Edgar Filing: DiStasio James S - Form 4

Form 4										
April 10, 20								OMB A	PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287	
Check t if no loi	agor								January 31, 2005	
subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. SECURITIES Form 4 or						Estimated burden hou response	average urs per			
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(a) of the	Public U	Jtility Ho	lding Co		inge Act of 1934, t of 1935 or Secti 1940			
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> DiStasio James S			2. Issuer Name and Ticker or Trading Symbol NORTHEAST UTILITIES [NU]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(Last) (First) (Middle) 3. Date of Earliest Transaction				(Check an applicable)					
800 BOYLSTON STREET			(Month/Day/Year) 04/10/2012			Director 10% Owner Officer (give titleX Other (specify below) Trustee				
(Street) BOSTON, MA 02199			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
	MA 02199						Person			
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securi onAcquirec Disposec (Instr. 3,	l (A) or l 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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V						
Reminder: Re	port on a separate line	e tor each cl	ass of sec	urities bene	Perse infor requi	ons who re mation con red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi

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(Instr. 3)	Price of Derivative Security	(Month/Day/	Year) (Instr. 8) Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	of				(Instr.
			Code	V (A)	(D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Shares	<u>(1)</u>	04/10/2012	А	7,772	(1)	(1)	Common Shares	7,772	<u>(1</u>

Reporting Owners

Reporting Owner Name / Address		Relations			
	Director	10% Owner	Officer	Other	
DiStasio James S 800 BOYLSTON STREET BOSTON, MA 02199				Trustee	
Signatures					
/s/ Richard J. Morrison - Attorn DiStasio		04/10/201			

**Signature of Reporting Person

Date

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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).
- (1) Acquired pursuant to the merger (the "Merger") between the registrant and NSTAR in exchange for 5,924 NSTAR phantom shares having a market value of \$47.65 per share at the effective time of the Merger.

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.