BUTH JAY S. Form 4 January 08, 2013

# FORM 4

## **OMB APPROVAL**

5. Relationship of Reporting Person(s) to

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

OMB 3235-0287 Number: January 31,

Check this box if no longer subject to Section 16. Form 4 or

Expires: STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

2005 Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

**SECURITIES** 

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

value

(Print or Type Responses)

1. Name and Address of Reporting Person \*

BUTH JAY	Y S. Syı		Symbol			TICKEI OI			Issuer			
		NORTHEAST UTILITIES [NU]						(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of			ansaction						
	C/O NORTHEAST UTILITIES, 56 CROSPECT STREET  (Street)		(Month/Day/Year) 01/04/2013						Director 10% OwnerX Officer (give title Other (specify below)  VP, Controller, Chief Acct Off			
	4. If Ame	ndment	, Dat	te Origina	1		6. Individual or Joint/Group Filing(Check					
IIA DEFOD	ARTFORD, CT 06103		Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
HARTFORD, CT 06103									Person			
(City)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)		2. Transaction Date 2A. Deer (Month/Day/Year) Executio any (Month/I			3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)  (A) or Code V Amount (D) Price			d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Shares, \$5.00 par value	01/04/2013			X	•	147	A	( <u>1</u> )	16,096 (2)	D		
Common Shares, \$5.00 par value	01/04/2013			D		147 (3)	D	\$ 39.64	15,949 (2)	D		
Common Shares, \$5.00 par									525 <u>(4)</u>	I	401k Plan	

#### Edgar Filing: BUTH JAY S. - Form 4

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. Number onof	6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities		8. Price of Derivative
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Code Derivative		(Month/Day/Year)		(Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Shares	(1)	01/04/2013		X	147	<u>(1)</u>	<u>(1)</u>	Common Shares, \$5.00 par value	147	<u>(1)</u>

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BUTH JAY S. C/O NORTHEAST UTILITIES 56 PROSPECT STREET HARTFORD, CT 06103

VP, Controller, Chief Acct Off

### **Signatures**

Jay S. Buth 01/07/2013

\*\*Signature of Person Date

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Reporting Person's deferred compensation under the Northeast Utilities Deferred Compensation Plan for Executives, a non-qualified deferred compensation plan, that is nominally invested as common shares. Each phantom share represents the right to receive the cash value of one NU common share upon a distribution event, following vesting. Additional phantom shares are issued upon the automatic reinvestment of dividend-equivalents exempt from the line item reporting under SEC Rule 16a-11.

Reporting Owners 2

### Edgar Filing: BUTH JAY S. - Form 4

- (2) Includes restricted share units and dividend equivalents thereon.
  - Each phantom share was the economic equivalent of one common share of the Issuer. On January 4, 2013, due to a previous election, Mr.
- (3) Buth became entitled to a distribution of his entire account in the Issuer's Deferred Compensation Plan for Executives (a non-qualified plan), including the phantom shares.
- (4) Shares held in trust under the Northeast Utilities Service Company 401k Plan, a qualified plan, according to information supplied by the plan's recordkeeper.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.