estate, except sinking fund moneys, shall be applied as follows:

First, to the payment of the costs and expenses of such sale, including a reasonable compensation to the Trustee, its agents, attorneys and counsel, and all expenses, liabilities and advances made or incurred by the Trustee without negligence or bad faith in managing and maintaining the property constituting the trust estate, and to the payment of all taxes, assessments or liens prior to the lien of the Mortgage, except any taxes, assessments or other superior liens subject to which said sale shall have been made.

Second, to the payment of the whole amount then owing or unpaid upon the bonds and coupons hereby secured for principal and interest, with interest on the principal and the overdue installments of interest at the same rate or rates respectively as were borne by the respective bonds; and in case such proceeds shall be insufficient to pay in full the whole amount so due and unpaid upon the said bonds, then to the payment of such principal and interest, without preference or priority of principal over interest or of interest over principal, or of any installment of interest over any other installment of interest, ratably to the aggregate of such principal and the accrued and unpaid interest, subject,

however, to the provisions of Section 10.01. Such payments shall be made on the date fixed therefor by the Trustee, upon presentation of the several bonds and coupons and stamping thereon the amount paid, if such bonds and coupons be only partly paid, and upon surrender thereof if fully paid.

*Third*, the payment over of the surplus, if any, to the Company, its successors or assigns, or to whomsoever may be lawfully entitled to receive the same.

SECTION 10.10. *Purchaser May Use Bonds and Coupons in Payment.* Upon any sale as aforesaid, any purchaser, for the purpose of making settlement or payment for the property purchased, shall be entitled to use and apply any bonds issued hereunder and then outstanding, and any matured and unpaid interest obligations thereon, by presenting the same so that there may be credited, as paid thereon, the sums payable out of the net proceeds of such sale to the holders of such bonds and such interest obligations, as his ratable share of such net proceeds, after allowing for the proportion of the total purchase price required to pay the costs and expenses of the sale, compensations and other charges; and thereupon such purchaser shall be credited on account of such purchase price payable by him, with the portion of such net proceeds that shall be applicable to the payment of, and that shall have been credited upon, the bonds and interest obligations so turned in, and at any such sale the Trustee or any bondholders may bid for and purchase such property, may make payment on account thereof as aforesaid, and upon compliance with the terms of sale, may hold, retain and dispose of such property without further accountability therefor.

SECTION 10.11. *Waiver of Stay or Extension Laws.* The Company will not at any time insist upon or plead, or in any manner whatever claim or take the benefit or advantage of, any stay or extension law now or at any time hereafter in force; nor will it claim, fake or insist on any benefit or advantage from any law now or hereafter in force providing for the valuation or appraisement of the property hereby mortgaged or conveyed or pledged, or any part thereof, prior to any sale or sales thereof to be made pursuant to any provision herein contained or to the decree of any court of competent jurisdiction; nor after any such sale or sales will it claim or exercise any right conferred by any statute to redeem the property so sold, or any

part thereof, nor will it after such sale, if at the time of such sale it shall be in possession of the property so sold, claim or exercise any right under any law whatever to retain possession thereof, or to collect, receive or have the benefit of any rent, issues or profits thereof, for or during any subsequent period of redemption provided for by any law; and it hereby expressly waives all benefit and advantage of such law or laws and covenants that it will not hinder, delay or impede the execution of any power herein granted and delegated to the Trustee, but that it will suffer and permit the execution of every such power as though no such law or laws had been made or enacted.

SECTION 10.12. *Payment of Principal and Interest; Judgment.* The Company covenants that (1) in case default shall be made in the payment of any interest on any bond or bonds at any time outstanding and secured by the Mortgage, and such default shall have continued for the period of ninety days, or (2) in case default shall be made in the payment of the principal of any such bond or bonds when the same shall become payable, whether upon the maturity of said bonds, or upon declaration or otherwise, then, upon demand of the Trustee, the Company will pay to the Trustee, for the benefit of the holders of the bonds and coupons hereby secured, then outstanding, the whole amount that then shall have become due and payable on all such bonds and coupons then outstanding, for interest or principal, or both, as the case may be, with interest upon the overdue principal and installments of interest at the same rates respectively as were borne by the respective bonds whereof the principal or installments of interest shall be overdue; and in case the Company shall fail to pay the same forthwith upon such demand, the Trustee, in its own name and as the trustee of an express trust, shall be entitled to recover judgment against the Company for the whole amount so due and unpaid.

The Trustee shall be entitled to recover judgment as aforesaid, either before or after or during the pendency of any proceedings for the enforcement of the lien of the Mortgage, and the right of the Trustee to recover such judgment shall not be affected by any entry or sale hereunder, or by the exercise of any other right, power or remedy for the enforcement of the provisions of the Mortgage or the foreclosure of the lien hereof; and in case of a sale of the mortgaged or pledged property or any part thereof, the Trustee, in its own name and as trustee of an express trust, shall be entitled to enforce payment of, and to receive, all amounts then remaining due and unpaid upon any and all of the bonds and coupons then outstanding hereunder for the

benefit of the holders thereof, and shall be entitled to due for and recovery judgment for any portion of the said debt remaining unpaid, with interest: No recovery of any such judgment by the Trustee, and no levy of any execution upon property subject to the lien of the Mortgage, or upon any other property, shall in any manner, or to any extent, affect the lien of the Mortgage upon the property, or any part thereof, subject to the Mortgage, or any lien, rights, powers or remedies of the Trustee hereunder, or any liens rights, powers or remedies of the holders of the bonds, but such lien, rights, power and remedies shall continue unimpaired as before.

Any moneys thus collected by the Trustee under this Section shall be applied by the Trustee, first, to the payment of the expenses, disbursements and compensation of the Trustee, its agents and attorneys, and, second, toward the payment of the amounts then due and unpaid upon such bonds and coupons, in respect of or for the benefit of which such moneys shall have been collected ratably, and without any preference or priority of any kind, except as provided in Section 10.01, according to the amounts due and payable upon such bonds and coupons, respectively, at the date fixed by the Trustee for the distribution of such moneys, upon presentation of the several bonds and coupons and stamping thereon such payment, if only partially paid, and upon surrender thereof, if fully paid.

SECTION 10.13. *Trustee Entitled to Right of Entry and Appointment of Receiver.* Upon filing a bill in equity or upon other commencement of judicial proceedings by the Trustee to enforce any right under the Mortgage, the Trustee shall be entitled to exercise the right of entry, and also any and all rights and powers herein conferred and provided to be exercised by the Trustee upon the occurrence and continuance of any default as hereinbefore provided in Section 10.02; and as a matter of right, the Trustee shall be entitled to the appointment of a receiver of the premises hereby mortgaged, and of the earnings, revenue, rents, issues, profits and other income thereof and therefrom, with all such powers as the court or courts making such appointment shall confer.

SECTION 10.14. *When Bondholders May Sue Hereunder.* No holder of any bond or coupon issued hereunder shall have any right to institute any suit, action or proceeding in equity or at law for the foreclosure of the Mortgage, or for the appointment of a receiver, or for the execution of any trust hereunder, or for any other remedy hereunder, unless the holders of not less

than 25% in principal amount of the bonds hereby secured and then outstanding shall have requested the Trustee in writing to take action in respect of the matter complained of, and shall have afforded to it a reasonable opportunity to exercise the powers hereinbefore granted, or to institute such action, suit or proceeding in its own name; nor unless also they shall have offered to the Trustee security and indemnity satisfactory to it against the costs, expenses and liabilities to be incurred therein or thereby; nor unless the Trustee shall have refused or neglected to act on such notice, request and indemnity, and such notification, request and offer of indemnity are hereby declared, in every such case at the option of the Trustee, to be conditions precedent to the execution of the powers and trusts of the Mortgage and to any action or causes of action for foreclosure or for the appointment of a receiver, or for any other remedy hereunder; it being understood and intended that no one or more holders of bonds and coupons shall have any right, in any manner whatever, by his or their action, to affect, disturb or prejudice the lien of the Mortgage, or to enforce any right hereunder except in the manner herein provided; and that all proceedings at law or in equity shall be instituted, had and maintained in the manner herein provided, and for the equal benefit of all holders of such outstanding bonds and coupons.

Any rights of action under the Mortgage may be enforced by the Trustee without the possession of any of the bonds or coupons hereby secured or the production thereof on the trial or other proceedings relative thereto, and any such suit or proceedings instituted by the Trustee shall be brought in its own name, and any recovery of judgment shall be for the ratable benefit of the holders of said bonds and coupons.

SECTION 10.15. *Remedies Are Cumulative.* Except as herein expressly provided to the contrary, no remedy herein conferred upon or reserved to the Trustee or to the holders of bonds issued hereunder is intended to be exclusive of any other remedy, but each and every such remedy shall be cumulative and shall be in addition to every other remedy given hereunder, or now or hereafter existing at law or in equity or by statute.

SECTION 10.16. *No Right Impaired by Delay.* No delay or omission of the Trustee, or of any holder of bonds issued hereunder, to exercise any right or power accruing upon any default continuing as aforesaid shall impair any such right or power, or shall be construed to be a waiver of any such default or an acquiescence therein, and every power and remedy given by

this Article 10 to the Trustee or to Ute bondholders, subject to the provisions of Section 10.14, may be exercised from time to time and as often as may be deemed expedient by the Trustee or by the bondholders.

SECTION 10.17. *Trustee May Institute Suits to Prevent Impairment of Lien.* The Trustee shall have power to institute and to maintain such suits and proceedings as it may be advised shall be necessary or expedient to prevent any impairment of the security hereunder by any acts of the Company, or of others, in violation of the Mortgage, or unlawful or as the Trustee may be advised shall be necessary or expedient to preserve and to protect its interests and the interests of the bondholders in respect of the property subject to the Mortgage, and in respect of the income, earnings, issues and profits arising therefrom; including power to institute and to maintain suits or proceedings to restrain the enforcement of, or compliance with, or the observance of, any legislative or other governmental enactment, rule or order that may be unconstitutional or otherwise invalid, if the enforcement of, compliance with or observance of such enactment, rule or order would impair the security hereunder or be prejudicial to the interests of the bondholders or of the Trustee.

SECTION 10.18. *Filing of Claims by Trustee.* The Trustee may file such proofs of claim and other papers or documents as may be necessary or advisable in order to have the claims of the Trustee and of the bondholders allowed in any judicial proceedings relative to the Company or any other obligor upon the bonds, or the creditors thereof or the property thereof.

SECTION 10.19. *No Recourse Against Stockholders, Officers, etc.* No recourse under or upon any obligation, covenant or agreement contained in the Mortgage or under or upon any indebtedness hereby secured or because of the creation thereof, shall be had against any incorporator, stockholder, officer or director of the Company or of any successor corporation, directly or through the Company or through a receiver or a trustee in bankruptcy, by the enforcement of any assessment or penalty, or by any legal or equitable proceedings, by virtue of any constitution, rule of law or otherwise; it being expressly agreed and understood that the Mortgage and all the bonds and obligations hereby secured are solely corporate obligations, and that no personal liability whatever does, or shall attach to or be incurred by the incorporators, stockholders, officers or directors of the Company or of any

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successor corporation or any of them, because of the incurring of the indebtedness hereby authorized, or under or by reason of any of the obligations, covenants or agreements contained in the Mortgage or in any of the bonds or coupons hereby secured, or implied therefrom; and any and all personal liability of every name and nature, either at common law or in equity, or created by statute or constitution, of every such incorporator, stockholder, officer or director on the Mortgage and on such bonds and coupons, is hereby expressly released and waived, as a condition of, and as part of the consideration for, the execution of the Mortgage and the issue of the bonds and coupons hereby secured.

#### **ARTICLE 11.**

##### **Concerning the Trustee.**

SECTION 11.01. *General Duties and Responsibilities of Trustee.* The Trustee hereby accepts the trust created by the Mortgage. The Trustee undertakes, prior to the occurrence of an event of default and after the curing of any such event of default, to perform such duties and only such duties as are specifically set forth in the Mortgage, and in case of the occurrence of any such event of default (which has not been cured) to exercise such of the rights and powers vested in it by the Mortgage, and to use the same degree of care and skill in their exercise, as a prudent man would exercise or use under the circumstances in the conduct of his own affairs.

For the purposes of Section 11.01 and Section 11.02, an event of default shall be deemed cured when the default which gave rise to such event of default has been cured or the event of default has been waived as permitted by the Mortgage.

SECTION 11.02. *Examination of Evidence; Limitation of Liability.* The Trustee, upon receipt of evidence furnished to it by or on behalf of the Company pursuant to any provision of the Mortgage, will examine the same to determine whether or not such evidence conforms to the requirements of the Mortgage.

No provision of the Mortgage shall be construed to relieve the Trustee from liability for its own negligent action, its own negligent failure to act, or its own wilful misconduct, except that

(a) prior to the occurrence of an event of default, and after the curing of any such event of default, the Trustee shall not be liable except for the performance of such duties as are specifically set out in the Mortgage, and no implied covenants or obligations shall be read into the Mortgage against the Trustee, but the duties and obligations of the Trustee, prior to the occurrence of such an event of default and after the curing of any such event of default which may have occurred, shall be determined solely by the express provision of the Mortgage; and

(b) prior to the occurrence of an event of default, and after the curing of any such event of default and in the absence of bad faith on the part of the Trustee, the Trustee may conclusively rely, as to the truth of the statements and the correctness of the opinions expressed therein, upon certificates or opinions conforming to the requirements of the Mortgage, and

(c) the Trustee shall not be liable for any error of judgment made in good faith by a responsible officer or officers of the Trustee, unless it shall be proved that the Trustee was negligent in ascertaining the pertinent facts; and

(d) the Trustee shall not be liable with respect to any action taken or omitted to be taken by it in good faith in accordance with the direction of the holders of not less than a majority in aggregate principal amount of the bonds at the time outstanding relating to the time, method, and place of conducting any proceeding for any remedy available to the Trustee, or exercising any trust or power conferred upon the Trustee, under the Mortgage.

SECTION 11.03. *Responsibilities for Recitals, etc.; Notice to Company.* The recitals of fact in the Mortgage and in the bonds contained (other than the certificate of authentication of the Trustee on the bonds), shall be taken as the statements of the Company, and the Trustee assumes no responsibility for the correctness of the same. The Trustee makes no representation as to the value of the mortgaged property or any part thereof, or as to the title of the Company thereto, or as to the value or validity of the security afforded thereby and by the Mortgage, or as to the value or validity of any securities at any time held under the Mortgage, or as to the validity of the Mortgage or of the bonds or coupons issued thereunder, and the Trustee shall incur no

responsibility, except as otherwise provided in Section 11.01 and Section 11.02, in respect of such matters.

Except as herein otherwise provided, any notice or demand which by any provision of the Mortgage is required or permitted to be given or served by the Trustee on the Company shall be deemed to have been sufficiently given and served, for all purposes, by being deposited postage prepaid in a post office letter box, addressed (until another address is filed by the Company with the Trustee) to the Company at P.O. Box 2010, Hartford, Connecticut 06101.

SECTION 11.04. *Performance of Trust.* Except to the extent otherwise provided by Section 11.01 and Section 11.02:

(1) The Trustee may rely and shall be protected in acting upon any resolution, certificate, opinion, notice, request, consent, order, statement, report, bond, or other paper or document believed by it to be genuine and to have been signed or presented by the proper party or parties.

(2) The Trustee may consult with counsel and the opinion of such counsel shall be full and complete authorization and protection in respect of any action taken or suffered by it hereunder in good faith and in accordance with the opinion of such counsel.

(3) The Trustee may execute any of the trusts or its powers under the Mortgage and perform any duty thereunder, itself or by or through its attorneys, agents or employees.

(4) Whenever the existence or non-existence of any fact or other matter shall be material, the Trustee shall, prior to the occurrence of an event of default, and after the curing of any such event of default, be protected in acting or refraining from acting under any provision of the Mortgage, in relying upon an officers' certificate as to the existence or non-existence of any such fact or matter, but in its discretion the Trustee may accept other evidence of such fact or matter, or may require such further or additional evidence as to it may seem reasonable.

(5) Any resolution of the Board of Directors or of the Executive Committee of the Company shall, for the purposes of the Trustee, be deemed sufficiently proved if certified by the Secretary or an Assistant Secretary of the Company.

(6) Whenever in the Mortgage, in connection with any application for the authentication and delivery of bonds or for the payment of any moneys held by the Trustee or for the execution of any release or upon any other application to the Trustee, resolutions, certificates, statements, opinions, appraisals, reports, orders or other papers are required by any of the provisions of the Mortgage to be delivered to the Trustee as a condition of the granting of such application, it is intended that the truth and accuracy of the facts and opinions stated therein shall, in each and every such case, be conditions precedent to the right of the Company to have such application granted. Nevertheless, upon any such application, the resolutions, certificates, statements, opinions, appraisals, reports, orders or other papers so required to be delivered to the Trustee may be received by the Trustee as conclusive evidence of any fact or matter therein set forth, and shall, in the absence of bad faith on the part of the Trustee, be full warrant, authority and protection to the Trustee acting on the faith thereof, not only in respect of the facts but also in respect of the opinions therein set forth; and, before granting any such application, the Trustee shall not be bound to make any further investigation of the facts or opinions so set forth; but the Trustee may in its discretion, make any such further investigation as it may see fit. If the Trustee shall determine to make such further investigation, it shall be entitled to examine the books, records and premises of the Company, either itself or through its agents or attorneys; and unless satisfied, with or without such examination, of the truth and accuracy of the matters stated in such resolutions, certificates, statements, opinions, appraisals, reports, orders or other papers, the Trustee shall be under no obligation to grant the application. The reasonable expense of every such examination or other inquiry shall be paid by the Company, or if paid by the Trustee, shall be repaid by the Company, upon demand, with interest at the rate of 6% per annum, and, until such repayment, shall be secured by a lien on the mortgaged property and the proceeds thereof prior to the lien of the bonds and coupons issued hereunder.

SECTION 11.05. *Not Liable Beyond Moneys Deposited.* Whenever provision is made in the Mortgage for the payment of moneys by the Trustee, whether on redemption of bonds, payment of bonds or interest coupons, the payment or repayment of moneys to the Company, or otherwise, the Trustee

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shall in no event be liable to anyone beyond the amount of moneys deposited with it for any such purpose.

SECTION 11.06. *May Become Owner or Pledgee of Bonds.* The Trustee, in its individual or any other capacity, may become the owner or pledgee of bonds or coupons secured hereby with the same rights it would have if it were not Trustee.

SECTION 11.07. *Holding of Moneys.* All moneys received by the Trustee whether as Trustee or paying agent shall, until used or applied as herein provided, be held in trust for the purposes for which they were paid, but need not be segregated from other funds, except as otherwise provided by law, and the Trustee shall not be under any liability to pay interest thereon except such, if any, as during the period it may generally allow on similar funds. Unless an event of default shall have happened and shall be continuing, any interest so allowed by the Trustee shall be paid over to the Company.

SECTION 11.08. *Compensation.* The Trustee shall be entitled to reasonable compensation (which shall not be limited to the compensation of trustees of an express trust as provided by law), for all services rendered by it in the execution of the trusts by the Mortgage created, and such compensation, as well as the reasonable compensation of its counsel and of such persons as it employ in the administration or management of the trust, and all other reasonable expenses necessarily incurred and actually disbursed under the Mortgage, the Company agrees to pay and, for such payment, the Trustee shall have a lien on any funds or property at any time in its hands under the Mortgage in priority to the rights and claims of the holders of the bonds.

SECTION 11.09. May File Claims For Compensation. In order to further assure the Trustee that it will be compensated and reimbursed as provided in Section 11.08 and that the prior lien provided for in Section 11.08 to secure the payment of such compensation and reimbursement will be enforced for the benefit of the Trustee, it is agreed that in the event of

- (1) the adjudication of the Company as a bankrupt by any court of competent jurisdiction,

(2) the filing of any petition seeking the reorganization of the Company under the Federal Bankruptcy Laws or any other applicable law or statute of the United States of America or of any State thereof,

(3) the appointment of one or more trustees or receivers of the Company or of all or substantially all of the property of the Company,

(4) the filing of any bill to foreclose the Mortgage,

(5) the filing by the Company of a petition to take advantage of any insolvency act, or

(6) the institution of any other proceeding wherein it shall become necessary or desirable to file or present claims against the Company,

the Trustee may file from time to time in any such proceeding or proceedings one or more claims, supplemental claims and amended claims as a secured creditor for its reasonable compensation for all services rendered by it (including services rendered during the course of any such proceeding or proceedings) and for reimbursement for all advances, expenses and disbursements (including reasonable compensation, expenses and disbursements of its counsel and of all persons not regularly in its employ) made or incurred by it in the execution of the trusts created by the Mortgage and in the exercise and performance of any of the powers and duties of the Trustee under the Mortgage; and the Trustee and its counsel and agents may file in any such proceeding or proceedings, applications or petitions for compensation for such services rendered, and for reimbursement for such advances, expenses and disbursements. The claim or claims of the Trustee filed in any such proceeding or proceedings shall be reduced by the amount of compensation for services, and reimbursement for advances, expenses and disbursements paid to it after final allowance to it and to its counsel and agents by the court in any such proceeding as an expense of administration or in connection with a plan of reorganization or readjustment. To the extent that compensation and reimbursement are denied to the Trustee or to its counsel or other agents because of not being rendered or incurred in connection with the administration of an estate in a proceeding or in connection with a plan of reorganization or readjustment, approved as required by law, because such services were not rendered in the interests of and with benefit to the estate of the Company as a whole but in the interests of and with benefit to the holders of the bonds, in the execution of the trusts created by the Mortgage or in the exercise and

performance of any of the powers and duties of the Trustee under the Mortgage or because of any other reason, the court may to the extent permitted by law allow such claim, as supplemented and amended, in any such proceeding or proceedings, and for the purposes of any plan of reorganization or readjustment of the Company's obligations, classify the Trustee as a secured creditor of a class separate and distinct from that of other creditors and of a class having priority and precedence over the class in which the holders of bonds are placed by reason of having a lien, prior and superior to that of the holders of the bonds, upon the trust estate, including all property or funds held or collected by the Trustee as such. The amount of the claim or claims of the Trustee for services rendered and for advances, expenses and disbursements (including reasonable compensation, expenses and disbursements of its counsel and of all persons not regularly in its employ) which are not allowed and paid in any such proceeding, but for which the Trustee is entitled to the allowance of a secured claim as in the Mortgage provided, may be fixed by the court or judge in any such proceeding or proceedings to the extent that such court or judge has or exercises jurisdiction over the amount of any such claim or claims.

SECTION 11.10. *Incidental Powers.* Whenever it is provided in the Mortgage that the Trustee shall take any action upon the happening of a specified event or upon the fulfillment of any condition or upon the request of the Company or of bondholders, the Trustee taking such action shall have full power to give any and all notices and to do any and all acts and things incidental to such action.

SECTION 11.11. *Conflicts of Interests.* (a) If the Trustee has or acquires any conflicting interest, as defined by subsection (d) of this Section, he Trustee shall within ninety days after ascertaining that it has such conflicting interest, either eliminate such conflicting interest or resign in the manner hereinafter provided in Section 11.15, but such resignation shall not become effective until the appointment of a successor trustee and such successor's acceptance of such appointment. The Company covenants to take prompt steps to have a successor appointed in the manner hereinafter provided in Section 11.17.

(b) In the event that the Trustee shall fail to comply with the provisions of the preceding subsection (a) of this Section, the Trustee shall

within ten days after the expiration of such ninety day period transmit notice of such failure to the bondholders, in the manner and to the extent provided in subsection (c) of Section 5.04 with respect to the reports pursuant to subsection (a) of said Section 5.04.

(c) Subject to the provisions of Section 15.04, any bondholder who has been a bona fide holder of a bond or bonds for at least six months may, on behalf of himself and all others similarly situated, petition any court of competent jurisdiction for the removal of the Trustee and the appointment of a successor if the Trustee fails, after written request therefor by such holder, to comply with the provisions of subsection (a) of this Section.

(d) The Trustee shall be deemed to have a conflicting interest if

(1) the Trustee is trustee under another indenture-under which any other securities, or certificates of interest or participation in any other securities, of the Company, are outstanding, unless, under the exceptions or the proviso contained in paragraph (1) of subsection (b) of Section 310 of the Trust Indenture Act, the trusteeship under such other indenture shall not constitute a conflicting interest;

(2) the Trustee or any of its directors or executive officers is an obligor upon the bonds or an underwriter for the Company;

(3) the Trustee directly or indirectly controls or is directly or indirectly controlled by or is under direct or indirect common control with the Company or an underwriter for the Company;

(4) the Trustee or any of its directors or executive officers is a director, officer, partner, employee, appointee or representative of the Company, or of an underwriter (other than the Trustee itself) for the Company who is currently engaged in the business of underwriting, except that (A) one individual may be a director and/or an executive officer of the Trustee and a director and/or an executive officer of the Company, but may not be at the same time an executive officer of both the Trustee and the Company; (B) if and so long as the number of directors of the Trustee in office is more than nine, one additional individual may be a director and/or an executive officer of the Trustee and a director of the Company; and (C) the Trustee may be designated by the Company or by any underwriter for the Company to act in the capacity of transfer agent, registrar, custodian, paying agent, fiscal agent,

escrow agent or depository or in any other similar capacity or, subject to the provisions of paragraph (1) of this subsection, to act as trustee whether under an indenture or otherwise;

(5) 10% or more of the voting securities of the Trustee is beneficially owned either by the Company or by any director, partner or executive officer thereof, or 20% or more of such voting securities is beneficially owned, collectively, by any two or more of such persons; or 10% or more of the voting securities of the Trustee is beneficially owned either by an underwriter for the Company or by any director, partner or executive officer thereof, or is beneficially owned, collectively, by any two or more such persons;

(6) the Trustee is the beneficial owner of or holds as collateral security for an obligation which is in default, (A) 5% or more of the voting securities or 10% or more of any other class of security of the Company, not including the bonds issued under the Mortgage and securities issued under any other indenture under which the Trustee is also trustee, or (B) 10% or more of any class of security of an underwriter for the Company;

(7) the Trustee is the beneficial owner of, or holds as collateral security for an obligation which is in default, 5% or more of the voting securities of any person who, to the knowledge of the Trustee, owns 10% or more of the voting securities of, or controls directly or indirectly or is under direct or indirect common control with, the Company;

(8) the Trustee is the beneficial owner of or holds as collateral security for an obligation which is in default 10% or more of any class of security of any person who, to the knowledge of the Trustee, owns 50% or more of the voting securities of the Company; or

(9) the Trustee owns on May 15th in any calendar year in the capacity of executor, administrator, testamentary or *inter vivos* trustee, guardian, committee or conservator, or in any other similar capacity, an aggregate of 25% or more of the voting securities, or of any class of security, of any person, the beneficial ownership of a specified percentage of which would have constituted a conflicting interest under paragraphs (6), (7) or (8) of this subsection. As to any such securities of which the Trustee acquired ownership through becoming executor, administrator or testamentary trustee of an estate which included them, the

provisions of the preceding sentence shall not apply for a period of two years from the date of such acquisition, to the extent that such securities included in such estate do not exceed 25% of such voting securities or 25% of any such class of security. Promptly after May 15th, in each calendar year, the Trustee shall make a check of its holdings of such securities in any of the above-mentioned capacities as of May 15<sup>th</sup>. If the Company fails to make payment in full of principal or interest upon the bonds when and as the same become due and payable, and such failure continues for thirty days thereafter, the Trustee shall make a prompt check of its holdings of such securities in any of the above-mentioned capacities as of the date of the expiration of such thirty-day period, and after such date, notwithstanding the foregoing provisions of his paragraph, all such securities so held by the Trustee-with sole or joint control over such securities vested in it, shall, but only so long as such failure shall continue, be considered as though beneficially owned by the Trustee for the purposes of paragraphs (6), (7) and (8) of this subsection (d).

The specifications of percentages in paragraphs (5) to (9), inclusive, of this subsection shall not be construed as indicating that the ownership of such percentages of the securities of a person is or is not necessary or sufficient to constitute direct or indirect control for the purposes of paragraph (3) or (7) of this subsection.

For the purposes of paragraphs (6), (7), (8) and (9) of this subsection only, (A) the terms "security" and "securities" shall include only such securities as are generally known as corporate securities, but shall not include any note or other evidence of indebtedness issued to evidence an obligation to repay moneys lent to a person by one or more banks, trust companies or banking firms or any certificate of interest or participation in any such note or evidence of indebtedness; (B) an obligation shall be deemed to be in default when a default in payment of principal shall have continued for thirty days or more and shall not have been cured; and (C) the Trustee shall not be deemed to be the owner or holder of (i) any security which it holds as collateral security (as trustee or otherwise) for an obligation which is not in default as above defined, or (ii) any security which it holds as collateral security under the Mortgage, irrespective of any default hereunder, or (iii) any security which it holds as agent for collection, or as custodian, escrow agent or depositary, or in any similar representative capacity.

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The percentages of voting securities and other securities specified in this Section shall be calculated in accordance with the following provisions:

(a) A specified percentage of the voting securities of the Trustee, the Company or any other obligor upon the bonds issued hereunder or any other person referred to in this Section (each of whom is referred to as a "person" in this paragraph) means such amount of the outstanding voting securities of such person as entitles the holder or holders thereof to cast such specified percentage of the aggregate votes which the holders of all the outstanding voting securities of such person are entitled to cast in the direction or management of the affairs of such person.

(b) A specified percentage of a class of securities of a person means such percentage of the aggregate amount of securities of the class outstanding.

(c) The term "amount", when used in regard to securities, means the principal amount if relating to evidences of indebtedness, the number of shares if relating to capital shares, and the number of units, if relating to any other kind of security

(d) The term "outstanding" means issued and not held by or for the account of the issuer. The following securities shall not be deemed outstanding within the meaning of this definition:

- (1) Securities of an issuer held in a sinking fund relating to securities of the issuer of the same class;
- (2) Securities of an issuer held in a sinking fund relating to another class of securities of the issuer, if the obligation evidenced by such other class of securities is not in default as to principal or interest or otherwise;
- (3) Securities pledged by the issuer thereof as security for an obligation of the issuer not in default as to principal or interest or otherwise;
- (4) Securities held in escrow if placed in escrow by the issuer thereof;

provided, however, that any voting securities of an issuer shall be deemed outstanding if any person other than the issuer is entitled to exercise the voting rights thereof.

(e) A security shall be deemed to be of the same class as another security if both securities confer upon the holder or holders thereof substantially the same rights and privileges, provided, however, that, in case of secured evidences of indebtedness, all of which are issued under a single indenture, differences in the interest rates or maturity dates of various series thereof shall not be deemed sufficient to constitute such series different classes, and provided, further, that, in the case of unsecured evidences of indebtedness, differences in the interest rates or maturity dates thereof shall not be deemed sufficient to constitute them securities of different classes, whether or not they are issued under a single indenture.

For the purposes of this Section the term "underwriter; when used with reference to the Company or any other obligor upon the bonds issued hereunder means every person who, within three years prior to the time as of which the determination is made, has purchased from the Company or any such other obligor with a view to, or has offered or sold for the Company or any such other obligor, in connection with, the distribution of any security of the Company or any such other obligor, outstanding at such time, or has participated or has had a direct or indirect participation in any such undertaking, or has participated or has had a participation in the direct or indirect underwriting of any such undertaking, but such term shall not include a person whose interest was limited to a commission from an underwriter or dealer not in excess of the usual and customary distributors; or sellers' commission.

For the purposes of this Section the terms "directors;', "executive officers" and "voting securities" shall have the meanings assigned to such terms in Section 303 of the Trust Indenture Act of 1939.

For the purposes of this Section the term "person'; shall have the meaning assigned to such term in Section 2 of the Securities Act of 1933.

SECTION 11.12. Apportionment of Preferential Collections. (a) Subject to the provisions of subsection (b) of this Section, if the Trustee shall be or shall become a creditor, directly or indirectly, secured or unsecured, of the Company within four months prior to a default (as defined in the last paragraph of this subsection), or subsequent to such a default, then, unless and until such default shall be cured, the Trustee shall set apart and hold in a special account for the benefit of the Trustee individually, the

holders of the bonds, and the holders of other indenture securities (as defined in the last paragraph of this subsection)

(1) an amount equal to any and all reductions in the amount due and owing upon any claim as such creditor in respect of principal or interest effected after the beginning of such four months' period and valid as against the Company and its other creditors, except any such reduction resulting from the receipt or disposition of any property described in paragraph (2) of this subsection or from the exercise of any right of set-off which the Trustee could have exercised if a petition in bankruptcy had been filed by or against the Company upon the date of such default; and

(2) all property received in respect of any claim as such creditor, either as security therefor, or in satisfaction or composition thereof, or otherwise after the beginning of such four months' period or an amount equal to the proceeds of any such property, if disposed of, subject, however, to the rights, if any, of the Company and its other creditors in such property or such proceeds.

Nothing herein contained, however, shall affect the right of the Trustee -

(A) to retain for its own account (i) payments made on account of any such claim by any person (other than the Company) who is liable thereon, and (ii) the proceeds of the bona fide sale of any such claim by the Trustee to a third person, and (iii) distributions made in cash, securities, or other property in respect of claims filed against the Company in bankruptcy or receivership or in proceedings for reorganization pursuant to the Bankruptcy Act or applicable State law;

(B) to realize, for its own account, upon any property held by it as security for any such claim, if such property was so held prior to the beginning of such four months' period;

(C) to realize, for its own account, but only to the extent of the claim hereinafter mentioned, upon any property held by it as security for any such claim, if such claim was created after the beginning of such four months' period and such property was received as security therefor simultaneously with the creation thereof, and if the Trustee shall sustain the burden of proving that at the time such property was so received the Trustee had no reasonable cause to believe that a default

as defined in the last paragraph of this subsection would occur within four months; or

(D) to receive payment on any claim: referred to in paragraph (B) or (C); against the release of any property held as security for such claim as provided in paragraph (B) or (C), as the case may be, to the extent of the fair value of such property.

For the purposes of paragraphs (B), (C) and (D), property substituted after the beginning of such four months' period for property held as security at the time of such substitution shall, to the extent of the fair value of the property released, have the same status as the property released, and, to the extent that any claim referred to in any of such paragraphs is created in renewal of or in substitution for or for the purpose of repaying or refunding any pre-existing claim of the Trustee as such creditor, such claim shall have the same status as such pre-existing claim.

If the Trustee shall be required to account, the funds and property held in such special account and the proceeds thereof shall be apportioned between the Trustee, the bondholders, and the holders of other indenture securities in such manner that the Trustee, the bondholders, and the holders of other indenture securities realize, as a result of payments from such special account and payments of dividends on claims filed against the Company in bankruptcy or receivership or in proceedings for reorganization pursuant to the Bankruptcy Act or applicable State law, the same percentage of their respective claims, figured before crediting to the claim of the Trustee anything on account of the receipt by it from the Company of the funds and property in such special account and before crediting to the respective claims of the Trustee, the bondholders, and the holders of other indenture securities dividends on claims filed against the Company in bankruptcy or receivership or in proceedings for reorganization pursuant to the Bankruptcy Act or applicable State law, but after crediting thereon receipts on account of the indebtedness represented by their respective claims from all sources other than from such dividends and from the funds and property so held in such special account. As used in this paragraph, with respect to any claim, the term "dividends" shall include any distribution with respect to such claim, in bankruptcy or receivership or in proceedings for reorganization pursuant to the Bankruptcy Act or applicable State law, whether such distribution is made in cash, securities or other property, but shall not include

any such distribution with respect to the secured portion, if any, of such claim. The court in which such bankruptcy, receivership, or proceeding for reorganization is pending shall have jurisdiction (i) to apportion between the Trustee, the bondholders, and the holders of other indenture securities, in accordance with the provisions of this paragraph, the funds and property held in such special account and the proceeds thereof, or (ii) in lieu of such apportionment, in whole or in part, to give to the provisions of this paragraph due consideration in determining the fairness of the distributions to be made to the Trustee, the bondholders, and the holders of other indenture securities, with respect to their respective claims, in which event it shall not be necessary to liquidate or to appraise the value of any securities or other property held in such special account or as security for any such claim, or to make a specific allocation of such distributions as between the secured and unsecured portions of such claims, or otherwise to apply the provisions of this paragraph as a mathematical formula.

Any Trustee who has resigned or been removed after the beginning of such four months' period shall be subject to the provisions of this subsection as though such resignation or removal had not occurred. Any Trustee who has resigned or been removed prior to the beginning of such four months' period shall be subject to the provisions of this subsection if and only if the following conditions exist-

(i) the receipt of property or reduction of claim which would have given rise to the obligation to account, if such Trustee had continued as trustee, occurred after the beginning of such four months' period; and

(ii) such receipt of property or reduction of claim occurred within four months after such resignation or removal.

As used in this subsection (a), the term "default" means any failure to make payment in full of the principal of or interest upon the bonds or upon the other indenture securities when and as such principal or interest becomes due and payable; and the term "other indenture securities" means securities upon which the Company is an obligor (as defined in Section 303 (12) of the Trust Indenture Act of 1939) outstanding under any other indenture (a) under which the Trustee is also trustee, (b) which contains provisions substantially similar to the provisions of this subsection, and (c) under which a default exists at the time of the apportionment of the funds and property held in said special account.

(b) There shall be excluded from the operation of subsection (a) of this Section a creditor relationship arising from-

(1) the ownership or acquisition of securities issued under any indenture, or any security or securities having a maturity of one year or more at the time of acquisition by the Trustee;

(2) advances authorized by a receivership or bankruptcy court of competent jurisdiction or by the Mortgage for the purpose of preserving the property subject to the lien of the Mortgage or of disc4arging tax liens or other prior liens or encumbrances on the trust estate, if notice of such advance and of the circumstances surrounding the making thereof is given to the bondholders as provided in subsections (a), (b) and (c) of Section 5.04 with respect to advances by the Trustee as such;

(3) disbursements made in the ordinary course of business in the capacity of trustee under an indenture, transfer agent, registrar, custodian, paying agent, fiscal agent or depositary, or other similar capacity;

(4) an indebtedness created as a result of services rendered or premises rented; or an indebtedness created as a result of goods or securities sold in a cash transaction as defined in the last paragraph of this subsection;

(5) the ownership of stock or of other securities of a corporation organized under the provisions of Section 25 (a) of the Federal Reserve Act, as amended, which is directly or indirectly a creditor of the Company; or

(6) the acquisition, ownership, acceptance or negotiation of any drafts, bills of exchange, acceptances or obligations which fall within the classification of self-liquidating paper as defined in the last paragraph of this subsection.

As used in this subsection (b), the term "cash transaction" shall mean any transaction in which full payment for goods or securities sold is made within seven days after delivery of the goods or securities in currency or in checks or other orders drawn upon banks or bankers and payable upon demand; the term "self-liquidating paper" shall mean any draft, bill of exchange, acceptance or obligation which is made, drawn, negotiated or incurred by the Company for the purpose of financing the purchase, processing,

manufacture, shipment, storage or sale of goods, wares or merchandise and which is secured by documents evidencing title to, possession of, or a lien upon, the goods, wares or merchandise or the receivables or proceeds arising from the sale of the goods, wares or merchandise previously constituting the security, provided the security is received by the Trustee simultaneously with the creation of the creditor relationship with the obligor arising from the making, drawing, negotiating or incurring of the draft, bill of exchange, acceptance or obligation.

SECTION 11.13. *Term "Company" to Include Other Obligors.* In the event that any person shall at any time after August 31, 1944 become an obligor upon any of the bonds issued under the Mortgage, so long as such person shall continue to be an obligor upon such bonds, the term "Company", as used in Section 11.11 (except subdivision (a) thereof) and in Section 11.12, and as last used in Section 10 .12, shall include any other obligor upon the bonds issued hereunder.

SECTION 11.14. *Qualifications of Trustee.* At all times the Trustee hereunder shall be a trust company which is a corporation organized and doing business under the laws of the United States or of any state or territory, or the District of Columbia, which (i) is authorized under such laws to exercise corporate trust powers and has an office in the Borough of Manhattan in the City of New York, and (ii) is subject to supervision or examination by Federal or State authority, and (iii) has a combined capital and surplus aggregating at least \$5,000,000. If the Trustee publishes reports of condition at least annually, pursuant to law or to the requirements of said supervising or examining authority, then for the purposes of this Section the combined capital and surplus of the Trustee shall be deemed to be its combined capital and surplus as set forth in its most recent report of condition so published.

SECTION 11.15. *Trustee May Resign.* The Trustee may resign and be discharged from the trusts created by the Mortgage by giving written notice thereof to the Company, specifying the date when such resignation shall take effect, and by publishing such notice at least once not less than fifteen nor more than thirty days prior to the date so specified, in two daily newspapers of general circulation published in the Borough of Manhattan, City of New York; and such resignation shall take effect on the date specified in such

SECTION 11.16. *Removal by Bondholders.* Any Trustee hereunder may be removed at any time by an instrument in writing, filed with the Trustee, signed by the holders of a majority in principal amount of the bonds hereby secured then outstanding.

SECTION 11.17. *Successor Trustee.* In case at any time the trustee, or any successor hereafter appointed, shall resign or shall be removed (unless the Trustee shall be removed as provided in subsection (c) of Section 11.11 in which event the vacancy shall be filled as provided in said subsection) or shall become incapable of acting, or shall be adjudicated a bankrupt or insolvent, or if a receiver of the Trustee or of any such successor or of its property shall be appointed, or if any public officer shall take charge or control of the Trustee or of any such successor or of its property and affairs; a successor may be appointed by the holders of a majority in principal amount of the bonds then outstanding hereunder by an instrument or concurrent instruments in writing signed and acknowledged by such bondholders or by their attorneys in fact duly authorized, and filed with such successor trustee, notification thereof being given to the Company and the retiring trustee; provided, nevertheless, that until a new trustee shall be appointed by the bondholders as aforesaid, the Company, by instrument executed by order of its Board of Directors and duly acknowledged by its President or a Vice-President and its Secretary or an Assistant Secretary, may appoint a trustee to fill such vacancy until a new trustee shall be appointed by the bondholders as herein authorized. The Company shall publish notice of any such appointment, which notice shall be published at least once a week for four successive weeks in two newspapers printed in the English language and customarily published on each business day, of general circulation in the Borough of Manhattan, in the City of New York. Any such trustee so appointed by the Company shall immediately and without further act be superseded by a trustee appointed by the bondholders, if such bondholders shall make such appointment within one year from the date they first had the right so to appoint under the terms hereof.

If in a proper case no appointment of a successor trustee shall be made pursuant to the foregoing provisions of this Article within six months after a vacancy shall have occurred in the office of trustee, the holder of any bond outstanding hereunder or any retiring trustee may apply to any court of competent jurisdiction to appoint a successor trustee. Said court may

thereupon after such notice, if any, as such court may deem proper and prescribe, appoint a successor trustee.

If the Trustee resigns because of a conflict of interest as provided in subsection (a) of Section 11.11 and a successor has not been appointed by the Company or the bondholders or, if appointed, has not accepted the appointment within thirty days after the date of such resignation, the resigning Trustee may apply to any court of competent jurisdiction for the appointment of a successor trustee.

Any trustee appointed under the provisions of this Article in succession to the Trustee shall be a corporation eligible under Section 11.14, and qualified under Section 11.11.

Any trustee which has resigned or been removed shall nevertheless retain the lien upon the trust estate, including all property or funds held or collected by the Trustee as such, to secure the amounts due to it as compensation, reimbursement and expenses, afforded to it by Section 11.08 and retain the rights afforded to it by Section 11.09.

SECTION 11.18. *Acceptance by Successor Trustee.* Any successor trustee appointed hereunder shall execute, acknowledge and deliver to its predecessor trustee, and also to the Company, an instrument accepting such appointment hereunder, and thereupon such successor trustee, without any further act, deed or conveyance shall become fully vested with all the estates, properties, rights, powers, trusts, duties, and obligations of its predecessor in trust hereunder, with like effect as if originally named as trustee herein; but the Trustee ceasing to act shall nevertheless, on the written request of the Company, or of the successor trustee, or of the holders of 10% in aggregate principal amount of the bonds then outstanding under the Mortgage, execute, acknowledge and deliver such instruments of conveyance and further assurance and do such other things as may reasonably be required for more fully and certainly vesting and confirming in such successor trustee all the right, title and interest of the Trustee which it succeeds in and to the mortgaged property and such rights, powers, trusts, duties and obligations, and the Trustee ceasing to act shall also, upon like request, pay over, assign and deliver to the successor trustee any money or other property subject to the lien of the Mortgage which may then be in its possession, and thereupon the Trustee so ceasing to act shall be fully relieved and discharged from all liability or responsibility therefor, either to the Company or to the holder of any bonds or coupons outstanding under the Mortgage. Should any deed, conveyance

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or instrument in writing from the Company be required by the new trustee for more fully and certainly vesting in and confirming to such new trustee such estates, properties, rights, powers, trusts, duties and obligations, any and all such deeds, conveyances and instruments in writing shall, on request, be executed, acknowledged and delivered by the Company.

SECTION 11.19. *Successor Trustee by Merger or Consolidation*. Any company into which the Trustee, or any successor to it, may be merged or with which it, or any successor to it, may be consolidated or any company resulting from any merger or consolidation to which the Trustee, or any successor to it, shall be a party, provided such company shall be eligible under the provisions of Section 11.14 and qualified under the provisions of Section 11.11, shall be a successor trustee under the Mortgage, without the execution or filing of any paper or the performance of any further act on the part of any other parties hereto, anything herein to the contrary notwithstanding. In case any of the bonds contemplated to be issued hereunder shall have been authenticated but not delivered, any such successor trustee may adopt the certificate of authentication of the Trustee, or of any successor to it, as Trustee hereunder, and deliver the same so authenticated; and in case any of said bonds shall not have been authenticated, any successor trustee may authenticate such bonds either in the name of any predecessor hereunder or in the name of the successor trustee, and in all such cases such certificate of authentication shall have the full force which it is anywhere in said bonds or in the Mortgage provided that the certificate of authentication of the Trustee shall have.

SECTION 11.20. *Provisions of Article Control*. If and to the extent that any provisions of the Mortgage limit, qualify, conflict with, or are contrary to any of the provisions of Section 11.01 and Section 11.02, the provisions of said Sections shall be deemed to control and govern. Without limiting the generality of the foregoing, the provisions of the Mortgage first referred to in the preceding sentence shall be deemed to include the following provisions:

(i) the provision contained in Section 3.10 to the effect that the Trustee may accept certain resolutions, certificates and other instruments as conclusive evidence as to the statements therein contained and which shall be full authority to the Trustee for the authentication and delivery of bonds or payment of the proceeds thereof;

(ii) the provision contained in Section 6.09 to the effect that the Trustee shall not be obliged to see to the application of the proceeds of insurance;

(iii) the provision contained in Section 7.02 that the Trustee may rely on an opinion of counsel with respect to the authority of a successor corporation to issue bonds under the Mortgage;

(iv) the provisions contained in Section 8.03 to the effect that the Trustee shall be under no duty to make inquiry as to whether the condition therein specified with respect to the sale, exchange or other disposition of property of the Company has been observed;

(v) the provisions contained in Section 8.04 concerning releases of mortgaged property, to the effect that the documents required to be furnished shall be full authority to the Trustee for its action thereon; (vi) the provisions contained in Section 10.14 respecting certain conditions precedent to action by the Trustee in the execution of powers and trusts under the Mortgage;

(vii) the provisions contained in Section 12.01 relating to the sufficiency and conclusive nature of the requests or other instruments therein mentioned signed and executed by bondholders or their agents.

## **ARTICLE II.**

### **Evidence of Rights of Bondholders.**

SECTION 12.01. *Execution of Instruments.* Any request or other instrument required by the Mortgage to be signed and executed by bondholders, may be in any number of concurrent instruments of similar tenor and may be signed or executed by such bondholders in person or by agent appointed in writing. Proof of execution of any such request or other instrument, or of a writing appointing any such agent, and of the holding by any person of coupon bonds transferable by delivery, shall be sufficient for any purpose of the Mortgage, and may be received by the Trustee as conclusive if made in the manner provided in this Article 12.

SECTION 12.02. *Proof of Execution.* The fact and date of the execution by any person of such request, instrument or other writing may be proved

by the certificate of any notary public, or other officer authorized to take acknowledgments of deeds to be recorded in any state within the United States, certifying that the person signing such request or other instrument acknowledged to him the execution thereof, or by the affidavit of a witness to such execution.

SECTION 12.03. Proof of Ownership. The aggregate amount of the coupon bonds transferable by delivery held by any person executing any such request or other instrument as a bondholder, and the distinctive numbers of such bonds and the date of his holding the same, may be proved by a certificate executed by any trust company, bank, banker or other depository (wherever situated), if such certificate shall be deemed by the Trustee to be satisfactory, showing that at the date therein mentioned such person had on-deposit with such depository, or exhibited to it, the bonds therein described, or such facts may be proved by the certificate or affidavit of the person executing such request or other instrument as a bondholder, if any such certificate or instrument shall be deemed by the Trustee to be satisfactory. The fact and date of execution of any request or other instrument, and the amount and numbers of coupon bonds held by the person so executing such request or other instrument, may also be proved in any other manner which the Trustee may deem sufficient.

The ownership of registered coupon bonds or of registered bonds without coupons shall be proved by the registers of such bonds.

### **ARTICLE 13.**

#### **Defeasance.**

If the Company, its successors or assigns, shall pay or cause to be paid unto the holders of said bonds and coupons, the principal and interest to become due thereon at the times and in the manner stipulated therein, or shall provide for the payment of such bonds and coupons by depositing with the Trustee hereunder at any time at or before maturity the entire amount due thereon for principal and interest to maturity of all said bonds outstanding and premium, if any, and also shall pay all other sums payable hereunder by the Company, and shall keep, perform and observe all and singular the covenants, and promises in said bonds, and in the Mortgage expressed as to be kept, performed and observed by or on its part, then these presents and

the estate and the rights hereby granted shall cease, determine and be void, and thereupon the Trustee shall, upon request and at the expense of the Company, cancel and discharge the lien of the Mortgage, and execute and deliver to the Company such deeds as shall be requisite to satisfy the lien hereof, and recovery to the Company the estate and title hereby conveyed, and assign and deliver to the Company any property subject to the lien of the Mortgage which may then be in its possession. Bonds for the payment or redemption of which money shall have been set apart by or paid to the Trustee shall be deemed to be paid within the meaning of this Article, upon proof of publishing of notice required to be given as provided in Article 4 hereof, being furnished to the Trustee.

As a further condition precedent to the Trustee's granting any request by the Company under and pursuant to this Article for the satisfaction and discharge of the Mortgage, there shall be delivered to the Trustee (i) an officers' certificate, stating that the conditions precedent specified in this Article have been complied with and (ii) an opinion of counsel stating that in his opinion said conditions precedent have been complied with.

#### **ARTICLE 14.**

##### **Supplemental Indenture.**

SECTION 14.01. *Supplemental Indentures Without Consent.* The Company, when authorized by resolution of its Board of Directors, and the Trustee, from time to time and at any time, may enter into an indenture or indentures supplemental to the Mortgage and which thereafter shall form a part of the Mortgage for any one or more of the following purposes:

(a) to convey, transfer and assign to the Trustee and to subject to the lien of the Mortgage, with the same force and effect as though specifically mentioned in the granting clause hereof, additional property then owned by the Company, acquired by it through consolidation, merger, by purchase, or otherwise;

(b) to specify and state the mortgage indebtedness, and the amount thereof of any company which hereafter shall be consolidated with or merged into, or whose property hereafter shall be acquired by, the Company, which indebtedness, if secured by mortgage on property which shall have been used as a basis for the authentication and delivery

of bonds under Section 3.05 (or its predecessor Section), and if prior to the lien of the bonds issued hereunder, is to be regarded as forming a part of the underlying bonds of the Company, to retire which, at or before maturity, bonds may be issued as provided in Section 3.04;

(c) to add to the limitations on the authorized amount, date of maturity, issue and purposes of issue of bonds hereunder or of any series of bonds hereunder, other limitations to be thereafter observed;

(d) to evidence the succession of another corporation to the Company, or successive successions, and the assumption by a successor corporation of the covenants and obligations of the Company under the Mortgage;

(e) to make such provision in regard to matters or questions arising under the Mortgage as may be necessary or desirable and not inconsistent with the Mortgage.

SECTION 14.02. *Trustee Authorized to Join in Execution.* The Trustee is hereby authorized to join with the Company in the execution of any such supplemental indenture, to make the further agreements and stipulations which may be therein contained, and to accept the conveyance, transfer and assignment of any such property thereunder.

SECTION 14.03. *Supplemental Indentures With Consent.* In addition to any supplemental indenture authorized by Section 14.01, with the consent of the holders of not less than 66 2/3% in aggregate principal amount of the bonds at the time outstanding, or in case one or more, but less than all of the series Of bonds then outstanding would be affected, with the consent of the holders of not less than 66 2/3% in aggregate principal amount of the bonds of the series then outstanding which would be affected by the action proposed to be taken, the Company, when authorized by resolution of its Board of Directors, and the Trustee, from time to time and at any time, after (but not before) the First Effective Date, may enter into an indenture or indentures supplemental hereto and which thereafter shall form a part hereof, for the purpose of adding any provisions to or changing in any manner or eliminating any of the provisions of the Mortgage or of any indenture supplemental hereto or of modifying in any manner the rights of the holders of the bonds and coupons issued hereunder; provided, however,

that anything in this Section to the contrary notwithstanding, no such supplemental indenture shall operate (i) to extend the fixed maturity of any bonds, or reduce the rate or extend the time of payment of interest or premium, if any, thereon, or reduce the principal amount thereof, or otherwise modify or affect the terms of payment of such interest, premium or principal without the express consent of the holder of each bond which would be affected thereby, or (ii) to reduce the aforesaid percentage of bonds, the holders of which are required to consent to any such supplemental indenture, without the consent of the holders of all bonds outstanding, or (iii) to permit the creation by the Company of any mortgage or pledge or lien in the nature thereof, ranking prior to or equal with the lien of the Mortgage on any of the property which is subject to the lien hereof without the consent of the holders of all bonds outstanding, or (iv) to deprive the holder of any bond outstanding hereunder of the lien of the Mortgage on any of such property without the express consent of the holder of each bond affected thereby.

The Trustee is hereby authorized to join with the Company in the execution of any such supplemental indenture and to make the further agreements and stipulations which may be therein contained. The Trustee shall be entitled, to the extent permitted by Article 11, to receive and rely on an opinion of counsel as evidence that any supplemental indenture entered into under the provisions of this Section complies with and in no way violates the provisions hereof.

It shall not be necessary for the consent of the bondholders under this Section to approve the particular form of any proposed supplemental indenture, but it shall be sufficient if such consent shall approve the substance thereof.

Any consent may be in any number of concurrent instruments of similar tenor and may be signed or executed by bondholders in person or by attorney appointed in writing. Notwithstanding the provisions of Article 12, proof of the execution of any such consent, or of a writing appointing any such attorney, or of the holding by any person of the bonds or coupons, shall be sufficient if made in the following manner:

(a) The fact and date of the execution by any person of such consent may be proved by the certificate of any notary public, or other officer authorized to take acknowledgments of deeds to be recorded in any State of the United States, that the person signing the same acknowledged to him the execution thereof, or by the affidavit, sworn to before such a notary public or other officer, of a witness to such execution.

(b) The amount of bonds transferable by delivery held by any person executing such consent as a bondholder, and the issue and serial numbers thereof, held by such person, and the date of his holding the same, may be proved by a certificate of ownership executed by any trust company, bank, banker or other depository wheresoever situated; if such certificate shall be deemed by the Trustee to be satisfactory; showing that at the date therein mentioned such person had exhibited to or had on deposit with such depository the bonds described in such certificate. The Trustee may assume the continuance of any such ownership unless and until it receives proof, satisfactory to it, to the contrary. The fact and date of the execution of any such consent, and the fact of such holding, and the amount and numbers of any bonds may also be proved in any other manner which the Trustee may deem sufficient. The Trustee may nevertheless in its discretion require further proof of any matter referred to in this Section in cases where it deems further proof desirable.

(c) The ownership of coupon bonds registered as to principal and of registered bonds without coupons shall be proved by the registry books.

The Trustee shall not be bound to recognize any person as a bondholder unless and until his title to the bonds held by him is proved in the manner hereinabove provided.

Any consent of the holder of any bond shall bind all future holders of the same bond, or any bond or bonds issued in lieu thereof or in exchange therefor, in respect of anything done or suffered by the Company or Trustee in pursuance thereof.

SECTION 14.04. *Conformance With Trust Indenture Act*. No supplemental indenture authorized by the Mortgage shall contain provisions which, at the time of the execution of such supplemental indenture, are in conflict with any of the provisions then in force of the Trust Indenture Act of 1939.

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## ARTICLE 15.

### Miscellaneous Provisions.

SECTION 15.01. *Covenants to Bind Successors and Assigns.* All the covenants, stipulations, promises and agreements in the Mortgage contained, by or in behalf of the Company, shall bind, and inure to the benefit of, its successors and assigns, whether so expressed or not.

SECTION 15.02. *Benefits of Mortgage.* Nothing in the Mortgage expressed or implied is intended or shall be construed to give to any person or corporation other than the Company, the Trustee and the holders of the bonds and interest obligations hereby secured; any legal or equitable right, remedy or claim under or in respect of the Mortgage or any covenant, condition or provision herein contained. All its covenants, conditions and provisions are and shall be held to be for the sole and exclusive benefit of the Company, the Trustee and the holders of the bonds hereby secured.

SECTION 15.03. *Applications, Certificates, Opinions.* The same officer or officers of the Company, or the same engineer or counsel or other person, as the case may be, may, but need not, certify to all the matters required to be certified under any Article, Section, Subdivision or other portion hereof, but different officers, engineers, counsel or other persons may certify to different facts, respectively. Where any person or persons are required to make, give or execute two or more orders, requests, certificates, opinions or other instruments under the Mortgage, any such orders, requests, certificates, opinions or other instruments may, but need not, be consolidated and form one instrument.

Except as otherwise expressly provided in the Mortgage, any application, request, opinion, consent, demand, notice, order, appointment, or other direction required or permitted to be made or given by the Company shall be deemed to have been sufficiently made or given if executed on behalf of the Company by its President or any of its Vice-Presidents and its Secretary or any of its Assistant Secretaries or its Treasurer or any of its Assistant Treasurers.

Any opinion of counsel required to be furnished pursuant to any of the provisions of the Mortgage may, in lieu of stating the facts required by the

provisions hereof, state that the required conditions will be fulfilled on the execution and delivery of designated instruments, which instruments shall be delivered in form approved by such counsel prior to or concurrently with the taking or suffering by the Trustee of the action as a condition precedent to which such opinion is required to be furnished under the terms of the Mortgage.

Upon any application by the Company to the Trustee to take any action under any of the provisions of the Mortgage, the Company shall furnish to the Trustee an officers' certificate and opinion of counsel, each stating that all conditions precedent provided for in the Mortgage (including any covenant compliance with which constitutes a condition precedent) with respect to such application have been complied with, and in the case of any such application to take action as to which there is a condition precedent provided for in the Mortgage (including any covenant compliance with which constitutes a condition precedent) compliance with which is subject to verification by accountants (such as conditions with respect to the preservation of specified ratios, the amount of net quick assets, negative-pledge clauses, and other similar specific conditions), the Company shall also furnish to the Trustee an accountant's certificate stating that each such condition precedent has been complied with, whether or not the furnishing of such documents shall be specifically required by the provisions of the Mortgage relating to such particular application.

Each certificate or opinion with respect to compliance with a condition or covenant provided for in the Mortgage shall include (1) a statement that the person making such certificate or opinion has read such covenant or condition and the definitions, if any, herein contained relative thereto; (2) a brief statement as to the nature and scope of the examination or investigation upon which the statements or opinions contained in such certificate or opinion are based; (3) a statement that, in the opinion of such person, he has made such examination or investigation as is necessary to enable him to express an informed opinion as to whether or not such covenant or condition has been complied with; and (4) a statement as to whether or not, in the opinion of such person, such condition or covenant has been complied with.

Any certificate or opinion of an officer of the Company or an engineer, appraiser, accountant or other expert may be based, in so far as it relates to legal matters, upon a certificate or opinion of or upon representations by counsel, unless such officer or engineer or appraiser or accountant or other expert knows that the certificates or opinion or representations with respect

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to the matters upon which his opinion may be based as aforesaid are erroneous, or in the exercise of reasonable care should have known that the same were erroneous.

Any certificate or opinion of counsel may be based, in so far as it relates to factual matters, information with respect to which is in the possession of the Company, upon the certificate or opinion of or representations by an officer or officers of the Company unless such counsel knows that the certificate or opinion or representations with respect to the matters upon which his opinion may be based as aforesaid are erroneous, or in the exercise of reasonable care should have known that the same were erroneous.

Any opinion of counsel given as to title to property or as to the rank of the lien of the Mortgage may be based, in whole or in part, upon a certified abstract of title or any torrens certificate, or upon any guaranty policy or certificate issued or rendered by any reputable person, firm or corporation engaged in the business of examining or insuring or guaranteeing titles to property or upon the opinion of other counsel (provided that in such case such opinion of counsel shall state that the signer believes such other counsel giving such certificate or opinion is reputable and one upon whom he may properly rely).

SECTION 15.04. *Undertaking to Pay Costs.* Any court may in its discretion require in any suit for the enforcement of any right or remedy under the Mortgage, or in any suit against the Trustee for any action taken or omitted by it as Trustee, the filing by any party litigant in such suit of an undertaking to pay the costs of such suit, and that such court may in its discretion assess reasonable costs, including reasonable attorneys' fees, against any party litigant in such suit, having due regard to the merits and good faith of the claims or defenses made by such party litigant; but the provisions of this Section shall not apply to any suit instituted by the Trustee, to any suit instituted by any bondholder, or group of bondholders, holding in the aggregate more than 10% in principal amount of the bonds then outstanding or to any suit instituted by any bondholder for the enforcement of the payment of the principal of or interest on any bond, on or after the respective due dates expressed in such bond.

SECTION 15.05. *Conflict With Trust Indenture Act.* If and to the extent that any provision of the Mortgage limits, qualifies, or conflicts with another provision required to be included therein by any of Sections 310 to

317, inclusive, of the Trust Indenture Act of 1939, such required provision shall control.

SECTION 15.06. *Right of Bondholder not To Be Impaired Without His Consent.* The right of any holder of any bond to receive payment of the principal of and interest on such bond, on or after the respective due dates expressed in such bond, or to institute suit for the enforcement of any such payment on or after such respective dates, shall not be impaired or affected without the consent of such holder.

SECTION 15.07. *Headings.* The headings of the Articles and Sections of the Mortgage are inserted for convenience of reference only, and are not to be taken to be any part of the Mortgage or to control or affect the meaning, construction or effect of the same.

(The testimonium clause, signatures and acknowledgments to the original Indenture of Mortgage and Deed of Trust have been omitted herein.)

Exhibit 4.1

BOSTON EDISON COMPANY  
TO  
BANK OF MONTREAL TRUST COMPANY  
Trustee

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INDENTURE  
Dated as of September 1, 1988

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BOSTON EDISON COMPANY

Reconciliation and tie between Trust Indenture Act of 1939 and  
Indenture dated as of September 1, 1988

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Trust Indenture Act Section	Indenture Section
§ 310 (a)(1)	609
(a)(2)	609
(a)(3)	Not Applicable
(a)(4)	Not Applicable
(b)	608
	610
§ 311 (a)	613(a)
(b)	613(b)
(b)(2)	703(a)(2)
§ 312 (a)	701
	702(a)
(b)	702(b)
(c)	702(c)
§ 313 (a)	703(a)
(b)	703(b)
(c)	703Cc)
(d)	703(d)
§ 314 (a)	704
(b)	Not Applicable
(c)(1)	102
(c)(2)	102
(c)(3)	Not Applicable
(d)	Not Applicable
(e)	102
§ 315 (a)	601 (a)
(b)	602
	703(a)(6)
(c)	601(b)
(d)	601 (c)
(d)(1)	601(c)(1)
(d)(2)	601(c)(2)
(d)(3)	601 (c) (3)
(e)	514
§ 316 (a)	101
(a)(1)(A)	502
	512
(a)(1)(B)	513
(a)(2)	Not Applicable
(b)	508
§ 317 (a)(1)	503
(a)(2)	504
(b)	1003
§ 318 (a)	108

NOTE: This reconciliation and tie shall not, for any purpose, be deemed to be a part of the Indenture.

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INDENTURE, dated as of September 1, 1988 between Boston Edison Company, a corporation duly organized and existing under the laws of the Commonwealth of Massachusetts (herein called the "Company»), having its principal office at 800 Boylston Street, Boston, Massachusetts 02199 and Bank of Montreal Trust Company, a corporation duly organized and existing under the laws of the State of New York, having its principal corporate trust office at 2 Wall Street, New York, New York 10005, as Trustee (herein called the "Trustee").

#### RECITALS OF THE COMPANY

The Company has duly authorized the execution and delivery of this Indenture to provide for the issuance from time to time of its unsecured debentures, notes or other evidences of indebtedness (herein called the "Securities"), to be issued in one or more series as in this Indenture provided.

All things necessary to make this Indenture a valid agreement of the Company, in accordance with its terms, have been done.

NOW, THEREFORE, THIS INDENTURE WITNESSETH:

For and in consideration of the premises and the purchase of the Securities by the Holders thereof, it is mutually covenanted and agreed, for the equal and proportionate benefit of all Holders of the Securities or of series thereof, as follows:

#### ARTICLE ONE

##### Definitions and Other Provisions of General Application

##### SECTION 101. Definitions.

For all purposes of this Indenture, except as otherwise expressly provided or unless the context otherwise requires:

- (1) the terms defined in this Article have the meanings assigned to them in this Article and include the plural as well as the singular;
  - (2) all other terms used herein which are defined in the Trust Indenture Act, either directly or by reference therein, have the meanings assigned to them therein;
  - (3) all accounting terms not otherwise defined herein have the meanings assigned to them in accordance with generally accepted accounting principles In the United States of America, and, except as otherwise herein expressly provided, the term "generally accepted accounting principles with respect to any computation required or permitted hereunder shall mean such accounting principles as are generally accepted In the United States of America at the date of such computation; and
  - (4) the words "herein," "hereof" and "hereunder" and other words of similar import refer to this Indenture as a whole and not to any particular Article, Section or other subdivision.
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Certain terms, used principally in Article Six, are defined in that Article Six, are defined in that Article.

"Act," when used with respect to any Holder of a Security has the meaning specified in Section 104.

"Affiliate" of any specified Person means any other Person directly or indirectly controlling or controlled by or under direct or indirect common control with such specified Person. For the purposes of this definition, "control" when used with respect to any specified Person means the power to direct the management and policies of such Person, directly or indirectly, whether through the ownership of voting securities, by contract or otherwise; and the terms "controlling" and "controlled" have meanings correlative to the foregoing.

"Authenticating Agent" means any Person or Persons authorized by the Trustee to act on behalf of the Trustee to authenticate one or more series of Securities.

"Authorized Newspaper" means a newspaper, in an official language of the country of publication or in the English language, customarily published on each Business Day. Whether or not published on Saturdays, Sundays or holidays, and of general circulation in the place in connection with which the term is used or in the financial community of such place. Where successive publications are required to be made in Authorized Newspapers, the successive publications may be made in the same or in different newspapers in the same city meeting the foregoing requirements and in each case on any Business Day.

"Bearer Security" means any Security in the form for Bearer Securities established pursuant to Section 201 which is payable to bearer.

"Board of Directors" means either the board of directors of the Company or any duly authorized committee of the officers and/or directors of the Company appointed by that board.

"Board Resolution" means a copy of a resolution certified by the Clerk or an Assistant Clerk of the Company to have been duly adopted by the Board of Directors and to be in full force and effect on the date of such certification, and delivered to the Trustee.

"Business Day," when used with respect to a particular location specified in the Securities or this Indenture, means each Monday, Tuesday, Wednesday, Thursday and Friday which is not a day on which banking institutions in such location are authorized or obligated by law or executive order to close.

"Commission" means the Securities and Exchange Commission, as from time to time constituted, created under the Securities Exchange Act of 1934, or if at any time after the execution of this instrument such Commission is not existing and performing the duties now assigned to it under the Trust Indenture Act, then the body performing such duties at such time.

"Company" means the Person named as the "Company" in the first paragraph of this instrument until a successor corporation shall have become such pursuant to the applicable provisions of this Indenture, and thereafter "Company" shall mean such successor corporation.

"Company Request" or "Company Order" means a written request or order signed in the name of the Company by its Chairman, its President or a Vice President, and by its Treasurer, an Assistant Treasurer, its Controller, an Assistant Controller, its Clerk or an Assistant Clerk, and delivered to the Trustee.

"Corporate Trust Officer" means the office of the Trustee in the Borough of Manhattan, The City of New York, at which at any particular time its corporate trust business shall be principally administered, which office at the date of the execution of this Indenture is located at 2 Hall Street, New York, New York 10005.

"Corporation" includes any corporation, association, company or business trust.

"Coupon" means any interest coupon appertaining to a Bearer Security.

"Defaulted Interest" has the meaning specified in Section 307.

"Dollar" or "\$" means a dollar or other equivalent unit in such coin or currency of the United States of America as at the time shall be legal tender for the payment of public and private debts.

"Event of Default" has the meaning specified in Section 501.

"Holder," when used with respect to any Security, means in the case of a Registered Security the Person in whose name the Security is registered in the Security Register and in the case of a Bearer Security the bearer thereof and, when used with respect to any coupon, means the bearer thereof.

"Indenture" means this Instrument as originally executed or as it may from time to time be supplemented or amended by one or more indentures supplemental hereto entered into pursuant to the applicable provisions hereof and shall include the terms of particular series of Securities established as contemplated by Section 301.

"Interest," when used with respect to an Original Issue Discount Security which by its terms bears Interest only after Maturity, means interest payable after Maturity.

"Interest Payment Date," when used with respect to any Security, means the Stated Maturity of an installment of interest on such Security.

"Maturity," when used with respect to any Security, means the date on which the principal of such Security or an installment of principal becomes due and payable as therein or herein provided, whether at the Stated Maturity or by declaration of acceleration, call for redemption or otherwise.

"Officers' Certificate" means a certificate signed by the Chairman, the President or a Vice President, and by the Treasurer, an Assistant Treasurer, the Controller, an Assistant Controller, the Clerk, or an Assistant Clerk, of the Company, and delivered to the Trustee.

"Opinion of Counsel" means a written opinion of counsel, who may be counsel for the Company (including an employee or officer of the Company), and who shall be acceptable to the Trustee.

"Original Issue Discount Security" means any Security which provides for an amount less than the principal amount thereof to be due and payable upon a declaration of acceleration of the Maturity thereof pursuant to Section 502.

"Outstanding," when used with respect to Securities, means, as of the date of determination, all Securities theretofore authenticated and delivered under this Indenture, except:

- (i) Securities theretofore cancelled by the Trustee or delivered to the Trustee for cancellation;
- (ii) Securities for whose payment or redemption money in the necessary amount has been theretofore deposited with the Trustee or any Paying Agent (other than the Company) in trust or set aside and segregated in trust by the Company (if the Company shall act as its own Paying Agent) for the Holders of such Securities and any coupons thereto appertaining; provided that, if such Securities are to be redeemed, notice of such redemption has been duly given pursuant to this Indenture or provision therefor satisfactory to the Trustee has been made; and
- (iii) Securities which have been paid pursuant to Section 306 or in exchange for or in lieu of which other Securities have been authenticated and delivered pursuant to this Indenture, other than any such Securities in respect of which there shall have been presented to the Trustee proof satisfactory to it that such Securities are held by a bona fide purchaser in whose hands such Securities are valid obligations of the Company;

provided, however, that in determining whether the Holders of the requisite principal amount of the Outstanding Securities have been given any request, demand, authorization, direction, notice, consent or waiver hereunder or are present at a meeting of Holders of Securities for quorum purposes, Securities owned by the Company or any other obligor upon the Securities or any Affiliate of the Company or of such other obligor shall be disregarded and deemed not to be Outstanding, except that, in determining whether the Trustee shall be protected in relying upon any such request, demand, authorization, direction, notice, consent or waiver or upon any such determination as to the presence of a quorum, only Securities which the Trustee knows to be so owned shall be so disregarded. Securities so owned which have been pledged in good faith may be regarded as Outstanding if the pledgee establishes to the satisfaction of the Trustee the pledgee's right so to act with respect to such Securities and that the pledgee is not the Company or any other obligor upon the Securities or any Affiliate of the Company or of such other obligor.

"Paying Agent" means any Person authorized by the Company to pay the principal of (and premium, if any) or interest on any Securities on behalf of the Company.

"Person" means any individual, corporation, partnership, joint venture, joint-stock company, trust, unincorporated organization or government or any agency or political subdivision thereof.

"Place of Payment," when used with respect to the Securities of any series, means the place or places where the principal of (and premium, if any) and interest on the Securities of that series are payable as specified as contemplated by Section 301.

"Predecessor Security" of any particular Security means every previous Security evidencing all or a portion of the same debt as that evidenced by such particular Security; and, for the purposes of this definition, any Security authenticated and delivered under Section 306 in exchange for or in lieu of a mutilated, destroyed, lost or stolen Security shall be deemed to evidence the same debt as the mutilated, destroyed, lost or stolen Security.

"Redemption Date," when used with respect to any Security to be redeemed, means the date fixed for such redemption by or pursuant to this Indenture.

"Redemption Price," when used with respect to any Security to be redeemed, means the price at which it is to be redeemed pursuant to this Indenture.

"Registered Security" means any Security in the form for Registered Securities set forth in Section 202 or established pursuant to Section 201 which is registered in the Security Register.

"Regular Record Date" for the Interest payable on any Interest Payment Date on the Registered Securities of any series means the date specified for that purpose as contemplated by Section 301.

"Responsible Officer," when used with respect to the Trustee, means the chairman or any vice-chairman of the board of directors, the chairman or any vice-chairman of the executive committee of the board of directors, the chairman of the trust committee, the president, any vice president, the secretary, any assistant secretary, the treasurer, any assistant treasurer, the cashier, any assistant cashier, any trust officer or assistant trust officer, the controller or any assistant controller or any other officer of the Trustee customarily performing functions similar to those performed by any of the above designated officers and also means, with respect to a particular corporate trust matter, any other officer to whom such matter is referred because of his knowledge of and familiarity with the particular subject.

"Securities" has the meaning stated in the first recital of this Indenture and more particularly means any Securities authenticated and delivered under this Indenture.

"Security Register" and "Security Registrar" have the respective meanings specified in Section 305.

"Special Record Date" for the payment of any Defaulted Interest on the Registered Securities of any series means a date fixed by the Trustee pursuant to Section 307.

"Stated Maturity," when used with respect to any Security or any installment of principal thereof or interest thereon, means the date specified in such Security or a coupon representing such installment of interest as the fixed date on which the principal of such Security or such installment of principal or interest is due and payable.

"Subsidiary" means a corporation more than 50% of the outstanding voting stock of which is owned, directly or indirectly, by the Company or by one or more other Subsidiaries, or by the Company and one or more other Subsidiaries. For the purposes of this definition, "voting stock" means stock which ordinarily has voting power for the election of directors, whether at all times or only so long as no senior class of stock has such voting power by reason of any contingency, but shall exclude stock having such power only by reason of the happening of a contingency.

"Trust Indenture Act" means the Trust Indenture Act of 1939 as in force at the date as of this instrument was executed and as from time to time amended, except as provided in Section 905.

"Trustee" means the Person named as the "Trustee" in the first paragraph of this instrument until a successor Trustee shall have become such with respect to one or more series of Securities pursuant to the applicable provisions of this Indenture, and thereafter "Trustee" shall mean or include each Person who is then a Trustee hereunder; and if at any time there is more than one such Person, "Trustee" as used with respect to the Securities of any series shall mean the Trustee with respect to Securities of that series.

"United States" means the United States of America (including the States and the District of Columbia), its territories and possessions and other areas subject to its jurisdiction.

"United States Alien" means any Person who, for United States Federal income tax purposes, is a foreign corporation, a non-resident alien individual, a non-resident alien fiduciary of a foreign estate or trust, or a foreign partnership one or more of the members of which is, for United States Federal Income tax purposes, a foreign corporation, a non-resident alien individual or a non-resident alien fiduciary of a foreign estate or trust.

"Vice President," when used with respect to the Company or the Trustee, means any vice president, whether or not designated by a number or a word or words added before or after the title "vice president."

#### SECTION 102. Compliance Certificates and Opinions.

Upon any application or request by the Company to the Trustee to take any action under any provision of this Indenture, the Company shall furnish to the Trustee an Officers' Certificate stating that all conditions precedent, if any, provided for in this Indenture relating to the proposed action have been complied with and an Opinion of Counsel stating that in the opinion of such counsel all such conditions precedent, if any, have been complied with, except that in the case of any such application or request as to which the furnishing of such documents is specifically required by any provision of this Indenture relating to such particular application or request, no additional certificate or opinion need be furnished.

Every certificate or opinion with respect to compliance with a condition or covenant provided for in this Indenture shall include

- (1) a statement that each individual signing such certificate or opinion has read such covenant or condition and the definitions herein relating thereto;
- (2) a brief statement as to the nature and scope of the examination or investigation upon which the statements or opinions contained in such certificate or opinion are based;
- (3) a statement that, in the opinion of each such individual, he has made such examination or investigation as is necessary to enable him to express an informed opinion as to whether or not such covenant or condition has been complied with; and
- (4) a statement as to whether, in the opinion of each such individual, such condition or covenant has been complied with.

**SECTION 103. Form of Documents Delivered to Trustee.**

In any case where several matters are required to be certified by, or covered by an opinion of, any specified Person, it is not necessary that all such matters be certified by, or covered by the opinion of, only one such Person, or that they be so certified or covered by only one document, but one such Person may certify or give an opinion with respect to some matters and one or more other such Persons as to other matters, and any such Person may certify or give an opinion as to such matters in one or several documents.

Any certificate or opinion of an officer of the Company may be based, insofar as it relates to legal matters, upon a certificate or opinion of, or representations by, counsel, unless such officer knows, or in the exercise of reasonable care should know, that the certificate or opinion or representations with respect to the matters upon which his certificate or opinion is based are erroneous. Any such certificate or Opinion of Counsel may be based, insofar as it relates to factual matters, upon a certificate or opinion of, or representations by an officer or officers of the Company stating that the information with respect to such factual matters is in the possession of the Company; unless such counsel knows, or in the exercise of reasonable care should know, that the certificate or opinion or representations with respect to such matters are erroneous.

Where any Person is required to make, give or execute two or more applications, requests, consents, certificates, statements, opinions or other instruments under this Indenture, they may, but need not, be consolidated and form one instrument.

**SECTION 104. Acts of Holders.**

(a) Any request, demand, authorization, direction, notice, consent, waiver or other action provided by this Indenture to be given or taken by Holders may be embodied in and evidenced by one or more instruments of substantially similar tenor signed by such Holders in person or by an agent duly appointed in writing. If Securities of a series are issuable as Bearer Securities, any request, demand, authorization, direction, notice, consent, waiver or other action provided by this Indenture to be given or taken by

Holders may, alternatively, be embodied in and evidenced by the record of Holders of Securities voting in favor thereof, either in person or by proxies duly appointed in writing, at any meeting of Holders of Securities duly called and held in accordance with the provisions of Article Thirteen, or a combination of such instruments and any such record. Except as herein otherwise expressly provided, such action shall become effective when such instrument or instruments or record or both are delivered to the Trustee and, where it is hereby expressly required, to the Company. Such instrument or instruments and any such record (and the action embodied therein and evidenced thereby) are herein sometimes-referred to as the "Act" of the Holders signing such instrument or instruments and so voting at any such meeting. Proof of execution of any such instrument or of a writing appointing any such agent, or of the holding by any Person of a Security, shall be sufficient for any purpose of this Indenture and (subject to Section 601) conclusive in favor of the Trustee and the Company, if made in the manner provided in this Section. The record of any meeting of Holders of Securities shall be proved in the manner provided in Section 1306.

(b) The fact and date of the execution by any Person of any such instrument or writing may be proved in any reasonable manner which the Trustee deems sufficient.

(c) The principal amount and serial numbers of Registered Securities held by any Person, and the date of holding the same, shall be proved by the Security Register.

(d) The principal amount and serial numbers of Bearer Securities held by any Person, and the date of holding the same, may be proved by the production of such Bearer Securities or by a certificate executed, as depositary, by any trust company, bank, banker or other depositary, wherever situated, if such certificate shall be deemed by the Trustee to be satisfactory, showing that at the date therein mentioned such Person had on deposit with such depositary, or exhibited to it, the Bearer Securities therein described; or such facts may be proved by the certificate or affidavit of the Person holding such Bearer Securities, if such certificate or affidavit is deemed by the Trustee to be satisfactory. The Trustee and the Company may assume that such ownership of any Bearer Security continues until (1) another certificate or affidavit bearing a later date issued in respect of the same Bearer Security is produced, or (2) such Bearer Security is produced to the Trustee by some other Person, or (3) such Bearer Security is surrendered in exchange for a Registered Security, or (4) such Bearer Security is no longer Outstanding.

(e) The fact and date of execution of any such instrument or writing, the authority of the Person executing the same and the principal amount and serial number of Bearer Securities held by the Person so executing such instrument or writing and the date of holding the same may also be proved in any reasonable manner which the Trustee deems sufficient; and the Trustee may in any instance require further proof with respect to any of the matters referred to in this Section.

(f) Any request, demand, authorization, direction notice, consent, election, waiver or other Act of the Holder of any Security shall bind every future Holder of the same Security and the Holder of every Security issued upon the registration of transfer thereof or in exchange therefor or in lieu thereof in respect of anything done, omitted or suffered to be done by the Trustee or the Company in reliance thereon, whether or not notation of such action is made upon such Security.

SECTION 105. Notices, etc., to Trustee and Company.

Any request, demand, authorization, direction, notice, consent, election, waiver or Act of Holders or other document provided or permitted by this Indenture to be made upon, given or furnished to, or filed with,

(1) the Trustee by any Holder of a Security or by the Company shall be sufficient for every purpose hereunder if made, given, furnished or filed in writing to or with the Trustee at its Corporate Trust Office, Attention: Corporate Trust Department, or

(2) the Company by the trustee or by any Holder shall be sufficient for every purpose hereunder (unless otherwise herein expressly provided) if in writing and mailed, first-class postage prepaid, to the Company addressed to the attention of its Clerk, at the address specified in the first paragraph of this Indenture, or at any other address previously furnished in writing to the Trustee by the Company.

SECTION 106. Notice to Holders of Securities; Waiver.

Except as otherwise expressly provided herein, where this Indenture provides for notice to Holders of Securities of any event.

(1) such notice shall be sufficiently given to Holders of Registered Securities if in writing and mailed, first-class postage prepaid, to each Holder of a Registered Security affected by such event, at his address as it appears in the Security Register, not later than the latest date, and not earlier than the earliest date, prescribed for the giving of such Notice; and

(2) such notice shall be sufficiently given to Holders of Bearer Securities If published in an Authorized Newspaper in The City of New York and, if the Securities of such series are then listed on The Stock Exchange of the United Kingdom and the Republic of Ireland and such stock exchange shall so require, in London and, if the Securities of such series are then listed on the Luxembourg Stock Exchange and such stock exchange shall so require, in Luxembourg and, if the Securities of such series are then listed on any other stock exchange outside the United States and such stock exchange shall so require, in any other required city outside the United States or, if not practicable, in Europe on a Business Day at least twice, the first such publication to be not earlier than the earliest date and the second publication be not later than the latest date prescribed for the giving of such notice.

In case by reason of the suspension of regular mail service or by reason of any other cause it shall be impracticable to give such notice by mail, then such notification as shall be made with the approval of the Trustee shall constitute a sufficient notification for every purpose hereunder. In any case where notice to Holders of Registered Securities is given by mail, neither the failure to mail such notice, nor any defect in any notice so mailed, to any particular Holder of a Registered Security shall affect the sufficiency of such notice with respect to other Holders of Registered Securities or the sufficiency of any notice by publication to Holders of Bearer Securities given as provided above.

In case by reason of the suspension of publication of any Authorized Newspaper or Authorized Newspapers or by reason of any other cause it shall be impracticable to publish any notice to Holders of Bearer Securities as provided above, then such notification to Holders of Bearer Securities as shall be given with the approval of the Trustee shall constitute sufficient notice to such Holders for every purpose hereunder. Neither failure to give notice by publication to Holders of Bearer Securities as provided above, nor any defect in any notice so published, shall affect the sufficiency of any notice mailed to Holders of Registered Securities as provided above.

Where this Indenture provides for notice in any manner, such notice may be waived in writing by the Person entitled to receive such notice, either before or after the event, and such waiver shall be the equivalent of such notice. Waivers of notice by Holders of Securities shall be filed with the Trustee, but such filing shall not be a condition precedent to the validity of any action taken in reliance upon such waiver.

SECTION 107. Language of Notices, etc.

Any request, demand, authorization, direction, notice, consent, election or waiver required or permitted under this Indenture shall be in the English language, except that any published notice may be in an official language of the country of publication.

SECTION 108. Conflict with Trust Indenture Act.

If any provision hereof limits, qualifies or conflicts with another provision hereof which is required to be included in this Indenture by any of the provisions of the Trust Indenture Act, such required provision shall control.

SECTION 109. Effect of Headings and Table of Contents.

The Article and Section headings herein and the Table of Contents are for convenience only and shall not affect the construction hereof.

SECTION 110. Successors and Assigns.

All covenants and agreements in this Indenture by the Company shall bind its successors and assigns, whether so expressed or not.

SECTION 111. Separability Clause.

In case any provision in this Indenture or the Securities or coupons shall be invalid, illegal or unenforceable, the validity, legality and enforceability of the remaining provisions shall not in any way be affected or impaired thereby.

SECTION 112. Benefits of Indenture.

Nothing in this Indenture or the Securities or coupons, express or implied, shall give to any Person, other than the parties hereto, their successors hereunder and the Holders of Securities and coupons, any benefit or any legal or equitable right, remedy or claim under this Indenture.

SECTION 113. Governing Law.

This Indenture and the Securities and coupons shall be governed by and construed in accordance with the laws of The Commonwealth of Massachusetts.

SECTION 114. Legal Holidays.

In any case where any Interest Payment Date, Redemption Date or Stated Maturity of any Security shall not be a Business Day at any Place of Payment or the Commonwealth of Massachusetts, then (except as otherwise provided in the Securities of any series which specifically state that such provision shall apply in lieu of this section) payment of interest or principal (and premium, if any) need not be made at such Place of Payment on such date but may be made on the next succeeding Business Day at such Place of Payment with the same force and effect as if made on the Interest Payment Date or Redemption Date, or at the Stated Maturity, provided that no interest shall accrue on the amount so payable for the period from and after such Interest Payment Date, Redemption Date or Stated Maturity, as the case may be.

SECTION 115. Appointment of Agent for Service.

By the execution and delivery of this Indenture, the Company hereby appoints the Trustee as its agent upon which process may be served in any legal action or proceeding which may be instituted in any federal or State court in the Borough of Manhattan, The City of New York, arising out of or relating to the Securities, the coupons or this Indenture. Service of process upon such agent at the office of such agent at 2 Wall Street, New York, New York 10005, Attention: Corporate Trust Department (or such other address in the Borough of Manhattan, The City of New York, as may be the Corporate Trust Office of the Trustee), and written notice of said service to the Company by the person serving the same addressed as provided in Section 105, shall be deemed in every respect effective service of process upon the Company in any such legal action or proceeding, and the Company hereby submits to the jurisdiction of any such court in which any such legal action or proceeding is so instituted. Such appointment shall be irrevocable so long as the Holders of Securities or coupons shall have any rights pursuant to the terms thereof or of this Indenture until the appointment of a successor by the Company with the consent of the Trustee and such successor's acceptance of such appointment. The Company further agrees to take any and all action, including the execution and filing of any and all such documents and instruments, as may be necessary to continue such designation and appointment of such agent or successor.

By the execution and delivery of this Indenture, the Trustee hereby agrees to act as such agent and undertakes promptly to notify the Company of receipt by it of service of process in accordance with this Section.

## ARTICLE TWO

### Security Forms

#### SECTION 201. Forms Generally.

The Registered Securities, if any, of each series and the Bearer Securities, if any, of each series and related coupons shall be, in such form as shall be established by or pursuant to a Board Resolution or in one or more indentures supplemental hereto, in each case with such appropriate insertions, omissions, substitutions and other variations as are required or permitted by this Indenture, and may have such letters, numbers or other marks of identification and such legends or endorsements placed thereon as may be required to comply with the rules of any securities exchange or as may, consistently herewith, be determined by the officers executing such Securities or coupons, as evidenced by their execution of the Securities or coupons. If the forms of Securities or coupons of any series are established by action taken pursuant to a Board Resolution, a copy of an appropriate record of such action shall be certified by the Clerk or an Assistant Clerk of the Company and delivered to the Trustee at or prior to the delivery of the Company Order contemplated by Section 303 for the authentication and delivery of such Securities or coupons.

The Trustee's certificates of authentication shall be in substantially the form set forth in this Article.

Unless otherwise provided as contemplated by Section 301 with respect to any series of Securities, the Securities of each series shall be issuable in registered form without coupons. If so provided as contemplated by Section 301, the Securities of a series also shall be issuable in bearer form, with or without interest coupons attached.

The definitive Securities and coupons, if any, shall be printed, lithographed or engraved on steel engraved borders or may be produced in any other manner, all as determined by the officers executing such Securities, as evidenced by their execution of such Securities or coupons.

#### SECTION 202. Form of Trustee's Certificate of Authentication.

This is one of the Securities of the series designated therein referred to in the within-mentioned Indenture.

Bank of Montreal Trust Company  
as Trustee

By: \_\_\_\_\_  
Authorized Officer

## ARTICLE THREE

### The Securities

#### SECTION 301. Amount Unlimited; Issuable in Series.

The aggregate principal amount of Securities which may be authenticated and delivered under this Indenture is unlimited. The Securities may be issued in one or more series. There shall be established in or pursuant to a Board Resolution, and set forth in an Officers' Certificate, or established in one or more indentures supplemental hereto, prior to the issuance of Securities of any series,

- (1) the title of the Securities of the series (which shall distinguish the Securities of the series from Securities of all other series);
- (2) any limit upon the aggregate principal amount of the Securities of the series which may be authenticated and delivered under this Indenture (except for Securities authenticated and delivered upon registration of transfer of, or in exchange for, or in lieu of other Securities of the series pursuant to Section 304, 305, 306, 906 or 1107);
- (3) the date or dates on which the principal of the Securities of the series is payable;
- (4) the Person to whom any interest on any Security of the series shall be payable, if other than the Person in whose name that Security (or one or more predecessor Securities) is registered at the close of business on the record date for such interest;
- (5) the rate or rates at which the Securities of the series shall bear interest, if any, or any method by which such rate or rates shall be determined, the date or dates from which such interest shall accrue (or method for establishing such date or dates), the Interest Payment Dates on which such interest shall be payable and the Regular Record Date for the interest payable on Registered Securities on any Interest Payment Date;
- (6) the place or places where the principal of (and premium, if any) and interest, if any, on Securities of the series shall be payable any Securities of the series may be surrendered for registration or transfer, Securities of the series may be surrendered for exchange;
- (7) the period or periods within which, the price or prices at which and the terms and conditions upon which Securities of the series may be redeemed, in whole or in part, at the option of the Company;
- (8) the obligation, if any, of the Company to redeem or purchase Securities of the series pursuant to any sinking fund or analogous provisions or at the option of a Holder thereof and the period or periods within which, the price or prices at which and the terms and conditions upon which Securities of the series shall be redeemed or purchased, in whole or in part, pursuant to such obligation;
- (9) whether Bearer Securities of the series are to be issuable;

(10) If Bearer Securities of the series are to be issuable, whether interest in respect of any portion of a temporary Bearer Security in global form (representing all of the Outstanding Bearer Securities of the series) payable in respect of an Interest Payment Date prior to the exchange of such temporary Bearer Security for definitive Securities of the series shall be paid to any clearing organization with respect to the portion of such temporary Bearer Security held for its account and, in such event, the terms and conditions (including any certification requirements) upon which any such interest payment received by a clearing organization will be credited to the Persons entitled to interest payable on such Interest Payment Date;

(11) the date as of which any Bearer Security of the series and any temporary Bearer Security in global form shall be dated if other than the date of original issuance of the first security of the series to be issued;

(12) the denominations in which Registered Securities of the series, if any, shall be issuable if other than denominations of \$1,000 and any integral multiple thereof, and the denominations in which Bearer Securities of the series, if any, shall be issuable if other than the denomination of \$5,000;

(13) the currency or currencies, including composite currencies, in which payment of the principal of (and premium, if any) and interest on the Securities of the series shall be payable (if other than the currency of the United States of America);

(14) the amount of payments of principal of (and premium, if any) or interest on the Securities of the series may be determined with reference to an index, the manner in which such amounts shall be determined;

(15) if other than the full principal amount thereof, the portion of the principal amount of Securities of the series which shall be payable upon declaration of acceleration of the Maturity thereof pursuant to Section 502;

(16) any additional Events of Default or covenants of the Company pertaining to the Securities of the series;

(17) whether and under what circumstances the Company will pay additional amounts on the Securities of the series held by a Person who is a United States Alien in respect of taxes or similar charges withheld or deducted and, if so, whether the Company will have the option to redeem such Securities rather than pay such additional amounts; and

(18) any other terms of the series.

All Securities of any one series and the coupons appertaining to Bearer Securities of such series, if any, shall be substantially identical except, as to interest rates, method for determining interest rates, Interest Payment Dates, Regular Record Dates, Redemption Dates, Stated Maturity, denomination, date of authentication, currency, any index for determining amounts payable,

and except as may otherwise be provided in or pursuant to such Board Resolution and set forth in such Officers' Certificate or in any such indenture supplemental hereto; provided however that all Securities of any such series shall for all purposes under this Indenture, including but not limited to voting and Events of Default, be treated as Securities of a single series.

If any of the terms of the series are established by action taken pursuant to a Board Resolution, a copy of an appropriate record of such action shall be certified by the Clerk or an Assistant Clerk of the Company and delivered to the Trustee at or prior to the delivery of the Officers' Certificate setting forth the terms of the series. With respect to Securities of a series constituting a medium term note program, such Board Resolution may provide general terms or parameters for Securities of such series and may provide that the specific terms of Securities of such series, and the Persons authorized to determine such terms or parameters, may be determined in accordance with or pursuant to the Company Order referred to in the second proviso of Section 303.

SECTION 302. Denominations.

Unless otherwise provided as contemplated by Section 301 with respect to any series of Securities, the Registered Securities of each series shall be issuable in denominations of \$1,000 and any integral multiple thereof and the Bearer Securities of each series, if any, shall be issuable in the denomination of \$5,000.

SECTION 303. Execution, Authentication, Delivery and Dating.

The Securities shall be executed on behalf of the Company by its Chairman, its President or one of its Vice Presidents, under its corporate seal reproduced thereon attested by its Clerk or one of its Assistant Clerks. The signature of any of these officers on the Securities may be manual or facsimile. Coupons shall bear the facsimile signature of the Treasurer or any Assistant Treasurer of the Company.

Securities and coupons bearing the manual or facsimile signatures of individuals who were at any time relevant to the authorization thereof the proper officers of the Company shall bind the Company, notwithstanding that such individuals or any of them have ceased to hold such offices prior to the authentication and delivery of such Securities or did not hold such offices at the date of such Securities.

At any time and from time to time after the execution and delivery of this Indenture, the Company may deliver Securities of any series executed on behalf of the Company to the Trustee for authentication by the Trustee together with a Company Order for the authentication and delivery of such Securities, and the Trustee in accordance with the Company Order shall authenticate and deliver such Securities; provided, however, that, in connection with its original issuance, a Bearer Security may be delivered only outside the United States and only if the Trustee shall have received from the person entitled to receive such Bearer Security a certificate in the form required by Section 311; provided, further, that, with respect to Securities of a series constituting a medium term note program, the Trustee shall authenticate and deliver Securities of such series for original issue from

time to time in the aggregate principal amount established for such series pursuant to such procedures acceptable to the Trustee and to such recipients as may be specified from time to time by a Company Order. The maturity dates, original issue dates, interest rates and any other terms of the Securities of such series shall be determined by or pursuant to such Company Order and procedures. If provided for in such procedures, such Company Order may authorize authentication and delivery pursuant to oral instructions from the Company or its duly authorized agent, which instructions shall be promptly confirmed in writing.

In authenticating such Securities, and accepting the additional responsibilities under this Indenture in relation to such Securities, the Trustee shall be entitled to receive, and (subject to Section 601) shall be fully protected in relying upon:

- (a) the Board Resolution or indenture supplemental hereto establishing the form of the Securities of that Series pursuant to Section 201 and the terms of the Securities of that series pursuant to Section 301;
- (b) an Officer's Certificate pursuant to Sections 201 and 301 and complying with Section 102;
- (c) an Opinion of Counsel complying with Section 102 stating,
  - (i) that the forms of such Securities and coupons, if any, have been established by or pursuant to a Board Resolution or by an indenture supplemental hereto, as permitted in conformity with the provisions of this Indenture;
  - (ii) that the terms of such Securities have been established by or pursuant to a Board Resolution or by an indenture supplemental hereto, as permitted by Section 301 in conformity with the provisions of this Indenture;
  - (iii) that such Securities, together with the coupons appertaining thereto, when authenticated and delivered by the Trustee and issued by the Company in the manner and subject to any conditions specified in such Opinion of Counsel, will constitute valid and legally binding obligations of the Company, enforceable in accordance with their terms, subject, as to enforcement, to bankruptcy, insolvency, reorganization and other laws of general applicability relating to or affecting the enforcement of creditors' rights and to general equity principles.

With respect to Securities of a series constituting a medium term note program, the Trustee may conclusively rely on the documents and opinion delivered pursuant to Sections 201 and 301 and this Section 303, as applicable (unless revoked by superseding comparable documents or opinions) as to the authorization of the Board of Directors of any Securities delivered hereunder, the form thereof and the legality, validity, binding effect and enforceability thereof.

With respect to Securities of a series constituting a medium term note program. If the form and general terms of the Securities of such series have been established by or pursuant to one or more Board Resolutions or by an indenture supplemental hereto, as permitted by Sections 201 and 301 in authenticating such Securities, and accepting the additional responsibilities under the Indenture in relation to such Securities, the Trustee shall be entitled to receive, and (subject to Section 601) shall be fully protected in relying upon, in addition to the foregoing documents and opinions of counsel, or in lieu of clause (iii) above an Opinion of Counsel stating, that the Securities have been duly authorized by the Company and, when duly executed by the Company and completed and authenticated by the Trustee in accordance with the Indenture and issued, delivered and paid for in accordance with any applicable distribution agreement, will have been duly issued under the Indenture and will constitute valid and binding obligations of the Company entitled to the benefits provided by the Indenture, except that the enforceability thereof maybe limited by bankruptcy, insolvency, reorganization, moratorium or other similar laws affecting creditors' rights generally from time to time in force and general principles of equity.

If such forms or terms have been so established by or pursuant to a Board Resolution or by an indenture supplemental hereto as permitted by Sections 201 and 301, the Trustee shall have the right to decline to authenticate and deliver any Securities of such series:

- (i) if the Trustee, being advised by counsel, determines that such action may not lawfully be taken;
- (ii) if the Trustee in good faith by its Board of Directors, executive committee or a trust committee of directors and/or Responsible Officers of the Trustee in good faith determines that such action would expose the Trustee to personal liability to Holders of any outstanding series of Securities; or
- (iii) if the issue of such Securities pursuant to this Indenture will affect the Trustee's own rights, duties and immunities under the Securities and this Indenture or otherwise in a manner which is not reasonably acceptable to the Trustee.

Each Registered Security shall be dated the date of its authentication. Each Bearer Security shall be dated as of the date specified as contemplated by Section 301.

No Security or coupon shall be entitled to any benefit under this Indenture or be valid or obligatory for any purpose unless there appears on such Security a certificate of authentication substantially in the form provided for herein executed by the Trustee by manual signature, and such certificate upon any Security shall be conclusive evidence, and the only evidence, that such Security has been duly authenticated and delivered hereunder and is entitled to the benefits of this Indenture. Except as permitted by Section 306 or 307, the Trustee shall not authenticate and deliver any Bearer Security unless all appurtenant coupons for Interest then matured and paid or payment duly provided for, have been detached and cancelled.

SECTION 304. Temporary Securities.

Pending the preparation of definitive Securities of any series, the Company may execute, and upon Company Order the Trustee shall authenticate and deliver, temporary Securities which are printed, lithographed, typewritten, mimeographed or otherwise produced in any authorized denomination, substantially of the tenor of the definitive Securities in lieu of which they are issued, in registered form or, if authorized, in bearer form with one or more coupons or without coupons, and with such appropriate insertions, omissions, substitutions and other variations as the officers executing such Securities may determine, as evidenced by their execution of such Securities. In the case of Bearer Securities of any series, such temporary Securities may be in global form, representing all of the Outstanding Bearer Securities of such series.

If temporary Securities of any series are issued, the Company will cause definitive Securities of that series to be prepared without unreasonable delay. After the preparation of definitive Securities of such series, the temporary Securities of such series shall be exchangeable for definitive Securities of such series upon surrender of the temporary Securities of such series at the office or agency of the Company in a Place of Payment for that series, without charge to the Holder. Upon surrender for cancellation of any one or more temporary Securities of any series (accompanied by any unmatured coupons appertaining thereto), the Company shall execute and the Trustee shall authenticate and deliver in exchange therefor (at an office or agency of the Company in the case of Bearer Securities) a like principal amount of definitive Securities of the same series of authorized denominations and of like tenor; provided, however, that no definitive Bearer Security shall be delivered in exchange for a temporary Registered Security; and provided, further, that no definitive Bearer Security shall be delivered in exchange for a temporary Bearer Security unless the Trustee shall have received from the person entitled to receive the definitive Bearer Security a certificate in the form required by Section 311. Until so exchanged, the temporary Securities of any series shall in all respects be entitled to the same benefits under this Indenture as definitive Securities of such series.

SECTION 305. Registration, Registration of Transfer and Exchange.

The Company shall cause to be kept at one of its offices or agencies designated pursuant to Section 1002 a register (referred to as the "Security Register") in which, subject to such reasonable regulations as it may prescribe, the Company shall provide for the registration of Registered Securities and of transfers of Registered Securities. Said office or agency is hereby appointed the Security Registrar for the purpose of registering Registered Securities and transfers of Registered Securities as herein provided.

Upon surrender for registration of transfer of any Registered Security of any series at the office or agency in a Place of Payment maintained for such purpose for such series, the Company shall execute, and the Trustee shall authenticate and deliver, in the name of the designated transferee or transferees, one or more new Registered Securities of the same series, Stated Maturity and original issue date, of any authorized denominations and of like tenor and aggregate principal amount.

At the option of the Holder, Registered Securities of any series may be exchanged for Registered Securities of the same series. Stated Maturity and original issue date, of any authorized denominations and of like tenor and aggregate principal amount, upon surrender of the Securities to be exchanged at any such office or agency.

At the option of the Holder, Bearer Securities of any series may be exchanged for Registered Securities of the same series, Stated Maturity and original issue date, of any authorized denominations and of like tenor and aggregate principal amount, upon surrender of the Bearer Securities to be exchanged at any such office or agency, with all unmatured coupons and all matured coupons in default thereto appertaining. If the Holder of a Bearer Security is unable to produce any such unmatured coupon or coupons or matured coupon or coupons in default, such exchange may be effected if the Bearer Securities are accompanied by payment in funds acceptable to the Company and the Trustee in an amount equal to the face amount of such missing coupon or coupons, or the surrender of such missing coupon or coupons may be waived by the Company and the Trustee if there be furnished to them such security or indemnify as they may require to save each of them and any Paying Agent harmless. If thereafter the Holder of such Security shall surrender to any Paying Agent any such missing coupon in respect of which such a payment shall have been made, such Holder shall be entitled to receive the amount of such payment; provided, however, that, except as otherwise provided in Section 1002, interest represented by coupons shall be payable only upon presentation and surrender of those coupons at an office or agency located outside the United States. Notwithstanding the foregoing, in case a Bearer Security of any series is surrendered at any such office or agency in exchange for a Registered Security of the same series after the close of business at such office or agency on (i) any Regular Record Date and before the opening of business at such office or agency on the relevant Interest Payment Date, or (ii) any Special Record Date and before the opening of business at such office or agency on the related date for payment of Defaulted Interest, such Bearer Security shall be surrendered without the coupon relating to such Interest Payment Date or proposed date of payment, as the case may be.

Whenever any Securities are so surrendered for exchange, the Company shall execute, and the Trustee shall authenticate and deliver the Securities which the Holder making the exchange is entitled to receive.

All Securities issued upon any registration of transfer or exchange of Securities shall be the valid obligations of the Company, evidencing the same debt, and entitled to the same benefits under this Indenture, as the Securities surrendered upon such registration of transfer or exchange.

Every Registered Security presented or surrendered for registration of transfer or for exchange shall (if so required by the Company or the Trustee) be duly endorsed, or be accompanied by a written instrument of transfer in form satisfactory to the Company and the Security Registrar duly executed by the Holder thereof or his attorney duly authorized in writing.

No service charge shall be made for any registration of transfer or exchange of Securities, but the Company, may require payment of a sum sufficient to cover any tax or other governmental charge that may be imposed in connection with any registration of transfer or exchange of Securities, other than exchanges pursuant to Section 304, 906 or 1107 not involving any transfer.

The Company shall not be required (i) to issue, to register the transfer of or to exchange Securities of any series during a period beginning at the opening of business 15 days before the day of the first publication or mailing of a notice of redemption of Securities of that series selected for redemption under Section 1103 and ending at the close of business on the day of such publication or mailing, or (ii) to issue, to register the transfer of or to exchange any Registered Security so selected for redemption in whole or in part, except the unredeemed portion of any Security being redeemed in part, or (iii) to exchange any Bearer Security so selected for redemption except that such a Bearer Security may be exchanged for a Registered Security of that series, provided that such Registered Security shall be immediately surrendered for redemption with written instruction for payment consistent with the provisions of this Indenture.

SECTION 306. Mutilated, Destroyed, Lost and Stolen Securities.

If any mutilated Security or a Security with a mutilated coupon appertaining to it is surrendered to the Trustee, the Company shall execute and the Trustee shall authenticate and deliver in exchange therefor a new Security of the same series, Stated Maturity and original issue date, and of like tenor and principal amount and bearing a number not contemporaneously outstanding, with coupons corresponding to the coupons, if any, appertaining to the surrendered Security.

If there shall be delivered to the Company and the Trustee (i) evidence to their satisfaction of the destruction, loss or theft of any Security or coupon and (ii) such security or indemnity as may be required by them to save each of them and any agent of either of them harmless, then, in the absence of notice to the Company or the Trustee that such Security or coupon has been acquired by a bona fide purchaser, the Company shall execute and upon its request the Trustee shall authenticate and deliver, in lieu of any such destroyed, lost or stolen Security or in exchange for the Security to which a destroyed, lost or stolen coupon appertains (with all appurtenant coupons not destroyed, lost or stolen), a new Security of the same series, Stated Maturity and original issue date, and of like tenor and principal amount and bearing a number not contemporaneously outstanding, with coupons corresponding to the coupons, if any, appertaining to such destroyed, lost or stolen Security or to the Security to which such destroyed, lost or stolen coupon appertains.

In case any such mutilated, destroyed, lost or stolen Security or coupon has become or is about to become due and payable, the Company in its discretion may, instead of issuing a new Security, pay such Security or coupon; provided, however, that payment of principal of (and premium, if any) and any interest on Bearer Securities shall, except as otherwise provided in Section 100, be payable only at an office or agency located outside the United States; and provided, further, that, with respect to any such coupons, interest represented thereby (but not any additional amounts payable as provided in Section 1004), shall be payable only upon presentation and surrender of the coupons appertaining thereto.

Upon the issuance of any new Security under this Section, the Company may require the payment of a sum sufficient to cover any tax or other governmental charge that may be imposed in relation thereto and any other expenses (including the fees and expenses of the Trustee) connected therewith.

Every new Security of any series, with its coupons, if any, issued pursuant to this Section in lieu of any destroyed, lost or stolen Security, or in exchange for a Security to which a destroyed, lost or stolen coupon appertains, shall constitute an original additional contractual obligation of the Company, whether or not the destroyed, lost or stolen Security and its coupons, if any, or the destroyed, lost or stolen coupon shall be at any time enforceable by anyone, and any such new Security and coupons, if any, shall be entitled to all the benefits of this Indenture equally and proportionately with any and all other Securities of that series and their coupons, if any, duly issued hereunder.

The provisions of this Section are exclusive and shall preclude (to the extent lawful) all other rights and remedies with respect to the replacement or payment of mutilated, destroyed, lost or stolen Securities or coupons.

SECTION 307. Payment of Interest: Interest Rights Preserved.

Unless otherwise provided as contemplated by Section 301 with respect to any series of Securities, interest on any Registered Security which is payable, and is punctually paid or duly provided for, on any Interest Payment Date shall be paid to the Person in whose name that Security (or one or more Predecessor Securities) is registered at the close of business on the Regular Record Date for such interest. Interest is paid on Bearer Securities to holders of coupons. In case a Bearer Security of any series is surrendered in exchange for a Registered Security of such series after the close of business (at an office or agency in a Place of Payment for such series) on any Regular Record Date and before the opening of business (at such office or agency) on the next succeeding Interest Payment Date, such Bearer Security shall be surrendered without the coupon relating to such Interest Payment Date and interest will not be payable on such interest Payment Date in respect of the Registered Security issued in exchange for such Bearer Security, but will be payable only to the Holder of such coupon when due in accordance with the provisions of this Indenture.

Any interest on any Registered Security of any series which is payable, but is not punctually paid or duly provided for, on any Interest Payment Date (herein called "Defaulted Interest") shall forthwith cease to be payable to the Holder on the relevant Regular Record Date by virtue of having been such Holder, and such Defaulted Interest may be paid by the Company, at its election in each case, as provided in Clause (1) or (2) below:

(1) The Company may elect to make payment of any Defaulted Interest to the Persons in whose names the Registered Securities of such series (or their respective Predecessor Securities) are registered at the close of business on a Special Record Date for the payment of such Defaulted Interest, which shall be fixed in the following manner. The Company shall notify the Trustee in writing of the amount of Defaulted Interest proposed to be paid on each Registered Security of such series and the date of the proposed payment, and at the same time the Company shall deposit with the Trustee an amount of money equal to the aggregate amount proposed to be paid in respect of such Defaulted Interest or shall make arrangements satisfactory to the Trustee for such deposit prior to the date of the proposed payment, such money when deposited to be held in trust for the benefit of the Persons entitled to such Defaulted Interest as in this Clause provided. Thereupon the

Trustee shall fix a Special Record Date for the payment of such Defaulted Interest which shall be not be more than 15 days and not less than 10 days prior to the date of the proposed payment and not less than 10 days after the receipt by the Trustee of the notice of the proposed payment. The Trustee shall promptly notify the Company of such Special Record Date and, in the name and at the expense of the Company, shall cause notice of the proposed payment of such Defaulted Interest and the Special Record Date therefor to be mailed, first-class postage prepaid, to each Holder of Registered Securities of such series at the address of such Holder as it appears in the Security Register, not less than 10 days prior to such Special Record Date. The Trustee may, in its discretion, in the name and at the expense of the Company, cause a similar notice to be published at least once in an Authorized Newspaper in each Place of Payment, but such publication shall not be a condition precedent to the establishment of such Special Record Date. Notice of the proposed payment of such Defaulted Interest and the Special Record Date therefor having been so mailed, such Defaulted Interest shall be paid to the Persons in whose names the Registered Securities of such series (or their respective Predecessor Securities) are registered at the close of business on such Special Record Date and shall no longer be payable pursuant to the following Clause (2). In case a Bearer Security of any series is surrendered at the office or agency in a Place of Payment for such series in exchange for a Registered Security of such series after the close of business at such office or agency on any Special Record Date and before the opening of business at such office or agency on the related proposed date of payment of Defaulted Interest, such Bearer Security shall be surrendered without the coupon relating to such proposed date of payment and Defaulted Interest will not be payable on such proposed date of payment in respect of the Registered Security issued in exchange for such Bearer Security, but will be payable only to the Holder of such coupon when due in accordance with the provisions of this Indenture.

(2) The Company may make payment of any Defaulted Interest on the Securities of any series in any other lawful manner not inconsistent with the requirements of any securities exchange on which such Securities may be listed, and upon such notice as may be required by such exchange, if, after notice given by the Company to the Trustee of the proposed payment pursuant to this Clause, such manner of payment shall be deemed practicable by the Trustee.

Subject to the foregoing provisions of this Section, each Security delivered under this Indenture upon registration of transfer of or in exchange for or in lieu of any other Security shall carry the rights to interest accrued and unpaid, and to accrue, which were carried by such other Security.

SECTION 308. Persons Deemed Owners.

Prior to due presentment of a Registered Security for registration of transfer, the Company, the Trustee and any agent of the Company or the Trustee may treat the Person in whose name such Registered Security is registered as the absolute owner of such Registered Security for the purpose of receiving payment of principal of (and premium, if any) and (subject to Section 307) interest on such Security and for all other purposes whatsoever, whether or

not such Security be overdue, and neither the Company, the Trustee nor any agent of the Company or the Trustee shall be affected by notice to the contrary.

The Company, the Trustee and any agent of the Company or the Trustee may treat the bearer of any Bearer Security and the bearer of any coupon as the absolute owner of such Security or coupon for the purpose of receiving payment thereof or on account thereof and for all other purposes whatsoever, whether or not such Security or coupon be overdue, and neither the Company, the Trustee nor any agent of the Company or the Trustee shall be affected by notice to the contrary.

SECTION 309. Cancellation.

All Securities and coupons surrendered for payment, redemption, registration of transfer or exchange or for credit against any sinking fund payment shall, if surrendered to any Person other than the Trustee, be delivered to the Trustee and shall be promptly cancelled by the Trustee. The Company may at anytime deliver to the Trustee for cancellation any Securities previously authenticated and delivered hereunder which the Company may have acquired in any manner whatsoever, and all Securities so delivered shall be promptly cancelled by the Trustee. No Securities shall be authenticated in lieu of or in exchange for any Securities cancelled as provided in this Section, except as expressly permitted by this Indenture. All cancelled Securities and coupons held by the Trustee shall be destroyed and certification of their destruction delivered to the Company, unless by a Company Order the Company shall direct that cancelled Securities be returned to it.

SECTION 310. Computation of Interest.

Except as otherwise specified as contemplated by Section 301 for Securities of any series, interest on the Securities of each series shall be computed on the basis of a 360-day year consisting of twelve 30-day months.

SECTION 311. Form of Certification by a Person Entitled to Receive a Bearer Security.

Whenever any provision of this Indenture or the form of Security contemplates that certification be given by a Person entitled to receive a Bearer Security, such certification shall be provided substantially in the form of the following certificate, with only such changes as shall be approved by the Company.

[Form of Certificate to Be Given By  
Person Entitled to Receive Bearer Security]  
Certificate

This is to certify that the above-captioned Security is not being acquired by or on behalf of a United States person, or for offer to resell or for resale to a United States person, or if a beneficial interest in the Security is being acquired by a United States person, that such person is a financial institution or is acquiring through a financial institution and that the Security is held by a financial institution that has agreed in writing to comply with the requirements of [Section 165(j)(3)(A), (B) or (C) of the Internal Revenue Code of 1986], as amended, and the regulations thereunder. If this certificate is being provided by a clearing organization, it is based on statements provided to it by its member organizations. As used herein, "United States" means the United States of America (including the States and the District of Columbia), its territories and possessions and other areas subject to its jurisdiction, and "United States person" means any citizen or resident of the United States, any corporation, partnership or other entity created or organized in or under the laws of the United States or any political subdivision thereof and any estate or trust the income of which is subject to United States Federal income taxation regardless of its source. If the undersigned is a dealer, the undersigned agrees to obtain a similar certificate from each person entitled to delivery of any of the above-captioned Securities in bearer form purchased from it; provided, however, that, if the undersigned has actual knowledge that the information contained in such a certificate is false, the undersigned will not deliver a Security in temporary or definitive bearer form to the person who signed such certificate notwithstanding the delivery of such certificate to the undersigned.

We undertake to advise you by telex if the above statement as to beneficial ownership is not correct on the date of delivery of the above-captioned Securities in bearer form as to all such Securities.

We understand that this certificate is required in connection with certain tax legislation in the United States. If administrative or legal proceedings are commenced or threatened in connection with which this certificate is or would be relevant, we irrevocably authorize you to produce this certificate or a copy thereof to any interested party in such proceedings.

Dated: \_\_\_\_\_, 19\_\_

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#### ARTICLE FOUR

##### Satisfaction and Discharge

###### SECTION 401. Satisfaction and Discharge of Indenture.

This Indenture shall upon Company Request cease to be of further effect (except as to any surviving rights of registration of transfer or exchange of Securities herein expressly provided for, and any right to receive additional amounts, as provided in Section 1004), and the Trustee, at the expense of the Company, shall execute proper instruments acknowledging satisfaction and discharge of this Indenture, when

(1) either

(A) all Securities theretofore authenticated and delivered and all coupons appertaining thereto (other than (i) coupons appertaining to Bearer Securities surrendered for exchange for Registered Securities and maturing after such exchange, whose surrender is not required or has been waived as provided in Section 305, (ii) Securities and coupons which have been destroyed, lost or stolen and which have been replaced or paid as provided in Section 306, (iii) coupons appertaining to Securities called for redemption and maturing after the relevant Redemption Date, whose surrender has been waived as provided in Section 1106. and (iv) Securities and coupons for whose payment money has theretofore been deposited in trust or segregated and held in trust by the Company and thereafter repaid to the Company or discharged from such trust, as provided in Section 1003) have been delivered to the Trustee for cancellation; or

(B) all such Securities not theretofore delivered to the Trustee for cancellation

(i) have become due and payable, or

(ii) will become due and payable at their Stated Maturity within one year, or

(iii) are to be called for redemption within one year under arrangements satisfactory to the Trustee for the giving of notice of redemption by the Trustee in the name, and at the expense, of the Company,

and the Company, in the case of (i), (ii) or (iii) above, has deposited or caused to be deposited with the Trustee as trust funds in trust for the purpose an amount sufficient to pay and discharge the entire indebtedness on such Securities and coupons not theretofore delivered to the Trustee for cancellation, for principal (and premium, if any) and interest to the date of such deposit (in the case of Securities which have become due and payable) or to the Stated Maturity or Redemption Date, as the case may be;

(2) the Company has paid or caused to be paid all other sums payable hereunder by the Company; and

(3) the Company has delivered to the Trustee an Officers' Certificate and an Opinion of Counsel, each stating that all conditions precedent herein provided for relating to the satisfaction and discharge of this Indenture have been complied with.

In the event there are Securities of two or more series hereunder, the Trustee shall be required to execute an instrument acknowledging satisfaction and discharge of this Indenture only if requested to do so with respect to Securities of all series as to which it is Trustee and if the other conditions thereto are met. In the event there are two or more Trustees hereunder, then the effectiveness of any such instrument shall be conditioned upon receipt of such instruments from all Trustees hereunder.

Notwithstanding the satisfaction and discharge of this Indenture, the obligations of the Company to the Trustee under Section 607, the obligations of the Trustee to any Authenticating Agent under Section 614 and, if money shall have been deposited with the Trustee pursuant to subclause (B) of clause (1) of this Section, the obligations of the Trustee under Sections 305, 306, 402, 1002 and 1003 shall survive.

SECTION 402. Allocation of Trust Money.

Subject to the provision of the last paragraph of Section 1003, all money deposited with the Trustee pursuant to Section 401 shall be held in trust and applied by it, in accordance with the provisions of the Securities, the coupons and this Indenture, to the payment, either directly or through any Paying Agent (including the Company acting as its own Paying Agent) as the Trustee may determine, to the Persons entitled thereto, of the principal (and premium, if any) and interest for whose payment such money has been deposited with the Trustee, but such money need not be segregated from other funds, except to the extent required by law.

ARTICLE FIVE

Remedies

SECTION 501. Events of Default.

"Event of Default," wherever used herein with respect to Securities of any series, means any one of the following events (whatever the reason for such Event of Default and whether it shall be voluntary or involuntary or be effected by operation of law or pursuant to any judgment, decree or order of any court or any order, rule or regulation of any administrative or governmental body):

(1) default in the payment of the principal of (or premium, if any, on) any Security of that series at its Maturity and any additional amounts due under Section 1004 as specified therein, and continuance of such default for a period of 3 Business Days; or

(2) default in the payment of any interest upon any Security of that series when it becomes due and payable and any additional amounts due under Section 1004 as specified therein, and continuance of such default for a period of 30 days; or

(3) default in the deposit of any sinking fund payment, when and as due by the terms of a Security of that series and continuance of such default for a period of 3 Business Days; or

(4) default in the performance or breach of any covenant or warranty of the Company in this Indenture (other than a covenant or warranty a default in whose performance or whose breach is elsewhere in this Section specifically dealt with or which has expressly been included in this Indenture solely for the benefit of one or more series of Securities other than that series), and continuance of such default or breach for a period of 60 days after there has been given, by registered or certified mail, to the Company by the Trustee, or to the Company and the Trustee by the Holders of at least 25% in principal amount of the Outstanding Securities of that series, a written notice specifying such default or breach and requiring it to be remedied and stating that such notice is a Notice of Default hereunder; or

(5) a default under any bond, debenture, note or other evidence of indebtedness for money borrowed by the Company (including a default with respect to Securities of any series other than that series) or under any mortgage, indenture or instrument under which there may be issued or by which there may be secured or evidenced any indebtedness for money borrowed by the Company (including this Indenture), whether such indebtedness now exists or shall hereafter be created, which default shall constitute a failure to pay in excess of \$10,000,000 of the principal or interest of such indebtedness when due and payable after the expiration of any applicable grace period with respect thereto or shall have resulted in such indebtedness in an amount in excess of \$10,000,000 becoming or being declared due and payable prior to the date on which it would otherwise have become due and payable, without such indebtedness having been discharged, or such acceleration having been rescinded or annulled within a period of 90 days after there shall have been given by registered or certified mail to the Company by the Trustee or to the Company and the Trustee by the Holders of at least 25% in principal amount of the Outstanding Securities of that series a written notice specifying such default and requiring the Company to cause such indebtedness to be discharged or cause such acceleration to be rescinded or annulled and stating that such notice is a "Notice of Default" hereunder; provided, however, that, subject to the provisions of Sections 601 and 602, the Trustee shall not be deemed to have knowledge of such default unless either (A) a Responsible Officer of the Trustee assigned to the Corporate Trust Department (or any successor division or department of the Trustee) shall have actual knowledge of such default or (B) the Trustee shall have received written notice thereof from the Company, from any Holder, from the holder of any such indebtedness or from the trustee under any such mortgage, indenture or other instrument; or

(6) the entry by a court having jurisdiction in the premises of (A) a decree or order for relief in respect of the Company in an involuntary case or proceeding under any applicable Federal or State bankruptcy, insolvency, reorganization or other similar law or (B) a decree or order adjudging the Company a bankrupt or insolvent; or approving as properly filed a petition by one or more Persons other than the Company seeking reorganization, arrangement, adjustment or composition of or in respect of the Company under any applicable Federal or State laws, or appointing a custodian, receiver, liquidator,

assignee, trustee, sequestrator or other similar official for the Company or for any substantial part of its property, or ordering the winding up or liquidation of its affairs, and the continuance of any such decree or order for relief or any such other decree or order unstayed and in effect for a period of 90 consecutive days; or

(7) the commencement by the Company of a case or proceeding under any applicable Federal or State bankruptcy, insolvency, reorganization or other similar law or of any other case or proceeding to be adjudicated a bankrupt or insolvent, or the consent by it to the entry of a decree or order for relief in respect of the Company in a case or proceeding under any applicable Federal or State bankruptcy, insolvency, reorganization or other similar law or to the commencement of any bankruptcy or insolvency case or proceeding against it, or the filing by it of a petition or answer or consent seeking reorganization or relief under any applicable Federal or State law, or the consent by it to the filing of such petition or to the appointment of or taking possession by a custodian, receiver, liquidator, assignee, trustee, sequestrator or similar official of the Company or of any substantial part of its property, or the making by it of an assignment for the benefit of creditors, or the admission by it in writing of its inability to pay its debts generally as they become due, or the taking of corporate action by the Company in furtherance of any such action; or

(8) any other Event of Default provided with respect to Securities of that series.

SECTION 502. Acceleration of Maturity: Rescission and Annulment.

If an Event of Default with respect to Securities of any series at the time Outstanding occurs and is continuing, then in every such case the Trustee or the Holders of not less than 33% in principal amount of the Outstanding Securities of that series may declare the principal amount (or, if the Securities of that series are Original Issue Discount Securities, such portion of the principal amount as may be specified in the terms of that series) of all of the Securities of that series to be due and payable immediately, by a notice in writing to the Company (and to the Trustee if given by Holders), and upon any such declaration such principal amount (or specified amount) shall become immediately due and payable.

At any time after such a declaration of acceleration with respect to Securities of any series has been made and before a judgment or decree for payment of the money due has been obtained by the Trustee as hereinafter in this Article provided, the Holders of a majority in principal amount of the Outstanding Securities of that series, by written notice to the Company and the Trustee, may rescind and annul such declaration and its consequences if

(1) the Company has paid or deposited with the Trustee a sum sufficient to pay

(A) all overdue interest on all Securities of that series,

(B) the principal of (and premium, if any, on) any Securities of that series which have become due otherwise than by such declaration of acceleration and interest thereon at the rate or rates prescribed therefor in such Securities, and

(C) to the extent that payment of such interest is lawful, interest upon overdue interest at the rate or rates prescribed therefor in such Securities, and

(D) all sums paid or advanced by the Trustee hereunder and the reasonable compensation, expenses, disbursements and advances of the Trustee, its agents and counsel, and any other amounts due to the Trustee under Section 607;

and

(2) an events of Default with respect to Securities of that series, other than, the non-payment of the principal of Securities of that series which have become due solely by such declaration of acceleration, have been cured or waived as provided in Section 513.

No such rescission shall affect any subsequent default or impair any right consequent thereon.

SECTION 503. Collection of Indebtedness and Suits for Enforcement by Trustee.

The Company covenants that if

(1) default is made in the payment of any interest on any Security when such interest becomes due and payable and such default continues for a period of 30 days, or

(2) default is made in the payment of the principal of (or premium, if any, on) any Security at the Maturity thereof and such default continues for a period of 3 Business Days,

the Company will, upon demand of the Trustee, pay to it, for the benefit of the Holders of such Securities and coupons, the whole amount then due and payable on such Securities and coupons for principal (and premium, if any) and interest, with interest on any overdue principal (and premium, if any) and on any overdue interest, to the extent that payment of such interest shall be legally enforceable, at the rate or rates prescribed therefor in such Securities, and, in addition thereto, such further amount as shall be sufficient to cover the costs and expenses of collection, including the reasonable compensation, expenses, disbursements and advances of the Trustee, its agents and counsel, and any other amounts due to the Trustee under Section 607.

If the Company fails to pay such amounts forthwith upon such demand, the Trustee, in its own name and as trustee of an express trust, may institute a judicial proceeding for the collection of the sums so due and unpaid, may prosecute such proceeding to judgment or final decree, and may enforce the same against the Company or any other obligor upon such Securities and collect the moneys adjudged or decreed to be payable in the manner provided by law out of the property of the Company or any other obligor upon such Securities, wherever situated.

If an Event of Default with respect to Securities of any series occurs, and is continuing, the Trustee may in its discretion proceed to protect and enforce its rights and the rights of the Holders of Securities of such series and any related coupons by such appropriate judicial proceedings as the

Trustee shall deem most effectual to protect and enforce any such rights, whether for the specific enforcement of any covenant or agreement in this Indenture or in aid of the exercise of any power granted herein, or to enforce any other proper remedy.

SECTION 504. Trustee May File Proofs of Claim.

In case of the pendency of any receivership, insolvency, liquidation, bankruptcy, reorganization, arrangement, adjustment, composition or other judicial proceeding relative to the Company or any other obligor upon the Securities or the property of the Company or of such other obligor or their creditors, the Trustee (irrespective of whether the principal of the Securities shall then be due and payable as therein expressed or by declaration or otherwise and irrespective of whether the Trustee shall have made any demand on the Company for the payment of overdue principal or interest) shall be entitled and empowered, by intervention in such proceeding or otherwise,

(i) to file and prove a claim for the whole amount of principal (and premium, if any) and interest owing and unpaid in respect of the Securities and to file such other papers or documents as may be necessary or advisable in order to have the claims of the Trustee (including any claim for the reasonable compensation, expenses, disbursements and advances of the Trustee, its agents and counsel, and any other amounts due to the Trustee under Section 607) and of the Holders of Securities and coupons allowed in such judicial proceeding, and

(ii) to collect and receive any moneys or other property payable or deliverable on any such claims and to distribute the same;

and any custodian, Receiver, assignee, trustee, Liquidator, sequestrator or other similar official in any such judicial proceeding is hereby authorized by each Holder of Securities and coupons to make such payments to the Trustee and, in the event that the Trustee shall consent to the making of such payments directly to the Holders of Securities and coupons, to pay to the Trustee any amount due it for the reasonable compensation, expenses, disbursements and advances of the Trustee, its agents and counsel, and any other amounts due the Trustee under Section 607.

Nothing herein contained shall be deemed to authorize the Trustee to authorize or consent to or accept or adopt on behalf of any Holder of a Security or coupon any plan of reorganization, arrangement, adjustment or composition affecting the Securities or coupons or the rights of any Holder thereof or to authorize the Trustee to vote in respect of the claim of any Holder of a Security or coupon in any such proceeding.

SECTION 505. Trustee May Enforce Claims: Without Possession of Securities or Coupons.

All rights of action and claims under this Indenture or the Securities or coupons may be prosecuted and enforced by the Trustee without the possession of any of the Securities or coupons or the production thereof in any proceeding relating thereto, and any such proceeding instituted by the Trustee shall be brought in its own name as trustee of an express trust, and any recovery of judgment shall, after provision for the payment of the

reasonable compensation, expenses, disbursements and advances of the Trustee, its agents and counsel, be for the ratable benefit of the Holders of the Securities and coupons in respect of which such judgment has been recovered.

SECTION 506. Application of Money Collected.

Any money collected by the Trustee pursuant to this Article shall be applied in the following order, at the date or dates fixed by the Trustee and, in case of the distribution of such money on account of principal (or premium, if any) or interest, upon presentation of the Securities or coupons, or both, as the case may be, and the notation thereon of the payment if only partially paid and upon surrender thereof if fully paid:

FIRST: To the payment of all amounts due the Trustee under Section 607; and

SECOND: To the payment of the amounts then due and unpaid for principal of (and premium, if any) and interest on the Securities and coupons in respect of which or for the benefit of which such money has been collected, ratably, without preference or priority of any kind, according to the amounts due and payable on such Securities and coupons for principal (and premium, if any) and interest, respectively; and

THIRD; To the Company.

SECTION 507. Limitation on Suits.

No Holder of any Security of any series or any related coupons shall have any right to institute any proceeding, judicial or otherwise with respect to this Indenture, or for the appointment of a receiver or trustee, or for any other remedy hereunder, unless:

(1) such Holder has previously given written notice to the Trustee of a continuing Event of Default with respect to the Securities of that series;

(2) the Holders of not less than 33% in principal amount of the Outstanding Securities of that series shall have made written request to the Trustee to institute proceedings in respect of such Event of Default in its own name as Trustee hereunder;

(3) such Holder or Holders have offered to the Trustee reasonable indemnity against the costs, expenses and liabilities to be incurred in compliance with such request;

(4) the Trustee for 60 days after its receipt of such notice, request and offer of indemnity has failed to institute any such proceeding; and

(5) no direction inconsistent with such written request has been given to the Trustee during such 60-day period by the Holders of a majority in principal amount of the Outstanding Securities of that series;

it being understood and intended that no one or more of such Holders shall have any right in any manner whatever by virtue of, or by availing of, any provision of this Indenture to affect, disturb or prejudice the rights of any other of such Holders or to obtain or to seek to obtain priority or preference over any other of such Holders or to enforce any right under this Indenture, except in the manner herein provided and for the equal and ratable benefit of all of such Holders.

SECTION 508. Unconditional Right of Holders to Receive Principal, Premium and Interest.

Notwithstanding any other provision in this Indenture, the Holder of any Security or coupon shall have the right, which is absolute and unconditional, to receive payment of the principal of (and premium, if any) and (subject to Section 307) interest on such Security or payment of such coupon on the Stated Maturity or Maturities expressed in such Security or coupon (or, in the case of redemption, on the Redemption Date) and to institute suit for the enforcement of any such payment, and such rights shall not be impaired without the consent of such Holder.

SECTION 509. Restoration of Rights and Remedies.

If the Trustee or any Holder of a Security or coupon has instituted any proceeding to enforce any right or remedy under this Indenture and such proceeding has been discontinued or abandoned for any reasons, or has been determined adversely to the Trustee or to such Holder, then and in every such case, subject to any determination in such proceeding, the Company, the Trustee and the Holders of Securities and coupons shall be restored severally and respectively to their former positions hereunder and thereafter all rights and remedies of the Trustee and the Holders shall continue as though no such proceeding had been instituted.

SECTION 510. Rights and Remedies Cumulative.

Except as otherwise provided with respect to the replacement or payment of mutilated, destroyed, lost or stolen Securities or coupons in the last paragraph of Section 306, no right or remedy herein conferred upon or reserved to the Trustee or to the Holders of Securities or coupons is intended to be exclusive of any other right or remedy, and every right and remedy shall, to the extent permitted by law, be cumulative and in addition to every other right and remedy given hereunder or now or hereafter existing at law or in equity or otherwise. The assertion or employment of any right or remedy hereunder, or otherwise, shall not prevent the concurrent assertion or employment of any other appropriate right or remedy.

SECTION 511. Delay or Omission Not Waiver.

No delay or omission of the Trustee or of any Holder of any Security or coupon to exercise any right or remedy accruing upon any Event of Default shall impair any such right or remedy or constitute a waiver of any such Event of Default or an acquiescence therein. Every right and remedy given by this Article or by law to the Trustee or to the Holders of Securities or coupons may be exercised from time to time, and as often as may be deemed expedient, by the Trustee or by the Holders of Securities or coupons as the case may be.

SECTION 512. Control by Holders of Securities.

The Holders of a majority in principal amount of the Outstanding Securities of any series shall have the right to direct the time, method and place of conducting any proceeding for any remedy available to the Trustee, or exercising any trust or power conferred on the Trustee, with respect to the Securities of such series, provided that

(1) such direction shall not be in conflict with any rule of law or with this Indenture, expose the Trustee to personal liability or be unduly prejudicial to Holders not joined therein, and

(2) the Trustee may take any other action deemed proper by the Trustee which is not inconsistent with such direction.

SECTION 513. Waiver of Past Defaults.

The Holders of not less than a majority in principal amount of the Outstanding Securities of any series may on behalf of the Holders of all the Securities of such series and any related coupons waive any past default hereunder with respect to such series and its consequences, except a default

(1) in the payment of the principal of (or premium, if any) or interest on any Security of such series, or

(2) in respect of a covenant or provision hereof which under Article Nine cannot be modified or amended without the consent of the Holder of each Outstanding Security of such series affected. Upon any such waiver, such default shall cease to exist, and any Event of Default arising therefrom shall be deemed to have been cured, for every purpose of this Indenture; but no such waiver shall extend to any subsequent or other default or impair any right consequent thereon.

SECTION 514. Undertaking for Costs.

All parties to this Indenture agree, and each Holder of any Security or coupon by his acceptance thereof shall be deemed to have agreed, that any court may in its discretion require, in any suit for the enforcement of any right or remedy under this Indenture, or in any suit against the Trustee for any action taken, suffered or omitted by it as Trustee, the filing by any party litigant in such suit of an undertaking to pay the costs of such suit, and that such court may in its discretion assess reasonable costs, including reasonable attorneys' fees, against any party litigant in such suit, having due regard to the merits and good faith of the claims or defenses made by such party litigant; but the provisions of this Section shall not apply to any suit instituted by the Trustee, to any suit instituted by any Holder, or group of Holders, holding in the aggregate more than 10% in principal amount of the Outstanding Securities of any series, or to any suit instituted by any Holder of any Security or coupon for the enforcement of the payment of the principal of (or premium, if any) or interest on any Security or the payment of any coupon on or after the Stated Maturity or Maturities expressed in such Security (or, in the case of redemption, on or after the Redemption Date).

SECTION 515. Waiver of Stay or Extension Laws.

The Company covenants (to the extent that it may lawfully do so) that it will not at any time insist upon, or plead, or in any manner whatsoever claim or take the benefit or advantage of, any stay or extension law wherever enacted, now or at any time hereafter in force which may affect the covenants or the performance of this Indenture; and the Company (to the extent that it may lawfully do so) hereby expressly waives all benefit or advantage of any such law and covenants that it will not hinder, delay or impede the execution of any power herein granted to the Trustee, but will suffer and permit the execution of every such power as though no such law had been enacted.

ARTICLE SIX

The Trustee

SECTION 601. Certain Duties and Responsibilities.

(a) Except during the continuance of an Event of Default with respect to Securities of any series:

(1) the Trustee undertakes to perform, with respect to Securities of such series, such duties and only such duties as are specifically set forth in this Indenture, and no implied covenants or obligations shall be read into this Indenture against the Trustee; and

(2) in the absence of bad faith on its part, the Trustee may, with respect to Securities of such series, conclusively rely, as to the truth of the statements and the correctness of the opinions expressed therein, upon certificates or opinions furnished to the Trustee and conforming to the requirements of this Indenture; but in the case of any such certificates or opinions which by any provision hereof are specifically required to be furnished to the Trustee, the Trustee shall be under a duty to examine the same to determine whether or not they conform to the requirements of this Indenture.

(b) In case an Event of Default with respect to Securities of any series has occurred and is continuing, the Trustee shall exercise, with respect to Securities of such series, such of the rights and powers vested in it by this Indenture, and use the same degree of care and skill in their exercise, as a prudent man would exercise or use under the circumstances in the conduct of his own affairs.

(c) No provision of this Indenture shall be construed to relieve the Trustee from liability for its own negligent action, its own negligent failure to act, or its own willful misconduct, except that

(1) This Subsection shall not be construed to limit the effect of Subsection (a) of this Section;

(2) the Trustee shall not be liable for any error of judgment made in good faith by a Responsible Officer, unless it shall be proved that the Trustee was negligent in ascertaining the pertinent facts;

(3) the Trustee shall not be liable with respect to any action taken or omitted to be taken by it in good faith in accordance with the direction, determined as provided herein, of the Holders of a majority in principal amount, or such other percentage of principal amount as shall be required or permitted to take action hereunder, of the Outstanding Securities of any series relating to the time, method and place of conducting any proceeding for any remedy available to the Trustee, or exercising any trust or power conferred upon the Trustee, under this Indenture with respect to the Securities of such series; and

(4) no provision of this Indenture shall require the Trustee to expend or risk its own funds or otherwise incur any financial liability in the performance of any of its duties hereunder, or in the exercise of any of its rights or powers, if it shall have reasonable grounds for believing that repayment of such funds or adequate indemnity against such risk or liability is not reasonably assured to it.

(d) Whether or not therein expressly so provided, every provision of this Indenture relating to the conduct or affecting the liability of or affording protection to the Trustee shall be subject to the provisions of this Section.

SECTION 602. Notice of Defaults.

Within 90 days after the occurrence of any default hereunder with respect to the Securities of any series, the Trustee shall transmit by mail to all Holders of Securities of such series entitled to receive reports pursuant to Section 703(c), notice of all such defaults hereunder known to the Trustee, unless such default shall have been cured or waived; provided, however, that, except in the case of a default in the payment of the principal of (or premium, if any) or interest on any Security of such series or in the payment of any sinking fund installment with respect to Securities of such series, the Trustee shall be protected in withholding such notice. If and so long as the board of directors, the executive committee or a trust committee of directors or Responsible Officers of the Trustee in good faith determine that the withholding of such notice is in the interest of the Holders of Securities of such series. For the purpose of this Section, the term "default" means any event which is, or after notice or lapse of time or both would become, an Event of Default with respect to Securities of such series.

SECTION 603. Certain Rights of Trustee.

Subject to the provisions of Section 601:

(a) the Trustee may rely and shall be protected in acting or refraining from acting upon any resolution, certificate, statement, instrument, opinion, report, notice, request, direction, consent, order, bond, debenture, note, coupon, other evidence of indebtedness or other paper or document believed, by it to be genuine and to have been signed or presented by the proper party or parties;

(b) any request or direction of the Company mentioned herein shall be sufficiently evidenced by a Company Request or Company Order and any resolution of the Board of Directors may be sufficiently evidenced by a Board Resolution;

(c) whenever in the administration of this Indenture the Trustee shall deem it desirable that a matter be proved or established prior to taking, suffering or omitting any action hereunder, the Trustee (unless other evidence be herein specifically prescribed) may, in the absence of bad faith on its part, rely upon an Officers' Certificate;

(d) the Trustee may consult with counsel and the written advice of such counsel or any opinion of Counsel shall be full and complete authorization and protection in respect of any action taken, suffered or omitted by it hereunder in good faith and in reliance thereon;

(e) the Trustee shall be under no obligation to exercise any of the rights or powers vested in it by this Indenture at the request or direction of any of the Holders of Securities of any series pursuant to this Indenture, unless such Holders shall have offered to the Trustee, reasonable security or Indemnity against the costs, expenses and liabilities which might be incurred by it in compliance with such request or direction;

(f) the Trustee shall not be bound to make any investigation into the facts of matters stated in any resolution, certificate, statement, instrument, opinion, report, notice, request, direction, consent, order, bond, debenture, note, coupon, other evidence of indebtedness or other paper or document, but, the Trustee, in its discretion, may make such further inquiry or investigation into such facts or matters as it may see fit, and, if the Trustee shall determine to make such further inquiry or investigation, it shall be entitled to reasonably examine the books, records and premises of the Company, personally or by agent or attorney on any Business Day;

(g) the Trustee may execute any of the trusts or powers hereunder or perform any duties hereunder either directly or by or through agents or attorneys and the Trustee shall not be responsible for any misconduct or negligence on the part of any agent or attorney appointed with due care by it hereunder; and

(h) except as otherwise provided in Section 501(5), the Trustee shall not be charged with knowledge of any Event of Default with respect to the Securities of any series for which it is acting as Trustee unless either (1) a Responsible Officer of the Trustee assigned to the Corporate Trust Department (or any successor division or department of the Trustee) shall have actual knowledge of the Event of Default or (2) written notice of such Event of Default shall have been given to the Trustee by the Company, any other obligor on such Securities or by any Holder of such Securities.

**SECTION 604. Not Responsible for Recitals or Issuance of Securities.**

The recitals contained herein and in the Securities (except the Trustee's certificates of authentication) and in any coupons shall be taken as the statements of the Company, and the Trustee or any Authenticating Agent assumes no responsibility for their correctness. The Trustee makes no representations as to the validity or sufficiency of this Indenture or of the Securities or coupons. The Trustee or any Authenticating Agent shall not be accountable for the use or application by the Company of Securities or the proceeds thereof.

SECTION 605. May Hold Securities.

The Trustee, any Authenticating Agent, any Paying Agent, any Security Registrar or any other agent of the Company, in its individual or any other capacity may become the owner or pledgee of Securities and coupons and subject to Sections 608 and 613, may otherwise deal with the Company with the same rights it would have if it were not Trustee, Authenticating Agent, Paying Agent, Security Registrar or such other agent.

SECTION 606. Money Held in Trust.

Money held by the Trustee in trust hereunder need not be segregated from other funds except to the extent required by law. The Trustee shall be under no obligation of interest on any money received by it hereunder except as otherwise agreed with the Company.

SECTION 607. Compensation and Reimbursement.

The Company agrees

(1) to pay to the Trustee from time to time reasonable compensation for all services rendered by it hereunder (which compensation shall not be limited by any provision of law in regard to the compensation of a trustee of an express trust);

(2) except as otherwise expressly provided herein, to reimburse the Trustee upon its request for all reasonable expenses, disbursements and advances incurred or made by the Trustee in accordance with any provision of this Indenture (including the reasonable compensation and the expenses and disbursements of its agents and counsel and any Authenticating Agent), except any such expense, disbursement or advance as may be attributable to its negligence, willful misconduct or bad faith; and

(3) to indemnify the Trustee for, and to hold it harmless against, any loss, liability or expense incurred without negligence, willful misconduct or bad faith on its part, arising out of or in connection with the acceptance or administration of the trust or trusts hereunder, including the costs and expenses of defending itself against any claim or liability in connection with the exercise or performance of any of its powers or duties hereunder.

As security for the performance of the obligations of the Company under this Section the Trustee shall have a lien prior to the Securities upon all property and funds held or collected by the Trustee as such, except funds held in trust for the payment of principal of, premium, if any, or interest, if any, on particular Securities.

SECTION 608. Disqualification; Conflicting Interest.

(a) If the Trustee has or shall acquire any conflicting interest, as defined in this Section, with respect to the Securities of any series, it shall within 90 days after ascertaining that it has such conflicting interest, either eliminate such conflicting interest or resign with respect to the Securities of that series in the manner and with the effect hereinafter specified in this Article.

(b) In the event that the Trustee shall fail to comply with the provisions of Subsection (a) of this Section with respect to the Securities of any series, the Trustee shall, within 10 days after the expiration of such 90-day period, transmit, in the manner and to the extent provided in Section 703(c), to all Holders of Securities of that series notice of such failure.

(c) For the purposes of this Section, the Trustee shall be deemed to have a conflicting interest with respect to the Securities of any series if

(1) the Trustee is trustee under this Indenture with respect to the Outstanding Securities of any series other than that series or is trustee under another indenture under which any other securities, or certificates of interest or participation in any other securities, of the Company are outstanding, unless such other indenture is a collateral trust indenture under which the only collateral consists of Securities issued under this Indenture, provided that there shall be excluded from the operation of this paragraph this Indenture with respect to the Securities of any series other than that series or any indenture or indentures under which other securities or certificates of interest or participation in other securities of the Company are outstanding, if

(i) this Indenture and such other Indenture or indentures are wholly unsecured and such other indenture or indentures are hereafter qualified under the Trust Indenture Act, unless the Commission shall have found and declared by order pursuant to Section 305(b) or Section 307(c) of the Trust Indenture Act that differences exist between the provisions of this Indenture with respect to Securities of that series and one or more other series or the provisions of such other Indenture or indentures which are so likely to involve a material conflict of interest as to make it necessary in the public interest or for the protection of investors to disqualify the Trustee from acting as such under this Indenture with respect to the Securities of that series and such other series or under such other indenture or indentures, or

(ii) the Company shall have sustained the burden of proving, on application to the Commission and after opportunity for hearing thereon, that trusteeship under this Indenture with respect to the Securities of that series and such other series or such other indenture or indentures is not so likely to involve a material conflict of interest as to make it necessary in the public interest or for the protection of investors to disqualify the Trustee from acting as such under this Indenture with respect to the Securities of that series and such other series or under such other indenture or indentures;

(2) the Trustee or any of its directors or executive officers is an obligor upon the Securities or an underwriter for the Company;

(3) the Trustee directly or indirectly controls or is directly or indirectly controlled by or is under direct or indirect common control with the Company or an underwriter for the Company;

(4) the Trustee or any of its directors or executive officers is a director, officer, partner, employee, appointee or representative of the Company, or of an underwriter (other than the Trustee itself) for the Company or is currently engaged in the business of underwriting, except that (i) one individual may be a director or an executive officer, or both, of the Trustee and director or an executive officer, or both, of the Company but may not be at the same time an executive officer of both the Trustee and the Company; (ii) if and so long as the number of directors of the Trustee in office is more than nine, one additional individual may be a director or an executive officer, or both, of the Trustee and a director of the Company; and (iii) the Trustee may be designated by the Company or by any underwriter for the Company to act in the capacity of transfer agent, registrar, custodian, paying agent, fiscal agent, escrow agent or depository, or in any similar capacity or, subject to the provisions of paragraph (1) of this Subsection, to act as trustee, whether under an indenture or otherwise;

(5) 10% or more of the voting securities of the Trustee is beneficially owned either by the Company or by any director, partner or executive officer thereof, or 20% or more of such voting securities is beneficially owned, collectively, by any two or more of such persons; or 10% or more of the voting securities of the Trustee is beneficially owned either by an underwriter for the Company or by any director, partner or executive officer thereof, or is beneficially owned, collectively, by any two or more such persons;

(6) the Trustee is the beneficial owner of, or holds as collateral security for an obligation which is in default (as hereinafter in this Subsection defined), (i) 5% or more of the voting securities, or 10% or more of any other class of security of the Company not including the Securities issued under this Indenture and securities issued under any other indenture under which the Trustee is also trustee, or (ii) 10% or more of any class of security of an underwriter for the Company;

(7) the Trustee is the beneficial owner of, or holds as collateral security for an obligation which is in default (as hereinafter in this Subsection defined), 5%, or more of the voting securities of any person who, to the knowledge of the Trustee, owns 10%, or more of the voting securities of, or controls directly or indirectly or is under direct or indirect common control with, the Company;

(8) the Trustee is the beneficial owner of, or holds as collateral security for an obligation which is in default (as hereinafter in this Subsection defined), 10% or more of any class of security of any person who, to the knowledge of the Trustee, owns 50% or more of the voting securities of the Company; or

(9) the Trustee owns, on May 15 in any calendar year, in the capacity of executor, administrator, testamentary or inter vivos trustee, guardian, committee or conservator, or in any other similar capacity, in aggregate of 25% or more of the voting securities, or of any class of security, of any person, the beneficial ownership of a specified percentage of which would have constituted a conflicting interest under paragraph (6), (7) or (8) of this Subsection. As to any

such securities of which the Trustee acquired ownership through becoming executor, administrator or testamentary trustee of an estate which included them, the provisions of the preceding sentence shall not apply for a period of two years from the date of such acquisition, to the extent that such securities included in such estate do not exceed 25% of such voting securities or 25% of any such class of security. Promptly after May 15 in each calendar year, the Trustee shall make a check of its holdings of such securities in any of the above-mentioned capacities as of such May 15. If the Company fails to make payment in full of the principal of (or premium, if any) or interest on any of the Securities when and as the same becomes due and payable, and such failure continues for 30 days thereafter, the Trustee shall make a prompt check of its holdings of such securities in any of the above-mentioned capacities as of the date of the expiration of such 30-day period, and after such date, notwithstanding the foregoing provisions of this paragraph, all such securities so held by the Trustee, with sole or joint control over such securities vested in it, shall, but only so long as such failure shall continue, be considered as though beneficially owned by the Trustee for the purposes of paragraphs (6), (7) and (8) of this Subsection.

The specification of percentages in paragraphs (5) to (9), inclusive, of this Subsection shall not be construed as indicating that the ownership of such percentages of the securities of a person is or is not necessary or sufficient, to constitute direct or indirect control for the purposes of paragraph (3) or (7) of this Subsection.

For the purposes of paragraphs (6), (7), (8) and (9) of this Subsection only, (1) the terms "security" and "securities" shall include only such securities as are generally known as corporate securities, but shall not include any note or other evidence of indebtedness issued to evidence an obligation to repay moneys lent to a person by one or more banks, trust companies or banking firms, or any certificate of interest or participation in any such note or evidence of indebtedness; (ii) an obligation shall be deemed to be in default when a default in payment of principal shall have continued for 30 days or more and shall not have been cured; and (iii) the Trustee shall not be deemed to be the owner or holder of (A) any security which it holds as collateral security, as trustee or otherwise, for an obligation which is not in default as defined in clause (ii) above, or (B) any security which it holds as collateral security under this Indenture, irrespective of any default hereunder, or (C) any security which it holds as agent for collection, or as custodian, escrow agent or depository, or in any similar representative capacity.

(d) For the purposes of this Section:

(1) The term "underwriter," when used with reference to the Company, means every person who, within three years prior to the time as of which the determination is made, has purchased from the Company with a view to, or has offered or sold for the Company in connection with, the distribution of any security of the Company outstanding at such time, or has participated or has had a direct or indirect participation in any such undertaking, or has participated or has had a participation in the direct or indirect underwriting of any such undertaking, but such term shall not include a person whose interest was limited to a commission from an underwriter or dealer not in excess of the usual and customary distributors' or sellers' commission.

(2) The term "director" means any director of a corporation or any individual performing similar functions with respect to any organization, whether incorporated or unincorporated.

(3) The term "person" means an individual, a corporation, a partnership, an association, a joint-stock company, a trust, an unincorporated organization, or a government or political subdivision thereof. As used in this paragraph, the term "trust" shall include only a trust where the interest or interests of the beneficiary or, beneficiaries are evidenced by a security.

(4) The term "voting security" means any security presently entitling the owner or holder thereof to vote in the direction or engagement of the affairs of a person, or any security issued under or pursuant to any trust, agreement or arrangement whereby a trustee or trustees or agent or agents for the owner or holder of such security are presently entitled to vote in the direction or management of the affairs of a person.

(5) The term "Company" means any obligor upon the Securities.

(6) The term "executive officer" means the president, every vice president, every trust officer, the cashier, the secretary and the treasurer of a corporation, and any individual customarily performing similar functions with respect to any organization whether incorporated or unincorporated, but shall not include the chairman of the board of directors.

(e) The percentages of voting securities and other securities specified in this Section shall be calculated in accordance with the following provisions:

(1) A specified percentage of the voting securities of the Trustee, the Company or any other person referred to in this Section (each of whom is referred to as a "person" in this paragraph) means such amount of the outstanding voting securities of such person as entitles the holder or holders thereof to cast such specified percentage of the aggregate votes which the holders of all the outstanding voting securities of such person are entitled to cast in the direction or management of the affairs of such person.

(2) A specified percentage of a class of securities of a person means such percentage of the aggregate amount of securities of the class outstanding.

(3) The term "amount," when used in regard to securities means the principal amount if relating to evidences of indebtedness, the number of shares if relating to capital shares and the number of units if relating to any other kind of security.

(4) The term "outstanding" means issued and not held by or for the account of the issuer. The following securities shall not be deemed outstanding within the meaning of this definition:

- (i) securities of an issuer held in a sinking fund relating to securities of the issuer of the same class;
- (ii) securities of an issuer held in a sinking fund relating to another class of securities of the issuer, if the obligation evidenced by such other class of securities is not in default as to principal or interest or otherwise;
- (iii) securities pledged by the issuer thereof as security for an obligation of the issuer not in default as to principal or interest or otherwise; and
- (iv) securities held in escrow, if placed in escrow by the issuer thereof;

provided, however, that any voting securities of an issuer shall be deemed outstanding if any person other than the issuer is entitled to exercise the voting rights thereof.

(5) A security shall be deemed to be of the same class as another security if both securities confer upon the holder or holders thereof substantially the same rights and privileges, provided, however, that, in the case of secured evidences of indebtedness, all of which are issued under a single indenture, differences in the interest rates or maturity dates of various series thereof shall not be deemed sufficient to constitute such series different classes and provided, further, that, in the case of unsecured evidences of indebtedness differences in the interest rates or maturity dates thereof shall not be deemed sufficient to constitute them securities of different classes, whether or not they are issued under a single indenture.

**SECTION 609. Corporate Trustee Required; Eligibility.**

There shall at all times be a Trustee hereunder which shall be a corporation organized and doing business under the laws of the United States of America, any State thereof or the District of Columbia, authorized under such laws to exercise corporate trust powers, having a combined capital and surplus of at least \$5,000,000 and subject to supervision or examination by Federal or State authority, including the District of Columbia, and qualified and eligible under this Article. If such corporation publishes reports of condition at least annually, pursuant to law or to the requirements of said supervising or examining authority, then for the purposes of this Section, the combined capital and surplus of such corporation shall be deemed to be its combined capital and surplus as set forth in its most recent report of condition so published. If at any time the Trustee shall cease to be eligible in accordance with the provisions of this Section, it shall resign immediately in the manner and with the effect hereinafter specified in this Article.

**SECTION 610. Resignation and Removal; Appointment of Successor.**

(a) No resignation or removal of the Trustee and no appointment of a successor Trustee pursuant to the Article shall become effective until the acceptance of appointment by the successor Trustee in accordance with the applicable requirements of Section 611.

(b) The Trustee may resign at any time with respect to the Securities of one or more series by giving written notice thereof to the Company. If the instrument of acceptance by a successor Trustee required by Section 611 shall not have been delivered to the Trustee within 30 days after the giving of such notice of resignation, the resigning Trustee may petition any court of competent jurisdiction or the appointment of a successor Trustee with respect to the Securities of such series.

(c) The Trustee may be removed at any time with respect to the Securities of any series by Act of the Holders of a majority in principal amount of the Outstanding Securities of such series delivered to the Trustee and to the Company.

(d) If at any time:

(1) the Trustee shall fail to comply with Section 608(a) after written request therefor by the Company or by any Holder of a Security who has been a bona fide Holder of a Security for at least six months, or

(2) the Trustee shall cease to be eligible under Section 609 and shall fail to resign after written request therefor by the Company or by any such Holder, or

(3) the Trustee shall become incapable of acting or shall be adjudged a bankrupt or insolvent or a receiver of the Trustee or of its property shall be appointed or any public officer shall take charge or control of the Trustee or of its property or affairs for the purpose of rehabilitation, conservation or liquidation,

then, in any such case, (i) the Company by a Board Resolution may remove the Trustee with respect to all Securities, or (ii) subject to Section 514, any Holder of a Security who has been a bona fide Holder of a Security for at least six months may, on behalf of himself and all other similarly situated, petition any court of competent jurisdiction for the removal of the Trustee with respect to all Securities and the appointment of a successor Trustee or Trustees.

(e) If the Trustee shall resign, be removed or become incapable of acting, or if a vacancy shall occur in the office of Trustee for any cause, with respect to the Securities of one or more series, the Company, by a Board Resolution, shall promptly appoint a successor Trustee or Trustees with respect to the Securities of that or those series (it being understood that any such successor Trustee may be appointed with respect to the Securities of one or more or all of such series and that at any time there shall be only one Trustee with respect to the Securities of any particular series) and shall comply with the applicable requirements of Section 611. If, within one year after such resignation, removal or incapability, or the occurrence of such vacancy, a successor Trustee with respect to the Securities of any series shall be appointed by Act of the Holders of a majority in principal amount of the Outstanding Securities of such series delivered to the Company and the retiring Trustee, the successor Trustee so appointed shall, forthwith upon its acceptance of such appointment in accordance with the applicable requirements of Section 611, become the successor Trustee with respect to the Securities of such series and to that extent supersede the successor Trustee appointed by the Company. If no successor Trustee with respect to the Securities of any

series shall have been so appointed by the Company or the Holders of Securities and accepted appointment in the manner required by Section 611, any Holder of a Security who has been a bona fide Holder of a Security of such series for at least six months may, on behalf of himself and all others similarly situated, petition any court of competent jurisdiction for the appointment of a successor Trustee with respect to the Securities of such series.

(f) The Company shall give notice of each resignation and each removal of the Trustee with respect to the Securities of any series and each appointment of a successor Trustee with respect to the Securities of any series by mailing written notice of such event by first-class mail, postage prepaid, to all Holders of Registered Securities, if any, of such series as, their names and addresses appear in the Security Register and, if Securities of such Series are issuable as Bearer Securities, by publishing notice of such event once in an Authorized Newspaper in each Place of Payment located outside the United States. Each notice shall include the name of the successor Trustee with respect to the Securities of such series and the address of its Corporate Trust Office.

**SECTION 611. Acceptance of Appointment by Successor.**

(a) In case of the appointment hereunder of a successor Trustee with respect to all Securities, every such successor Trustee so appointed shall execute, acknowledge and deliver to the Company and to the retiring Trustee an instrument accepting such appointment, and thereupon the resignation or removal of the retiring Trustee shall become effective and such successor Trustee, without any further act, deed or conveyance shall become vested with all the rights, powers, trusts and duties of the retiring Trustee; but, on the request of the Company or the successor Trustee, such retiring Trustee shall, upon payment of its charges, execute and deliver an instrument transferring to such successor Trustee all the rights, powers and trusts of the retiring Trustee and shall duly assign, transfer and deliver to such successor Trustee all property and money held by such retiring Trustee hereunder.

(b) In case of the appointment hereunder of a successor Trustee with respect to the Securities of one or more (but not all) series, the Company, the retiring Trustee and each successor Trustee with respect to the Securities of one or more series shall execute and deliver an Indenture supplemental hereto wherein each successor Trustee shall accept such appointment and which (1) shall contain such provisions as shall be necessary or desirable to transfer and confirm to, and to vest in, each successor Trustee all the rights, powers, trusts and duties of the retiring Trustee with respect to the Securities of that or those series to which the appointment of such successor Trustee relates, (2) if the retiring Trustee is not retiring with respect to all Securities, shall contain such provisions as shall be deemed necessary or desirable to confirm that all the rights, powers, trusts and duties of the retiring Trustees with respect to the Securities of that or those series as to which the retiring Trustee is not retiring shall continue to be vested in the retiring Trustee, and (3) shall add to or change any of the provisions of this Indenture as shall be necessary to provide for or facilitate the administration of the trusts hereunder by more than one Trustee, it being understood that nothing herein or in such supplemental Indenture shall constitute such Trustees co-trustees of the same trust and that each such Trustee shall be trustee of a trust or trusts hereunder separate and apart from any trust or trusts hereunder administered by any other such Trustee; and

upon the execution and delivery of such supplemental indenture the resignation or removal of the retiring Trustee shall become effective to the extent provided therein and each such successor Trustee, without any further act, deed or conveyance, shall become vested with all the rights, powers, trusts and duties of the retiring Trustee with respect to the Securities of that or those series to which the appointment of such successor Trustee relates; but, on request of the Company or any successor Trustee, such retiring Trustee shall duly assign, transfer and deliver to such successor Trustee all property and money held by such retiring Trustee hereunder, subject nevertheless to its lien-provided for in Section 607, with respect to the Securities of that or those series to which the appointment of such successor Trustee relates.

(c) Upon request of any such successor Trustee, the Company shall execute any and all instruments for more fully and certainly vesting in and confirming to such successor Trustee all such rights, powers and trusts referred to in paragraph (a) or (b) of this Section, as the case may be.

(d) No successor Trustee shall accept its appointment unless at the time of such acceptance such successor Trustee shall be qualified and eligible under this article.

**SECTION 612. Merger, Conversion, Consolidation or Succession to Business.**

Any corporation into which the Trustee may be merged or converted or with which it may be consolidated, or any corporation resulting from any merger, conversion or consolidation to which the Trustee shall be a party, or any corporation succeeding to all or substantially all the corporate trust business of the Trustee, shall be the successor of the Trustee hereunder, provided such corporation shall be otherwise Qualified and eligible under this Article, without the execution or filing of any paper or any further act on the part of any of the parties hereto. In case any Securities shall have been authenticated, but not delivered, by the Trustee then in office, any successor by merger, conversion or consolidation to such authenticating Trustee may adopt such authentication and deliver the Securities so authenticated with the same effect as if such successor Trustee had itself authenticated such Securities.

**SECTION 613. Preferential Collection of Claims Against Company.**

(a) Subject to Subsection (b) of this Section, if the Trustee shall be or shall become a creditor, directly or indirectly, secured or unsecured, of the Company within four months prior to a default, as defined in Subsection (c) of this Section, or subsequent to such a default, then, unless and until such default shall be cured, the Trustee shall set apart and hold in a special account for the benefit of the Trustee individually, the Holders of the Securities and coupons and the holders of other indenture securities, as defined in Subsection (c) of this Section:

(1) an amount equal to any and all reductions in the amount due and owing upon any claim as such creditor in respect of principal or interest, effected after the beginning of such four months' period and valid as against the Company and its other creditors, except any such reduction resulting from the receipt or disposition of any property described in paragraph (2) of this Subsection, or from the exercise of any right of set-off which the Trustee could have exercised if a petition in bankruptcy had been filed by or against the Company upon the date of such default; and

(2) all property received by the Trustee in respect of any claims as such creditor, either as security therefor, or in satisfaction or composition thereof, or otherwise, after the beginning of such four months' period, or an amount equal to the proceeds of any such property, if disposed of, subject, however, to the rights, if any, of the Company and its other creditors in such property or such proceeds.

Nothing herein contained, however, shall affect the right or the Trustee:

(A) to retain for its own account (1) payments made on account of any such claim by any Person (other than the Company) who is liable thereon, and (ii) the proceeds of the bona fide sale of any such claim by the Trustee to a third Person, and (iii) distributions made in cash, securities or other property in respect of claims filed against the Company in bankruptcy or receivership or in proceedings for reorganization pursuant to the Federal Bankruptcy Act or applicable State law;

(B) to realize, for its own account, upon any property held its as security for any such claim, if such property was so held prior to the beginning of such four months' period;

(C) to realize, for its own account, but only to the extent of the claim hereinafter mentioned, upon any property held by it as security for any such claim, if such claim was created after the beginning of such four months' period and such property was received as security therefor simultaneously with the creation thereof, and if the Trustee shall sustain the burden of proving that at the time such property was so received the Trustee had no reasonable cause to believe that a default, as defined in Subsection (c) of this Section, would occur within four months; or

(D) to receive payment on any claim referred to in paragraph (B) or (C) against the release of any property held as security for such claims as provided in paragraph (B) or (C) as the case may be, to the extent of the fair value of such property.

For the purposes of paragraphs (B), (C), and (D), property substituted after the beginning of such four months' period for property held as security at the time of such substitution shall, to the extent of the fair value of the property released, have the same status as the property released, and to the extent that any claim referred to in any of such paragraphs is created in renewal of or in substitution for or for the purpose of repaying or refunding any pre-existing claim of the Trustee as such creditor, such claim shall have the same status as such pre-existing claim.

If the Trustee shall be required to account, the funds and property held in such special account and the proceeds thereof shall be apportioned among the Trustee, the Holders of Securities and the holders of other indenture securities in such manner that the Trustee, the Holders of Securities and the holders of other indenture securities realize, as a result of payments from such special account and payments of dividends on claims filed against the Company in bankruptcy or receivership or in proceedings for reorganization pursuant to the Federal Bankruptcy Act or applicable State law, the same percentage of their respective claims, figured before crediting to

the claim of the Trustee anything on account of the receipt by it from the Company of the funds and property in such special account and before crediting to the respective claims of the Trustee and the Holders of Securities and the holders of other indenture securities dividends on claims filed against the Company in bankruptcy or receivership or in proceedings for reorganization pursuant to the Federal Bankruptcy Act or applicable State law, but after crediting thereon receipts on account of the indebtedness represented by their respective claims from all sources other than from such dividends and from the funds and property so held in such special account. As used in this paragraph, with respect to any claim, the term "dividends" shall include any distribution with respect to such claim, in bankruptcy or receivership or proceedings for reorganization pursuant to the federal Bankruptcy Act or applicable State law, whether such distribution is made in cash, securities or other property, but shall not include any such distribution with respect to the secured portion, if any, of such claim. The court in which such bankruptcy, receivership or proceedings for reorganization is pending shall have jurisdiction (i) to apportion among the Trustee, the Holders of Securities and the holders of other indenture securities, in accordance with the provisions of this paragraph, the funds and property held in such special account and proceeds thereof, or (ii) in lieu of such apportionment, in whole or in part, to give to the provisions of this paragraph due consideration in determining the fairness of the distributions to be made to the Trustee and the Holders of Securities and the holders of other indenture securities with respect to their respective claims, in which event it shall not be necessary to liquidate or to appraise the value of any securities or other property held in such special account or as security for any such claim, or to make a specific allocation of such distributions as between the secured and unsecured portions of such claims, or otherwise to apply the provisions of this paragraph as a mathematical formula.

Any Trustee which has resigned or been removed after the beginning of such four months' period shall be subject to the provisions of this Subsection as though such resignation or removal had not occurred. If any Trustee has resigned or been removed prior to the beginning of such four months' period, it shall be subject to the provisions of this Subsection if and only if the following conditions exist:

(i) the receipt of property or reduction of claim, which would have given rise to the obligation to account, if such Trustee had continued as Trustee, occurred after the beginning of such four months' period; and

(ii) such receipt of property or reduction of claim occurred within four months after such resignation or removal.

(b) There shall be excluded from the operation of Subsection (a) of this Section a creditor relationship arising from:

(1) the ownership or acquisition of securities issued under any indenture, or any security or securities having a maturity of one year or more at the time of acquisition by the Trustee;

(2) advances authorized by a receivership or bankruptcy court of competent jurisdiction or by this Indenture, for the purpose of preserving any property which shall at any time be subject to the lien of this Indenture or of discharging tax liens or other prior liens or encumbrances thereon, if notice of such advances and of the circumstances surrounding the making thereof is given to the Holders of Securities at the time and in the manner provided in this Indenture;

(3) disbursements made in the ordinary course of business in the capacity of trustee under an indenture, transfer agent, registrar, custodian, paying agent, fiscal agent or depositary, or other similar capacity;

(4) an indebtedness created as a result of services rendered or premises rented; or an indebtedness created as a result of goods or securities sold in a cash transaction, as defined in Subsection (c) of this Section;

(5) the ownership of stock or of other securities of a corporation organized under the provisions of Section 25(a) of the Federal Reserve Act, as amended, which is directly or indirectly a creditor of the Company; and

(6) the acquisition, ownership, acceptance, or negotiation of any drafts, bills of exchange, acceptances or obligations which fall within the classification of self-liquidating paper, as defined in Subsection (c) of this Section.

(c) For purposes of this Section only:

(1) the term "default" means any failure to make payment in full of the principal of or interest on any of the Securities or upon the other indenture securities when and as such principal or interest becomes due and payable;

(2) the term "other Indenture securities" means securities upon which the Company is an obligor outstanding under any other indenture (i) under which the Trustee is also trustee, (ii) which contains provisions substantially similar to the provisions of this Section, and (iii) under which a default exists at the time of the apportionment of the funds and property held in such special account;

(3) the term "cash transaction" means any transaction in which full payment for goods or securities sold is made within seven days after delivery of the goods or securities in currency or in checks or other orders drawn upon banks or bankers and payable upon demand;

(4) the term "self-liquidating paper" means any draft, bill of exchange, acceptance or obligation which is made, drawn, negotiated or incurred by the Company for the purpose of financing the purchase, processing, manufacturing, shipment, storage or sale of goods, wares or merchandise and which is secured by documents evidencing title to, possession of, or a lien upon, the goods, wares or merchandise or the receivables or proceeds arising from the sale of the goods, wares or merchandise previously constituting the security, provided the security is received by the Trustee simultaneously with the creation of the

creditor relationship with the Company arising from the making, drawing, negotiating or incurring of the draft, bill of exchange, acceptance or obligation;

(5) the term "Company" means any obligor upon the Securities; and

(6) the term "Federal Bankruptcy Act" means the Bankruptcy Act or Title 11 of the United States Code.

SECTION 614. Appointment of Authenticating Agent.

At any time when any of the Securities remain Outstanding the Trustee may appoint an Authenticating Agent or Agents with respect to one or more series of Securities which shall be authorized to act on behalf of the Trustee to authenticate Securities of such series issued upon exchange, registration of transfer or partial redemption thereof or pursuant to Section 306, and Securities so authenticated shall be entitled to the benefits of this Indenture and shall be valid and obligatory for all purposes as if authenticated by the Trustee hereunder. Wherever reference is made in this Indenture to the authentication and delivery of Securities by the Trustee or the Trustee's certificate of authentication, such reference shall be deemed to include authentication and delivery on behalf of the Trustee by an Authenticating Agent and a certificate of authentication executed on behalf of the Trustee by an Authenticating Agent. Each Authenticating Agent shall be acceptable to the Company and shall at all times be a corporation organized and doing business under the laws of the United States of America, any State thereof or the District of Columbia, authorized under such laws to act as Authenticating Agent, having a combined capital and surplus of not less than \$5,000,000 and subject to supervision or examination by Federal or State authority. If such Authenticating Agent publishes reports of condition at least annually, pursuant to law or to the requirements of said supervising or examining authority, then for the purposes of this Section, the combined capital and surplus of such Authenticating Agent shall be deemed to be its combined capital and surplus as set forth in its most recent report of condition so published. If at any time an Authenticating Agent shall cease to be eligible in accordance with the provisions of this Section, such Authenticating Agent shall resign immediately in the manner and with the effect specified in this Section.

Any corporation into which an Authenticating Agent may be merged or converted or with which it may be consolidated, or any corporation resulting from any merger, conversion or consolidation to which such Authenticating Agent shall be a party, or any corporation succeeding to the corporate agency or corporate trust business of an Authenticating Agent, shall continue to be an Authenticating Agent, provided such corporation shall be otherwise eligible under this Section, without the execution or filing of any paper or any further act on the part of the Trustee or the Authenticating Agent.

An Authenticating Agent may resign at any time by giving written notice thereof to the Trustee and to the Company. The Trustee may at any time terminate the agency of an Authenticating Agent by giving written notice thereof to such Authenticating Agent and to the Company. Upon receiving such a notice of resignation or upon such termination, or in case at any time such

Authenticating Agent shall cease to be eligible in accordance with the provisions of this Section, the Trustee may appoint a successor Authenticating Agent which shall be acceptable to the Company and shall (i) mail written notice of such appointment by first-class mail, postage prepaid, to all Holders of Registered Securities, if any, of the series with respect to which such Authenticating Agent will serve, as their names and addresses appear in the Security Register, and (ii) if Securities of the series are issuable as Bearer Securities, publish notice of such appointment at least once in an Authorized Newspaper, in the place where such successor Authenticating Agent has its principal office if such office is located outside the United States. Any successor Authenticating Agent upon acceptance of its appointment hereunder shall become vested with all the rights, powers and duties of its predecessor hereunder, with like effect as if originally named as an Authenticating Agent. No successor Authenticating Agent shall be appointed unless eligible under the provisions of this Section.

The Trustee agrees to pay to each Authenticating Agent from time to time reasonable compensation for its services under this Section, and the Trustee shall be entitled to be reimbursed for such payments in accordance with the provisions of Section 607.

The provisions of Sections 308, 604 and 605 shall be applicable to each Authenticating Agent.

If an appointment with respect to one or more series is made pursuant to this Section, the Securities of such series may have endorsed thereon, in addition to the Trustee's certificate of authentication, an alternate certificate of authentication in the following form:

This is one of the Securities of the series designated therein referred to in the within-mentioned Indenture.

As Trustee Bank of Montreal Trust Company  
By: \_\_\_\_\_  
As Authenticating Agent  
By: \_\_\_\_\_  
Authorized Signatory

#### ARTICLE SEVEN

##### Holders' Lists and Reports by Trustee and Company

###### SECTION 701. Company to Furnish Trustee Names and Addresses by Holders.

The Company will furnish or cause to be furnished to the Trustee

(a) semi-annually, not later than January 15 and July 15, in each year, a list, in such form as the Trustee may reasonably require, containing all the information in the possession or control of the Company, or any of its Paying Agents other than the Trustee, as to the names and addresses of the Holders of Securities as of the preceding December 31 or June 30, as the case may be, and

(b) at such other times as the Trustee may request in writing, within 30 days after the receipt by the Company of any such request, a list of similar form and content as of a date not more than 15 days prior to the time such list is furnished,

excluding from any such list names and addresses received by the Trustee in its capacity as Security Registrar.

**SECTION 702. Preservation of Information: Communications to Holders.**

(a) The Trustee shall preserve, in as current a form as is reasonably practicable, the names and addresses of Holders of Securities (i) contained in the most recent list furnished to the Trustee as provided in Section 701, (ii) received by the Trustee in its capacity as Security Registrar, (iii) filed with it within the two preceding years pursuant to Section 703(c)(2), and (iv) received by the Trustee in its capacity as Paying Agent (if so acting) hereunder. The Trustee may (i) destroy any list furnished to it as provided in Section 701 upon receipt of a new list so furnished, (ii) destroy any information received by it as Paying Agent (if so acting) hereunder upon delivering to itself as Trustee, not earlier than January 15 or July 15. a list containing the names and addresses of the Holders of Securities obtained from such information since the delivery of the next previous list, if any, (iii) destroy any list delivered to itself as Trustee which was compiled from information received by it as Paying Agent (if so acting) hereunder upon the receipt of a new list so delivered, and (iv) destroy not earlier than two years after filing, any information filed with it pursuant to Section 703(c)(2).

(b) If three or more Holders of Securities (herein referred to as "applicants") apply in writing to the Trustee, and furnish to the Trustee reasonable proof that each such applicant has owned a Security for a period of at least six months preceding the date of such application, and such application states that the applicants desire to communicate with other Holders of Securities with respect to their rights under this Indenture or under the Securities and is accompanied by a copy of the form of proxy or other communication which such applicants propose to transmit, then the Trustee shall, within five business days after the receipt of such application, at its election, either

(i) afford such applicants access to the information preserved at the time by the Trustee in accordance with Section 702(a), or

(ii) inform such applicants as to the approximate number of Holders of Securities whose names and addresses appear in the information preserved at the time by the Trustee in accordance with Section 702(a), and as to the approximate cost of mailing to such Holders the form of proxy or other communication, if any, specified in such application.

If the Trustee shall elect not to afford such applicants access to such information, the Trustee shall, upon the written request of such applicants, mail to each Holder of Securities whose name and address appear in the information preserved at the time by the Trustee in accordance with Section

702(a) a copy of the form of proxy or other communication which is specified in such request, with reasonable promptness after a tender to the Trustee of the material to be mailed and of payment, or provision for the payment of the reasonable expenses of mailing, unless within five days after such tender the Trustee shall mail to such applicants and file with the Commission, together with a copy of the material to be mailed, a written statement to the effect that, in the opinion of the Trustee, such mailing would be contrary to the best interests of the Holders of Securities or would be in violation of applicable law. Such written statement shall specify the basis of such opinion. If the Commission, after opportunity for a hearing upon the objections specified in the written statement so filed, shall enter an order refusing to sustain any of such objections or if, after the entry of an order sustaining one or more of such objections, the Commission shall find, after notice and opportunity for hearing, that all the objections so sustained have been met and shall enter an order so declaring, the Trustee shall mail copies of such material to all such Holders of Securities with reasonable promptness after the entry of such order and the renewal of such tender; otherwise the Trustee shall be relieved of any obligation or duty to such applicants respecting their application.

(c) Every Holder of Securities or coupons, by receiving and holding the same, agrees with the Company and the Trustee that neither the Company nor the Trustee nor any agent of either of them shall be held accountable by reason of the disclosure of any such information as to the names and addresses of the Holders of Securities in accordance with Section 702(b), regardless of the source from which such information was derived, and that the Trustee shall not be held accountable by reason of mailing any material pursuant to a request made under Section 702(b).

**SECTION 703. Reports by Trustee.**

(a) Within 60 days after May 15 of each year commencing with the year 1989, the Trustee shall transmit by mail to the Holders of Securities, as provided in Subsection (c) of this Section, a brief report dated as of such May 15 with respect to:

(1) its eligibility under Section 609 and its qualifications under Section 608, or in lieu thereof, if to the best of its knowledge it has continued to be eligible and qualified under said sections, a written statement to such effect:

(2) the character and amount of any advances (and if the Trustee elects so to state, the circumstances surrounding the making thereof) made by the Trustee (as such) which remain unpaid on the date of such report, and for the reimbursement of which it claims or may claim a lien or charge, prior to that of the Securities, on any property or funds held or collected by it as Trustee, except that the Trustee shall not be required (but may elect) to report such advances if such advances so remaining unpaid aggregate not more than 1/2 of 1% of the principal amount of the Securities Outstanding on the date of such report;

(3) the amount, interest rate and maturity date of all other indebtedness owing by the Company (or by any other obligor on the Securities) to the Trustee in its individual capacity, on the date of

such report, with a brief description of any property held as collateral security therefor, except an indebtedness based upon a creditor relationship arising in any manner described in Section 613(b)(2), (3), (4) or (6);

(4) the property and funds, if any, physically in the possession of the Trustee as such on the date of such report;

(5) any additional issue of Securities which the Trustee has not previously reported; and

(6) any action taken by the Trustee in the performance of its duties hereunder which it has not previously reported and which in its opinion materially affects the Securities or the Securities of any series, except action in respect of a default, notice of which has been or is to be withheld by the Trustee in accordance with Section 602.

(b) The Trustee shall transmit to the Holders of Securities, as provided in Subsection (c) of this Section, a brief report with respect to the character and amount of any advances (and if the Trustee elects so to state, the circumstances surrounding the making thereof) made by the Trustee (as such) since the date of the last report transmitted pursuant to Subsection (a) of this Section (or if no such report has yet been so transmitted, since the date of execution of this instrument) for the reimbursement of which it claims or may claim a lien or charge, prior to that of the Securities, on property or funds held or collected by it as Trustee and which it has not previously reported pursuant to this Subsection, except that the Trustee shall not be required (but may elect) to report such advances if such advances remaining unpaid at any time aggregate 10% or less of the principal amount of the Securities Outstanding at such time, such report to be transmitted within 90 days after such time.

(c) Reports pursuant to this Section shall be transmitted by mail:

(1) to all Holders of Registered Securities, as the names and addresses of such Holders appear in the Security Register;

(2) to such Holders of Securities as have, within the two years preceding such transmission, filed their names and addresses with the Trustee for that purpose; and

(3) except in the case of reports pursuant to Subsection (b) of this Section, to each Holder of a Security whose name and address is preserved at the time by the Trustee, as provided in Section 702(a).

(d) A copy of each such report shall, at the time of such transmission to Holders of Securities, be filed by the Trustee with each stock exchange upon which any Securities are listed, with the Commission and with the Company. The Company will notify the Trustee when any Securities are listed on any stock exchange.

**SECTION 704. Reports by the Company.**

The Company shall:

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(1) file with the Trustee, within 15 days after the Company is required to file the same with the Commission, copies of the annual reports and of the information, documents and other reports (or copies of such portions of any of the foregoing as the Commission may from time to time by rules and regulations prescribe) which the Company may be required to file with the Commission pursuant to Section 13 or Section 15(d) of the Securities Exchange Act of 1934; or, if the Company is not required to file information, documents or reports pursuant to either of said Sections, then it shall file with the Trustee and the Commission, in accordance with rules and regulations prescribed from time to time by the Commission, such of the supplementary and periodic information, documents and reports which may be required pursuant to Section 13 of the Securities Exchange Act of 1934 in respect of a security listed and registered on a national securities exchange as may be prescribed from time to time in such rules and regulations;

(2) file with the Trustee and the Commission, in accordance with rules and regulations prescribed from time to time by the Commission, such additional information, documents and reports with respect to compliance by the Company with the conditions and covenants of this Indenture as may be required from time to time by such rules and regulations; and

(3) transmit within 30 days after the filing thereof with the Trustee, to the Holders of Securities. In the manner and to the extent provided in Section 703(c) with respect to reports pursuant to Section 703Ca). such summaries of any information, documents and reports required to be filed by the Company pursuant to paragraphs (1) and (2) of this Section as may be required by rules and regulations prescribed from time to time by the Commission.

#### ARTICLE EIGHT

##### Consolidation, Merger, Conveyance, Transfer or Lease

###### SECTION 801. Company May Consolidate, Etc., Only on Certain Terms.

The Company shall not consolidate with or merge into any other corporation or convey, transfer or lease its properties and assets substantially as an entirety to any Person, unless

(1) the corporation formed by any consolidation or into which the Company is merged or the Person which acquires by conveyance or transfer, or which leases, the properties and assets of the Company substantially as an entirety shall be a corporation organized and existing under the laws of the United States of America, any State thereof or the District of Columbia and shall expressly assume, by an indenture supplemental hereto, executed and delivered to the Trustee, in form satisfactory to the Trustee, the due and punctual payment of the principal of (and premium, if any) and interest on all the Securities and the performance of every covenant of this Indenture on the part of the Company to be performed or observed;

(2) immediately after giving effect to such transaction, no Event of Default, and no event which, after notice or lapse of time or both, would become an Event of Default, shall have happened and be continuing; and

(3) the Company has delivered to the Trustee an Officers' Certificate and an Opinion of Counsel, each stating that such consolidation, merger, conveyance, transfer or lease complies with this Article and that all conditions precedent herein provided for relating to such transaction have been complied with.

SECTION 802. Successor Corporation Substituted.

Upon any consolidation by the Company with or merger by the Company into any other corporation or any conveyance, transfer or lease of the properties and assets of the Company substantially as an entirety in accordance with Section 801, the successor corporation formed by such consolidation or into which the Company is merged or to which such conveyance, transfer or lease is made shall succeed to, and be substituted for, and may exercise every right and power of, the Company under this Indenture with the same effect as if such successor corporation had been named as the Company herein, and thereafter, except in the case of a lease, the predecessor corporation shall be relieved of all obligations and covenants under this Indenture and the Securities and coupons.

ARTICLE NINE

Supplemental Indentures

SECTION 901. Supplemental Indentures Without Consent of Holders.

Without the consent of any Holders of Securities or coupons, the Company, when authorized by a Board Resolution, and the Trustee, at any time and from time to time, may enter into one or more indentures supplemental hereto, in form satisfactory to the Trustee, for any of the following purposes:

(1) to evidence the succession of another corporation to the Company and the assumption by any such successor of the covenants of the Company herein and in the Securities and coupons; or

(2) to add to the covenants of the Company for the benefit of the Holders of all or any series of Securities (and if such covenants are to be for the benefit of less than all series of Securities, stating that such covenants are expressly being included solely for the benefit of such series) or to surrender any right or power herein conferred upon the Company; or

(3) to add any additional Events of Defaults; or

(4) to add to or change any of the provisions of this Indenture to provide that Bearer Securities may be registrable as to principal, to change or eliminate any restrictions on the payment of principal (or premium, if any) on Registered Securities or of principal (or premium, if any) or any Interest on Bearer Securities, to permit Registered Securities to be exchanged for Bearer Securities or to permit the

issuance of Securities in uncertificated form, provided any such action shall not adversely affect the interests of the Holders of Securities of any series or any related coupons in any material respect; or

(5) to change or eliminate any of the provisions of this Indenture, provided that any such change or elimination shall become effective only when there is no Security Outstanding of any series created prior to the execution of such supplemental indenture which is entitled to the benefit of such provision; or

(6) to secure the Securities; or

(7) to establish the form or terms of Securities of any series and any related coupons as permitted by Sections 201 and 301; or

(8) to evidence and provide for the acceptance of appointment hereunder by a successor Trustee with respect to the Securities of one or more series, to contain such provisions as shall be deemed necessary or desirable to confirm that all the rights, powers, trusts and duties of the predecessor Trustee with respect to the Securities of any series as to which the predecessor Trustee is not retiring shall continue to be vested in the predecessor Trustee, and to add to or change any of the provisions of this Indenture as shall be necessary to provide for or facilitate the administration of the trusts hereunder by more than one Trustee, pursuant to the requirements of Section 611(b); or

(9) to cure any ambiguity, to correct or supplement any provision herein which may be defective or inconsistent with any other provision herein, or to make any other provisions with respect to matters or questions arising under this Indenture, provided such action shall not adversely affect the interests of the Holders of Securities of any series or any related coupons in any material respect.

(10) to conform this Indenture to any amendments to the Trust Indenture Act.

**SECTION 902. Supplemental Indentures with Consent of Holders.**

The Company, when authorized by a Board Resolution, and the Trustee may enter into an indenture or indentures supplemental hereto for the purpose of adding any provisions to or changing in any manner or eliminating any of the provisions of this Indenture or of modifying in any manner the rights of the Holders of Securities of such series and any related coupons under this Indenture, or with the consent of Holders of a majority in aggregate principal amount of the Outstanding Securities, if such supplemental indenture affects all of the series of Securities then outstanding under this Indenture, or with the consent of Holders of a majority in aggregate principal amount of the Outstanding Securities of any series specifically affected by such supplemental indenture in case one or more, but less than all, of the series of the Outstanding Securities under this Indenture are so affected; provided, however, that no such supplemental indenture shall, without the consent of the Holder of each Outstanding Security or coupon affected thereby,

(1) change the Stated Maturity of the principal of, or of any installment of principal of or interest on, any Security, or reduce the principal amount thereof or the rate of interest thereon or any premium payable upon the redemption thereof, or change the method of calculating the rate of interest thereon, or change any obligation of the Company to pay additional amounts pursuant to Section 1004 (except as contemplated by Section 801(1) and permitted by Section 901(1)), or reduce the amount of the principal of an Original Issue Discount Security that would be due and payable upon a declaration of acceleration of the Maturity thereof pursuant to Section 502, or change any Place of Payment in the United States where, or the coin or currency in which, any Security or any premium or the interest thereon is payable, or impair the right to institute suit for the enforcement of any such payment on or after the Stated Maturity thereof (or, in the case of redemption, on or after the Redemption Date), or

(2) reduce the percentage in principal amount of the Outstanding Securities of any series, the consent of whose Holders is required for any such supplemental indenture, or the consent of whose Holders is required for any waiver (of compliance with certain provisions of this Indenture or certain defaults hereunder and their consequences) provided for in this Indenture, or reduce the requirements of Section 1304 for quorum or voting, or

(3) change any obligation of the Company to maintain an office or agency in each Place of Payment, or any obligation of the Company to maintain an office or agency outside the United States pursuant to Section 1002, or

(4) modify any of the provisions of this Section, Section 513 or Section 1010, except to increase any such percentage or to provide that certain other provisions of this Indenture cannot be modified or waived without the consent of the Holder of each Outstanding Security affected thereby, provided, however, that this clause shall not be deemed to require the consent of any Holder of a Security or coupon with respect to changes in the references to "the Trustee" and concomitant changes in this Section and Section 1009, or the deletion of this proviso, in accordance with the requirements of Sections 611(b) and 901(8).

A supplemental indenture which changes or eliminates any covenant or other provision of this Indenture which has expressly been included solely for the benefit of one or more particular series of Securities, or which modifies the rights of the Holders of Securities of such series with respect to such covenant or other provision, shall be deemed not to affect the rights under this Indenture of the Holders of Securities of any other series.

It shall not be necessary for any Act of Holders of Securities under this Section to approve the particular form of any proposed supplemental indenture, but it shall be sufficient if such Act shall approve the substance thereof.

The Company shall have the right to set a Record Date for the solicitation of any consents under this Article 9.

SECTION 903. Execution of Supplemental Indenture.

In executing, or accepting the additional trusts created by, any supplemental indenture permitted by this Article or the modifications thereby of the trusts created by this Indenture, the Trustee shall be entitled to receive, and (subject to Section 601) shall be fully protected in relying upon, an Opinion of Counsel stating that the execution of such supplemental indenture is authorized or permitted by this Indenture. The Trustee may, but shall not be obligated to enter into any such supplemental indenture which affects the Trustee's own rights, duties, immunities or liabilities under this Indenture or otherwise except to the extent required in the case of a supplemental indenture entered into under Section 901(10).

SECTION 904. Effect of Supplemental Indentures.

Upon the execution of any supplemental indenture under this Article, this Indenture shall be modified in accordance therewith, and such supplemental indenture shall form a part of this Indenture for all purposes; and every Holder of Securities theretofore or thereafter authenticated and delivered hereunder and of any coupons appertaining thereto shall be bound thereby.

SECTION 905. Conformity with Trust Indenture Act.

Every supplemental indenture executed pursuant to this Article shall conform to the requirements of the Trust Indenture Act as then in effect.

SECTION 906. Reference in Securities to Supplemental Indentures.

Securities of any series authenticated and delivered after the execution of any supplemental indenture pursuant to this Article may, and shall if required by the Trustee, bear a notation in form approved by the Trustee as to any matter provided for in such supplemental indenture. If the Company shall so determine, new Securities of any series so modified as to conform, in the opinion of the Trustee and the Company, to any such supplemental indenture may be prepared and executed by the Company and authenticated and delivered by the Trustee in exchange for Outstanding Securities of such series.

ARTICLE TEN

Covenants

SECTION 1001. Payments of Principal, Premium and Interest.

The Company covenants and agrees for the benefit of each series of Securities that it will duly and punctually pay the principal of (and premium, if any) and interest on the Securities of that series in accordance with the terms of the Securities, any coupons appertaining thereto and this Indenture. Any interest due of Bearer Securities on or before Maturity, other than additional amounts, if any payable as provided in Section 1004 in respect of principal of (or premium, if any, on) such a Security, shall be payable only upon presentation and surrender of the several coupons for such interest installments as are evidenced thereby as they severally mature.

SECTION 1002. Maintenance of Office or Agency.

The Company will maintain in each Place of Payment for any series of Securities an office or agency where Securities of that series (but, except as otherwise provided below, unless such Place of Payment is located outside the United States, not Bearer Securities) may be presented or surrendered for payment, where Securities of that series may be surrendered for registration of transfer or exchange and where notices and demands to or upon the Company in respect of the Securities of that series and the Indenture may be served. The Company initially hereby appoints the Trustee, its office or agency for each of said purposes, if Securities of a series are Issuable as Bearer Securities, the Company will maintain, subject to any laws or regulations applicable thereto, an office or agency in a Place of Payment for such series which is located outside the United States where Securities of such series and the related coupons may be presented and surrendered for payment including payment of any additional amounts payable on Securities of such series pursuant to Section 1004; provided, however that if the Securities of such series are listed on The Stock Exchange of the United Kingdom and the Republic of Ireland or the Luxembourg Stock Exchange or any other stock exchange located outside the United States and such stock exchange shall so require, the Company will maintain a Paying Agent in London or Luxembourg or any other required city located outside the United States, as the case may be, so long as the Securities of such series are listed on such exchange. The Company will give prompt written notice to the Trustee of the location, and any change in the location, of such office or agency. If at any time the Company shall fail to maintain any such required office or agency in respect of any series of Securities or shall fail to furnish the Trustee with the address thereof, such presentations and surrenders of Securities of that series may be made and notices and demands may be made or served at the Corporate Trust Office of the Trustee, except that Bearer Securities of that series and the related coupons may be presented and surrendered for payment (including payment of any additional amounts payable on Bearer Securities of that series pursuant to Section 1004) at the place specified for the purpose pursuant to Section 301 or, if no such place is specified, at the main office of the Trustee in London, and the Company hereby appoints the Trustee as its agent to receive such respective presentations, surrenders, notices and demands.

No payment of principal, premium or interest on Bearer Securities shall be made at any office or agency of the Company in the United States or by check mailed to any address in the United States or by transfer to an account maintained with a bank located in the United States; provided, however, payment of principal of and any premium and interest in U.S. dollars (including additional amounts payable in respect thereof) on any Bearer Security may be made at the Corporate Trust Office of the Trustee in the Borough of Manhattan, The City of New York if (but only if) payment of the full amount of such principal premium. Interest or additional amounts at all offices outside the United States maintained for the purpose by the Company in accordance with this Indenture is illegal or effectively precluded by exchange controls or other similar restrictions.

The Company may also from time to time designate one or more other offices or agencies where the Securities of one or more series may be presented or surrendered for any or all such purposes and may from time to time rescind such designations; provided, however, that no such designation or rescission shall in any manner relieve the Company of its obligation to

maintain an office or agency in each Plan of Payment in accordance with the requirements set forth above for Securities of any series for such purposes. The Company will give prompt written notice to the Trustee of any such designation or rescission and of any change in the location of any such other office or agency.

SECTION 1003. Money for Securities Payments to Be Held in Trust.

If the Company shall at any time act as its own Paying Agent with respect to any series of Securities, it will, on or before each due date of the principal of (and premium, if any) or interest on any of the Securities of that series, segregate and hold in trust for the benefit of the Persons entitled thereto a sum sufficient to pay the principal (and premium, if any) or interest so becoming due until such sums shall be paid to such Persons or otherwise disposed of as herein provided and will promptly notify the Trustee of its action or failure so to act.

Whenever the Company shall have one or more Paying Agents for any series of Securities, it will, prior to each due date of the principal of (and premium, if any) or interest on any Securities of that series, deposit with a Paying Agent a sum sufficient to pay the principal (and premium, if any) or interest so becoming due, such sum to be held in trust for the benefit of the Persons entitled to such principal, premium or interest, and, (unless such Paying Agent is the Trustee) the Company will promptly notify the Trustee of its action or failure so to act.

The Company will cause each Paying Agent for any series of Securities other than the Trustee to execute and deliver to the Trustee an instrument in which such Paying Agent shall agree with the Trustee, subject to the provisions of this Section, that such Paying Agent will:

- (1) hold all sums held by it for the payment of the principal of (and premium, if any) or interest on Securities of that series in trust for the benefit of the Persons entitled thereto until such sums shall be paid to such Persons or otherwise disposed of as herein provided;
- (2) give the Trustee notice of any default by the Company (or any other obligor upon the Securities of that series) in the making of any payment of principal of (and premium, if any) or interest on the Securities of that series; and
- (3) at any time during the continuance of any such default, upon the written request of the Trustee, forthwith pay to the Trustee all sums so held in trust by such Paying Agent.

The Company may at any time, for the purpose of obtaining the satisfaction and discharge of this Indenture or for any other purpose, pay, or by Company Order direct any Paying Agent to pay, to the Trustee all sums held in trust by the Company or such Paying Agent, such sums to be held by the Trustee upon the same trusts as those upon which such sums were held by the Company or such Paying Agent; and, upon such payment by any Paying Agent to the Trustee, such Paying Agent shall be released from all further liability with respect to such money.

SECTION 1002. Maintenance of Office or Agency.

Any money deposited with the Trustee or any Paying Agent, or then held by the Company, in trust for the payment of the principal of (and premium, if any) or interest on any Security of any series and remaining unclaimed for three years after such principal (and premium, if any) or interest has become due and payable shall be paid to the Company on Company Request, or (if then held by the Company) shall be discharged from such trust; and the Holder of such Security or any coupon appertaining thereto shall thereafter, as an unsecured general creditor, look only to the Company for payment thereof, and all liability of the Trustee or such Paying Agent with respect to such trust money, and all liability of the Company as trustee thereof, shall thereupon cease; however, that the Trustee or such Paying Agent, before being required to make any such repayment, may at the expense of the Company cause to be published once, in an Authorized Newspaper in each Place of Payment or mailed to each such Holder, or both, notice that such money remains unclaimed and that, after a date specified therein, which shall not be less than 30 days from the date of such publication or mailing, any unclaimed balance of such money then remaining will be repaid to the Company.

SECTION 1004. Additional Amounts.

If the Securities of a series provide for the payment of additional amounts, the Company will pay to the Holder of any Security of any series or any coupon appertaining thereto additional amounts as provided therein. Whenever in this Indenture there is mentioned, in any context, the payment of principal of (or premium, if any) or interest on, or in respect of, any Security of any series or any related coupon or the net proceeds received on the sale or exchange of any Security of any series, such mention shall be deemed to include mention of the payment of additional amounts provided for in this Section to the extent that, in such context, additional amounts are, were or would be payable in respect thereof pursuant to the provisions of this Section and express mention of the payment of additional amounts (if applicable) in any provisions hereof shall not be construed as excluding additional amounts in those provisions hereof where such express mention is not made.

If the Securities of a series provide for the payment of additional amounts, at least 10 days prior to the first Interest Payment Date with respect to that series of Securities (or if the Securities of that series will not bear interest prior to Maturity, the first day on which a payment of principal (and premium, if any) is made), and at least 10 days prior to each date of payment of principal (and premium, if any) or interest if there has been any change with respect to the matters set forth in the below-mentioned Officers' Certificate, the Company will furnish the Trustee and the Company's principal Agent or Paying Agents, if other than the Trustee, with an Officers' Certificate instructing the Trustee and such Paying Agent or Paying Agents whether such payment of principal of (and premium, if any) or interest on the Securities of that series shall be made to Holders of Securities of that series or the related coupons who are United States Aliens without withholding for or on account of any tax, assessment or other governmental charge described in the Securities of that series, if any such withholding shall be required, then such Officers' Certificate shall specify by country the amount, if any, required to be withheld on such payments to such Holders of Securities or coupons and the Company will pay to the Trustee or such Paying Agent the additional amounts required by this Section. The Company covenants to indemnify the Trustee and any Paying Agent, for and to hold them

harmless against, any loss, liability or expense reasonably incurred without negligence or bad faith on their part arising out of or in connection with actions taken or omitted by any of them in reliance on any Officers' Certificate furnished pursuant to this Section.

SECTION 1005. Corporate Existence.

Subject to Article Eight, the Company will do or cause to be done all things necessary to preserve and keep in full force and effect its corporate existence and that of each Subsidiary and the rights (charter and statutory) and franchises of the Company and its Subsidiaries; provided, however, that the Company shall not be required to preserve any such right or franchise if the Board of Directors shall determine that the preservation thereof is no longer desirable in the conduct of the business of the Company and its Subsidiaries considered as a whole and that the loss thereof is not disadvantageous in any material respect to the Holders.

SECTION 1006. Maintenance of Properties.

The Company will cause all properties used or useful in the conduct of its business or the business of any Subsidiary to be maintained and kept in good condition, repair and working order and supplied with all necessary equipment and will cause to be made all necessary repairs, renewals, replacements, betterments and improvements thereof, all as in the sole judgment of the Company may be necessary so that the business carried on in connection therewith may be properly and advantageously conducted at all times; provided, however, that nothing in this Section shall prevent the Company from discontinuing the operation or maintenance of any of such properties, or disposing of them if such discontinuance or disposal is, in the judgment of the Company or of the Subsidiary concerned, desirable in the conduct of its business or the business of any Subsidiary and not disadvantageous in any material respect to the Holders of Securities.

SECTION 1007. Payment of Taxes and Other Claims.

The Company will pay or discharge or cause to be paid or discharged, before the same shall become delinquent, (1) all taxes, assessments and governmental charges levied or imposed upon the Company or any Subsidiary or upon the income, profits or property of the Company or any Subsidiary, and (2) all lawful claims for labor, materials and supplies which, if unpaid, might by law become a lien upon the property of the Company or any Subsidiary; provided, however, that the Company shall not be required to pay or discharge or cause to be paid or discharged any such tax, assessment, charge or claim whose amount, applicability or validity is being contested in good faith by appropriate proceedings.

SECTION 1008. Intentionally Omitted.

SECTION 1009. Statement as to Compliance.

The Company will deliver to the Trustee, within 120 days after the end of each fiscal year (which on the date hereof, ends on December 31), a written statement, signed by the Chairman, the President, or a Vice President and by the Treasurer, an Assistant Treasurer, the Controller or an Assistant Controller of the Company, stating, as to each signer thereof, that

(1) a review of the activities of the Company during such year and of performance under this Indenture has been made under his supervision, and

(2) to the best of his knowledge, based on such review, (a) the Company has fulfilled all its obligations under this Indenture throughout such year, or, if there has been a default in the fulfillment of any such obligation, specifying each such default known to him and the nature and status thereof, and (b) no event has occurred and is continuing which is, or after notice or lapse of time or both would become, an Event of Default, or, if such an event has occurred and is continuing, specifying each such event known to him and the nature and status thereof.

The Company will deliver to the Trustee within 30 days after the occurrence thereof written notice of any event which with the giving of notice and the lapse of time would become an Event of Default under clause (4) or (5) of Section 501.

SECTION 1010. Waiver of Certain Covenants.

The Company may omit in any particular instance to comply with any term, provision or condition set forth in Sections 1006 and 1007 with respect to the Securities of any series if before the time for such compliance the Holders of at least a majority in principal amount of the Outstanding Securities of such series shall, by Act of such Holders, either waive such compliance in such instance or generally waive compliance with such term, provision or condition, but no such waiver shall extend to or affect such term, provision or condition except to the extent so expressly waived, and, until such waiver shall become effective, the obligations of the Company and the duties of the Trustee in respect of any such term, provision or condition shall remain in full force and effect.

ARTICLE ELEVEN

Redemption of Securities

SECTION 1101. Applicability of Article.

Securities of any series which are redeemable before their Stated Maturity shall be redeemable in accordance with their terms and (except as otherwise specified as contemplated by Section 301 for Securities of any series) in accordance with this Article.

SECTION 1102. Election to Redeem; Notice to Trustee.

The election of the Company to redeem any Securities shall be evidenced by a Board Resolution. In case of any redemption at the election of the Company of all of the Securities of any series, the Company shall, at least 60 days prior to the Redemption Date fixed by the Company (unless a shorter notice shall be satisfactory to the Trustee), notify the Trustee in writing of such Redemption Date. In case of any redemption at the election of the Company of less than all the Securities of any series, the Company shall, at least 60 days prior to the Redemption Date fixed by the Company (unless a shorter notice shall be satisfactory to the Trustee), notify the Trustee in writing of such Redemption Date and of the principal amount of Securities of

such series to be redeemed. In the case of any redemption of Securities (i) prior to the expiration of any restriction on such redemption provided in the terms of such Securities or elsewhere in this Indenture, or (ii) pursuant to an election of the Company which is subject to a condition specified in the terms of such Securities, the Company shall furnish the Trustee with an Officers' Certificate evidencing compliance with such restriction or condition.

SECTION 1103. Selection by Trustee of Securities to be Redeemed.

If less than all the Securities of any series are to be redeemed, the particular Securities to be redeemed shall be selected not more than 60 days prior to the Redemption Date by the Trustee, from the Outstanding Securities of such series not previously called for redemption, by such method as the Trustee shall deem fair and appropriate and which may provide for the selection for redemption of portions (equal to the minimum authorized denomination for Securities of that series or any integral multiple thereof) of the principal amount of Registered Securities of such series of a denomination larger than the minimum authorized denomination, for Securities of that series. Unless otherwise provided in the Securities of a series, partial redemptions must be in an amount not less than \$1,000,000 principal amount of Securities.

The Trustee shall promptly notify the Company in writing of the Securities selected for redemption and, in the case of any Securities selected for partial redemption, the principal amount thereof to be redeemed.

For all purposes of this Indenture, unless the context otherwise requires, all provisions relating to the redemption of Securities shall relate, in the case of any Securities redeemed or to be redeemed only in part, to the portion of the principal amount of such Securities which has been or is to be redeemed.

SECTION 1104. Notice of Redemption.

Notice of redemption shall be given in the manner provided in Section 106 to the Holders of Securities to be redeemed not less than 30 nor more than 60 days prior to the Redemption Date.

All notices of redemption shall state:

- (1) the Redemption Date,
- (2) the Redemption Price,
- (3) if less than all the Outstanding Securities of any series are to be redeemed, the identification (and, in the case of partial redemption, the principal amounts) of the particular Securities to be redeemed,
- (4) that on the Redemption Date the Redemption Price will become due and payable upon each such Security to be redeemed and, if applicable, that interest thereon will cease to accrue on and after said date.

(5) the place or places where such Securities, together in the case of Bearer Securities with all coupons appertaining thereto, if any, maturing after the Redemption Date, are to be surrendered for payment of the Redemption Price, and

(6) that the redemption is for a sinking fund, if such is the case.

A notice of redemption published, as contemplated by Section 106 need not identify particular Registered Securities to be redeemed.

Notice of redemption of Securities to be redeemed at the election of the Company shall be given by the Company or, at the Company's request, by the Trustee in the name and at the expense of the Company.

**SECTION 1105. Deposit of Redemption Price.**

On or prior to any Redemption Date, the Company shall deposit with the Trustee or with a Paying Agent (or, if the Company is acting as its own Paying Agent, segregate and hold in trust as provided in Section 1003) an amount of money sufficient to pay the Redemption Price of, and (except if the Redemption Date shall be an Interest Payment Date) accrued interest on, all the Securities which are to be redeemed on that date.

**SECTION 1106. Securities Payable on Redemption Date.**

Notice of redemption having been given as aforesaid, the Securities so to be redeemed shall, on the Redemption Date, become due and payable at the Redemption Price therein specified, and from and after such date (unless the Company shall default in the payment of the Redemption Price and accrued interest) such Securities shall cease to bear interest and the coupons for such interest appertaining to any Bearer Securities so to be redeemed, except to the extent provided below, shall be void. Upon surrender of any such security for redemption in accordance with said notice, together with all coupons, if any, appertaining thereto maturing after the Redemption Date, such Security shall be paid by the Company at the Redemption Price, together with accrued interest to the Redemption Date; provided, however, that installments of interest on Bearer Securities whose Stated Maturity is on or prior to the a Redemption Date shall be payable only upon presentation and surrender of coupons for such interest (at an office or agency located outside the United States except as otherwise provided in Section 1002), and provided, further, that installments of interest on Registered Securities whose Stated Maturity is on or prior to the Redemption Date shall be payable to the Holders of such Securities, or one or more Predecessor Securities, registered as such at the close of business on the relevant Record Dates according to their terms and the provisions of Section 307.

If any Bearer Security surrendered for redemption shall not be accompanied by all appurtenant coupons maturing after the Redemption Date, such Security may be paid after deducting from the Redemption Price an amount equal to the face amount of all such missing coupons, or the surrender of such missing coupon or coupons may be waived by the Company and the Trustee if there be furnished to them such security or indemnity as they may require to save each of them and any Paying Agent harmless, if thereafter the Holder of such Security shall surrender to the Trustee or any Paying Agent any such missing coupon in respect of which a deduction shall have been made from the

Redemption Price, such Holder shall be entitled to receive the amount so deducted; provided, however, that interest represented by coupons shall be payable only upon presentation and surrender of those coupons at an office or agency located outside of the United States except as otherwise provided in Section 1002.

If any Security called for redemption shall not be so paid upon surrender thereof for redemption, the principal (and premium, if any) shall, until paid, bear interest from the Redemption Date at the rate prescribed therefor in the Security.

SECTION 1107. Securities Redeemed in Part.

Any Registered Security which is to be redeemed only in part shall be surrendered at a Place of Payment therefor (with, if the Company or the Trustee so requires, due endorsement by, or a written instrument of transfer in form satisfactory to the Company and the Trustee duly executed by the Holder thereof or his attorney duly authorized in writing), and the Company shall execute, and the Trustee shall authenticate and deliver to the Holder of such Security without service charge, a new Registered Security or Securities of the same series, Stated Maturity and of any authorized denomination as requested by such holder, in aggregate principal amount equal to and in exchange for the unredeemed portion of the principal of the Security so surrendered.

ARTICLE TWELVE

Sinking Funds

SECTION 1201. Applicability of Article.

The provisions of this Article shall be applicable to any sinking fund for the retirement of Securities of a series except as otherwise specified as contemplated by Section 301 for Securities of such series.

The minimum amount of any sinking fund payment provided for by the terms of Securities of any series is herein referred to as a "mandatory sinking fund payment," and any payment in excess of such minimum amount provided for by the terms of Securities of any series is herein referred to as an "optional sinking fund payment." If provided for by the terms of Securities of any series, the cash amount of any sinking fund payment may be subject to reduction as provided in Section 1202. Each sinking fund payment shall be applied to the redemption of Securities of any series as provided for by the terms of Securities of such series.

SECTION 1202. Satisfaction of Sinking Fund Payments with Securities.

The Company (1) may deliver Outstanding Securities of a series (other than any previously called for redemption), together in the case of any Bearer Securities of such series with all unmatured coupons appertaining thereto, and (2) may apply as a credit Securities of a series which have been redeemed either at the election of the Company pursuant to the terms of such Securities or through the application of permitted optional sinking fund payments pursuant to the terms of such Securities, in each case in satisfaction of all or any part of any sinking fund payment with respect to the Securities of such series required to be made pursuant to the terms of such Securities as

provided for by the terms of such series, provided that such Securities have not been previously so credited. Such Securities shall be received and credited for such purpose by the Trustee at the Redemption Price specified in such Securities for redemption through operation of the sinking fund and the amount of such sinking fund payment shall be reduced accordingly.

SECTION 1203. Redemption of Securities for Sinking Fund.

Not less than 60 days prior to each sinking fund payment date for any series of Securities, the Company will deliver to the Trustee an Officers' Certificate specifying the amount of the next ensuing sinking fund payment for that series pursuant to the terms of that series, the portion thereof, if any, which is to be satisfied by payment of cash and the portion thereof, if any, which is to be satisfied by delivering and crediting Securities of that series pursuant to Section 1202 and stating the basis for such credit and that such Securities have not previously been so credited and will also deliver to the Trustee any Securities to be so delivered. Not less than 30 days before each such sinking fund payment date the Trustee shall select the Securities to be redeemed upon such sinking fund payment date in the manner specified in Section 1103 and cause notice of the redemption thereof to be given in the name of and at the expense of the Company in the manner provided in Section 1104. Such notice having been duly given, the redemption of such Securities shall be made upon the terms and in the manner stated in Sections 1106 and 1107.

ARTICLE THIRTEEN

Meetings of Holders of Securities

SECTION 1301. Purposes for Which Meetings May be Called.

If Securities of a series are issuable as Bearer Securities, a meeting of Holders of Securities of such series may be called at any time and from time to time pursuant to this Article to make, give or take any request, demand, authorization, directions, notice, consent, waiver or other action provided by this Indenture to be made, given or taken by Holders of Securities of such series.

SECTION 1302 . Call Notice and Place of Meeting.

(a) The Trustee may at any time call a meeting of Holders of Securities of any series for any purpose specified in Section 1301, to be held at such time and at such place in the Borough of Manhattan, The City of New York, or in London as the Trustee shall determine. Notice of every meeting of Holders of Securities of any series, setting forth the time and the place of such meeting and in general terms the action proposed to be taken at such meeting, shall be given in the manner provided in Section 106, not less than 21 more than 180 days prior to the date fixed for the meeting.

(b) In case at any time the Company, pursuant to a Board Resolution, or the Holders of at least 10% in principal amount of the Outstanding Securities of any series shall have requested the Trustee to call a meeting of the Holders of Securities of such series for any purpose specified in Section 1301, by written request setting forth in reasonable detail the action proposed to be taken at the meeting, and the Trustee shall not have made the first publication of the notice of such meeting within 21 days after receipt of such request or shall not thereafter proceed to cause the meeting to be

held as provided herein, then the Company or the Holders of Securities of such series in the amount above specified, as the case may be, may determine the time and the place in the Borough of Manhattan, The City of New York, or in London for such meeting and may call such meeting for such purposes by giving notice thereof as provided in Subsection (a) of this Section.

SECTION 1303. Persons Entitled to Vote at Meetings.

To be entitled to vote at any meeting of Holders of Securities of any series, a Person shall be (1) a Holder of one or more Outstanding Securities of such series, or (2) a Person appointed by an instrument in writing as proxy for a Holder or Holders of one or more Outstanding Securities of such series by such Holder or Holders. The only Persons who shall be entitled to be present or to speak at any meeting of Holders of Securities of any series shall be the Persons entitled to vote at such meeting and their counsel, any representatives of the Trustee and its counsel and any representatives of the Company and its counsel.

SECTION 1304. Quorum: Action.

The Persons entitled to vote a majority in principal amount of the Outstanding Securities of a series shall constitute a quorum for a meeting of Holders of Securities of such series. In the absence of a Quorum within 30 minutes of the time appointed for any such meeting, the meeting shall, if convened at the request of Holders of Securities of such series, be dissolved. In any other case the meeting may be adjourned for a period of not less than 10 days as determined by the chairman of the meeting prior to the adjournment of such meeting. In the absence of a quorum at any such adjourned meeting, such adjourned meeting may be further adjourned for a period of not less than 10 days as determined by the chairman of the meeting prior to the adjournment of such adjourned meeting. Except as provided by Section 1305(d), notice of the reconvening of any adjourned meeting shall be given as provided in Section 1302(a), except that such notice need be given only once not less than five days prior to the date on which the meeting is scheduled to be reconvened. Notice of the reconvening of an adjourned meeting shall state expressly the percentage, as provided above, of the principal amount of the Outstanding Securities of such series which shall constitute a quorum.

Except as limited by the proviso to Section 902, any resolution presented to a meeting or adjourned meeting duly reconvened at which a quorum is present as aforesaid may be adopted only by the affirmative vote of the Holders of a majority in principal amount of the Outstanding Securities of that series; provided, however, that, except as limited by the proviso to Section 902, any resolution with respect to any request, demand, authorization, direction, notice, consent, waiver or other action which this Indenture expressly provides may be made, given or taken by the Holders of a specified percentage, which is less than a majority, in principal amount of the Outstanding Securities of a series may be adopted at a meeting or an adjourned meeting duly reconvened and at which a quorum is present as aforesaid by the affirmative vote of the Holders of such specified percentage in principal amount of the Outstanding Securities of that series.

Any resolution passed or decision taken at any meeting of Holders of Securities of any series duly held in accordance with this Section shall be binding on all the Holders of Securities of such series and the related coupons, whether or not present or represented at the meeting.

SECTION 1305. Determination of Voting Rights; Conduct and Adjournment of Meetings.

(a) Notwithstanding any other provisions of this Indenture, the Trustee may make such reasonable regulations as it may deem advisable for any meeting of Holders of Securities of such series in regard to proof of the holding of Securities of such series and of the appointment of proxies and in regard to the appointment and duties of Inspectors of votes, the submission and examination of proxies, certificates and other evidence of the right to vote, and such other matters concerning the conduct of the meeting as it shall deem appropriate. Except as otherwise permitted or required by any such regulations, the holding of Securities shall be proved in the manner specified in Section 104 and the appointment of any proxy shall be proved in the manner specified in Section 104. Such regulations may provide that written instruments appointing proxies, regular on their face, may be presumed valid and genuine without the proof specified in Section 104 or other proof.

(b) The Trustee shall, by an instrument in writing, appoint a temporary chairman of the meeting, unless the meeting shall have been called by the Company or by Holders of Securities as provided in Section 1302(b), in which case the Company or the Holders of Securities of the series calling the meeting, as the case may be, shall in like manner appoint a temporary chairman. A permanent chairman and a permanent secretary of the meeting shall be elected by vote of the Persons entitled to vote a majority in principal amount of the Outstanding Securities of such series represented at the meeting.

(c) At any meeting each Holder of a Security of such series or proxy shall be entitled to one vote for each \$1,000 principal amount of Securities of such series held or represented by him; provided, however, that no vote shall be cast or counted at any meeting in respect of any Security challenged as not Outstanding and ruled by the chairman of the meeting to be not Outstanding. The chairman of the meeting shall have no right to vote, except as a Holder of a Security of such series or proxy.

(d) Any meeting of Holders of Securities of any series duly called pursuant to Section 1302 at which a quorum is present may be adjourned from time to time by Persons entitled to vote a majority in principal amount of the Outstanding Securities of such series represented at the meeting; and the meeting may be held as so adjourned without further notice.

SECTION 1306. Counting Votes and Recording Action of Meetings.

The vote upon any resolution submitted to any meeting of Holders of Securities of any series shall be by written ballots on which shall be subscribed the signatures of the Holders of Securities of such series or of their Representatives by proxy and the principal amounts and serial numbers of the Outstanding Securities of such series held or represented by them. The permanent chairman of the meeting shall appoint two inspectors of votes who shall count all votes cast at the meeting for or against any resolution and who shall make and file with the secretary of the meeting their verified written reports in triplicate of all votes cast at the meeting. A record, at least in triplicate, of the proceedings of each meeting of Holders of Securities of any series shall be prepared by the secretary of the meeting and there shall be attached to said record the original reports of the inspectors

of votes on any vote by ballot taken thereat and affidavits by one or more persons having knowledge of the facts setting forth a copy of the notice of the meeting and showing that said notice was given as provided in Section 1302 and, if applicable, Section 1304. Each copy shall be signed and verified by the affidavits of the permanent chairman and secretary of the meeting and one such copy shall be delivered to the Company, and another to the Trustee to be preserved by the Trustee, the latter to have attached thereto the ballots voted at the meeting. Any record so signed and verified shall be conclusive evidence of the matters therein stated.

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This instrument may be executed in any number of counterparts, each of which so executed shall be deemed to be an original, but all such counterparts shall together constitute hut one and the same instrument.

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Exhibit 4.2

Published CUSIP Numbers: 67020NAF1 (Facility)  
67020NAE4 (Revolver)

AMENDED AND RESTATED CREDIT AGREEMENT

Dated as of December 8, 2017

among

NSTAR ELECTRIC COMPANY  
(DOING BUSINESS AS EVERSOURCE ENERGY),  
as the Borrower,

BARCLAYS BANK PLC,  
as Administrative Agent and Swing Line Lender,

and

THE OTHER LENDERS PARTY HERETO

MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED,  
BARCLAYS BANK PLC,  
CITIGROUP GLOBAL MARKETS INC.,  
THE BANK OF TOKYO-MITSUBISHI UFJ, LTD.,  
WELLS FARGO SECURITIES, LLC,  
MIZUHO BANK, LTD.,  
TD SECURITIES (USA) LLC

and

U.S. BANK NATIONAL ASSOCIATION,  
as Joint Lead Arrangers and Joint Bookrunners

BANK OF AMERICA, N.A.,  
as Syndication Agent

CITIBANK, N.A.,  
THE BANK OF TOKYO-MITSUBISHI UFJ, LTD.,  
WELLS FARGO BANK, NATIONAL ASSOCIATION,  
MIZUHO BANK, LTD.,  
TD BANK, N.A.

and

U.S. BANK NATIONAL ASSOCIATION,  
as Co-Documentation Agents

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