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SHIVERY CHARLES W

Form 4

February 02, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

January 31, Expires: 2005

OMB APPROVAL

0.5

Estimated average burden hours per response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

| 1. Name and Address of Reporting Person * SHIVERY CHARLES W | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | | |
|---|---------|----------|---|---|--|--|--|
| | | | NORTHEAST UTILITIES [NU] | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | | |
| C/O NORTHEAST UTILITIES, 107 SELDEN STREET | | | (Month/Day/Year) 01/31/2007 | Director 10% Owner X Officer (give title X Other (specify below) below) Chair. of Bd., Pres. & CEO / & Trustee | | | |
| (Street) | | | 4. If Amendment, Date Original 6. Individual or Joint/Group I | | | | |
| BERLIN, CT 06037 | | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | | · ID· I c D C·II O I | | | |

| (City) | (State) (Z | Zip) Table | I - Non-D | erivative S | Securi | ities Ac | quired, Disposed | of, or Beneficia | lly Owned |
|--------------------------------------|---|---|-----------|-------------|-----------|------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | * | | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Shares, \$5 par value | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) 1,065 (1) | I | By 401(k) Plan Trustee |
| Common Shares, \$5 par value | 01/31/2007 | | A | 932 | A | <u>(2)</u> | 4,177 <u>(2)</u> | I | Deferred Comp. Plan |
| Common Shares, \$5 par value | | | | | | | 198,440 (3) | D | |

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

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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 Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transact Code (Instr. 8) | 5. onNumber of Derivativ Securities Acquired | | ate | Amou Under Secur | unt of rlying | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Owne Follo |
|---|---|---|---|--------------------------------------|---|---------------------|--------------------|------------------------|--|---|--|
| | · | | | | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | | Repo Trans (Instr |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SHIVERY CHARLES W C/O NORTHEAST UTILITIES 107 SELDEN STREET BERLIN, CT 06037

Chair. of Bd., Pres. & CEO

& Trustee

Signatures

/s/ Charles W. 02/02/2007 Shivery

**Signature of Date
Reporting Person

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).
- Shares held in trust under the Northeast Utilities Service Company 401(k) Plan, a qualified plan, as of January 31, 2007, according to information supplied by the plan's recordkeeper.
- Employer matching contributions under the Northeast Utilities Service Company Deferred Compensation Plan for Executives, receipt of which has been deferred, as of January 31, 2007. Share price averages \$23.32. Actual price is determined on the applicable payroll date.
- (3) Includes restricted shares and restriced share units; in addition, the reporting person also directly holds 29,024 stock options to purchase common shares, previously reported on Form 4. Included among shares directly held are 536 shares acquired on January 31, 2007, and 447 shares acquired on July 31, 2006, pursuant to the Northeast Utilities Employee Share Purchase Plan II, a

Reporting Owners 2

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Section 423(b) plan under the Internal Revenue Code, which shares are exempt from Form 4 reporting.

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