

NSTAR/MA
Form 425
April 08, 2011

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **April 8, 2011**

NORTHEAST UTILITIES

(Exact name of registrant as specified in its charter)

Massachusetts

001-5324

04-2147929

(State or other jurisdiction)

of organization)

(Commission File Number)

(I.R.S. Employer

Identification No.)

**One Federal Street, Building
111-4**

Springfield, Massachusetts

01105

(Address of principal executive
offices)

(Zip Code)

Registrant's telephone number, including area code: **(860) 665-5000**

Not Applicable

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

p

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

..

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

..

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

..

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 8

Other Events

Item 8.01

Other Events.

On April 8, 2011, Northeast Utilities and NSTAR issued a joint news release announcing a supplemental filing related to the proposed Northeast Utilities - NSTAR merger made today by the companies with the Massachusetts Department of Public Utilities. The filing provides more detailed information about the customer and environmental benefits of the proposed merger, as well as short-term and long-term savings anticipated to result from the merger. A copy of the news release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

For further information regarding the proposed Northeast Utilities - NSTAR merger, please refer to the Registration Statement on Form S-4 (Registration No. 333-170754) filed by Northeast Utilities with the Securities and Exchange Commission (SEC) in connection with the merger, and Northeast Utilities Annual Report on Form 10-K for the year ended December 31, 2010, filed with the SEC on February 25, 2011.

Section 9

Financial Statements and Exhibits

Item 9.01

Financial Statements and Exhibits.

(d)

Exhibits.

Exhibit Number

Description

99.1

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Joint news release, dated April 8, 2011, issued by Northeast Utilities and NSTAR announcing a supplemental filing made today by the companies with the Massachusetts Department of Public Utilities.

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SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

NORTHEAST UTILITIES

(Registrant)

April 8, 2011

By:

/S/ JAY S. BUTH

Jay S. Buth

Vice President-Accounting and Controller