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NORTHEAST UTILITIES SYSTEM
Form U5S
April 30, 2001

Commission File Number: 30-246

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549-1004

FORM U5S

ANNUAL REPORT

FOR THE YEAR ENDED DECEMBER 31, 2000

Filed pursuant to the Public Utility Holding Company Act of 1935 by

NORTHEAST UTILITIES

174 Brush Hill Avenue, West Springfield, Massachusetts 01090-0010

(Corporate Address)

Selden Street, Berlin, Connecticut 06037-1616

(Principal Headquarters)

NORTHEAST UTILITIES

FORM U5S ANNUAL REPORT

FOR THE YEAR ENDED DECEMBER 31, 2000

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ITEM 1. SYSTEM COMPANIES AND INVESTMENTS THEREIN AS OF DECEMBER 31, 2000

Name of Company -----	No. of Common Shares Owned -----	% of Voting Power -----
Name of Owner -----		
Northeast Utilities (NU) (1)		
Name of Issuer -----		
The Connecticut Light and Power Company (CL&P) (2) (3) *	7,584,884	100%
Public Service Company of New Hampshire (PSNH) (2) (3) *	1,000	100
Western Massachusetts Electric Company (WMECO) (2) (3) *	590,093	100
North Atlantic Energy Corporation (NAEC) (3)	1,000	100
Holyoke Water Power Company (HWP) (3) *	480,000	100
Northeast Utilities Service Company (NUSCO) (4)	1	100
Northeast Nuclear Energy Company (NNECO) (5)	1,500	100
North Atlantic Energy Service Corporation (NAESCO) (6)	1,000	100
The Quinnehtuk Company (7)	3,500	100
The Rocky River Realty Company (RRR) (7)	100	100

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Yankee Energy System, Inc. (YES) (8)	1,000	100
Charter Oak Energy, Inc. (COE) (9)*	100	100
NU Enterprises, Inc. (NUEI)	100	100

Name of Company

Name of Owner -----	Issuer Book Value -----	Owner's Book Value -----
	(000's)	(000's)

Northeast Utilities (NU) (1)

Name of Issuer

The Connecticut Light and Power Company (CL&P) (2) (3)*	\$732,744	\$732,744
--	-----------	-----------

Public Service Company of New Hampshire (PSNH) (2) (3)*	549,294	549,294
--	---------	---------

Western Massachusetts Electric Company (WMECO) (2) (3)*	171,896	171,896
--	---------	---------

North Atlantic Energy Corporation (NAEC) (3)	160,959	160,959
---	---------	---------

Holyoke Water Power Company (HWP) (3)*	2,788	2,788
---	-------	-------

Northeast Utilities Service Company (NUSCO) (4)	1	1
--	---	---

Northeast Nuclear Energy Company (NNECO) (5)	15,683	15,683
---	--------	--------

North Atlantic Energy Service Corporation (NAESCO) (6)	13	13
---	----	----

The Quinnehtuk Company (7)	(2,494)	(2,494)
----------------------------	---------	---------

The Rocky River Realty Company (RRR) (7)	684	684
---	-----	-----

Yankee Energy System, Inc. (8)	484,155	484,155
--------------------------------	---------	---------

Charter Oak Energy, Inc. (COE) (9)*	18,867	18,867
-------------------------------------	--------	--------

NU Enterprises, Inc. (NUEI)	115,327	115,327
-----------------------------	---------	---------

Name of Company

Name of Owner -----	No. of Common Shares Owned -----	% of Voting Power -----
------------------------	--	-------------------------------

The Connecticut Light and
Power Company (2) (3)***

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Name of Issuer

CL&P Receivables Corporation (CRC)	100	100
CL&P Capital, L.P.	-	100
Electric Power, Incorporated**	100	100
The Connecticut Steam Company**	10	100
The Nutmeg Power Company**	60	100

Name of Owner

Public Service Company of New Hampshire (2) (3)

Name of Issuer

Properties, Inc. (7)	200	100
----------------------	-----	-----

Name of Company

Name of Owner -----	Issuer Book Value ----- (000's)	Owner's Book Value ----- (000's)
------------------------	--	---

The Connecticut Light and
Power Company (2) (3)***

Name of Issuer

CL&P Receivables Corporation (CRC)	\$98,797	\$98,797
CL&P Capital, L.P.	3,100	3,100
Electric Power, Incorporated**	1	1
The Connecticut Steam Company**	1	1
The Nutmeg Power Company**	2	2

Name of Owner

Public Service Company of New Hampshire (2) (3)

Name of Issuer

Properties, Inc. (7)	3,533	3,533
----------------------	-------	-------

Name of Company

Name of Owner -----	No. of Common Shares Owned -----	% of Voting Power -----
------------------------	--	-------------------------------

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Holyoke Water Power Company (3)

Name of Issuer

Holyoke Power and Electric Company (HP&E)	4,850	100
---	-------	-----

Name of Owner

Charter Oak Energy, Inc. (9)

Name of Issuer

COE Development Corporation	100	100
COE Argentina II Corporation	100	100
COE Ave Fenix Corporation	100	100

Name of Owner

HEC Inc.

Name of Issuer

Select Energy Contracting, Inc.	100	100
Southwest HEC Energy Services L.L.C. (10)	-	100
HEC Energy Consulting Canada, Inc.	100	100
Reeds Ferry Supply Co., Inc.	100	100
HEC/Tobyhanna Energy Project, Inc.	100	100
ERI/HEC EFA-Med, L.L.C. (11)	-	50

Name of Company

Name of Owner -----	Issuer Book Value ----- (000's)	Owner's Book Value ----- (000's)
------------------------	--	---

Holyoke Water Power Company (3)		
---------------------------------	--	--

Name of Issuer

Holyoke Power and Electric Company (HP&E)	\$ 390	\$ 390
---	--------	--------

Name of Owner

Charter Oak Energy, Inc. (9)

Name of Issuer

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COE Development Corporation	1,614	1,614
COE Argentina II Corporation	29	29
COE Ave Fenix Corporation	16,029	16,029

Name of Owner

HEC Inc. (9)

Name of Issuer

Select Energy Contracting, Inc.	14,766	14,766
Southwest HEC Energy Services L.L.C. (10)	-	-
HEC Energy Consulting Canada, Inc.	1	1
Reeds Ferry Supply Co., Inc.	(21)	(21)
HEC/Tobyhanna Energy Project, Inc.	183	183
ERI/HEC EFA-Med, L.L.C. (11)	-	-

Name of Company

Name of Owner

No. of Common Shares Owned	% of Voting Power
-----	-----

NU Enterprises, Inc.

Name of Issuer

Northeast Generation Company (NGC)	100	100
Northeast Generation Services Company (NGS)	100	100
Select Energy Portland Pipeline, Inc. (SEPPPI)	100	100
Select Energy, Inc. (Select Energy)	100	100
Mode 1 Communications, Inc. (Mode 1)	100	100
HEC Inc. (HEC)*	100	100

Name of Company

Name of Owner

Yankee Energy System, Inc. (8)

Name of Issuer

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Yankee Gas Services Company (Yankee Gas) (8)	1,000	100
NorConn Properties, Inc. (NorConn) (7) (8)	100	100
Housatonic Corporation (Housatonic) (8)	100	100
Yankee Energy Financial Services (YEFSCO) (8)	200	100
Yankee Energy Services Company (YESCO) (8)	200	100
R. M. Services, Inc. (RMS) (8)	200	100
Yankee Energy Marketing Company (8)**	200	100

Name of Company

Name of Owner -----	Issuer Book Value ----- (000's)	Owner's Book Value ----- (000's)
------------------------	--	---

NU Enterprises, Inc.

Name of Issuer

Northeast Generation Company (NGC)	\$ 47,635	\$ 47,635
Northeast Generation Services Company (NGS)	650	650
Select Energy Portland Pipeline, (SEPPI) Inc.	5,386	5,386
Select Energy, Inc. (Select Energy)	15,473	15,473
Mode 1 Communications, Inc. (Mode 1)	10,079	10,079
HEC Inc. (HEC)*	25,457	25,457

Name of Company

Name of Owner

Yankee Energy System, Inc. (8)

Name of Issuer

Yankee Gas Services Company (Yankee Gas) (8)	467,202	467,202
NorConn Properties, Inc. (NorConn) (7) (8)	217	217
Housatonic Corporation (Housatonic) (8)	27	27

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Yankee Energy Financial Services (YEFSCO) (8)	1,300	1,300
Yankee Energy Services Company (YESCO) (8)	6,695	6,695
R. M. Services, Inc. (RMS) (8)	9,358	9,358
Yankee Energy Marketing Company (8)**	-	-

*Consolidated.

**Inactive.

***Exempt holding company - see Commission Release Nos. 13048 and 14947.

- (1) For information regarding NU's investment in the hydro-transmission companies, see Note A to Item 1.
- (2) For information regarding CL&P's, PSNH's and WMECO's investment in regional nuclear generating companies, see Note A to Item 1.
- (3) Electric utility operating subsidiary.
- (4) Service company which provides support services for the NU system companies.
- (5) Agent for the NU system companies and other New England utilities in operating the Millstone nuclear facilities.
- (6) Agent for the joint owners in operating the Seabrook nuclear facility.
- (7) Subsidiary which constructs, acquires or leases some of the property and facilities used by one or more of the system companies.
- (8) On March 1, 2000, NU completed its acquisition of Yankee Energy System, Inc. (Yankee), the parent company of Yankee Gas Services Company (Yankee Gas), Connecticut's largest natural gas distribution system. Other subsidiaries of Yankee are NorConn Properties, Inc., Housatonic Corporation, Yankee Energy Financial Services, Yankee Energy Services Company, and R. M. Services, Inc.
- (9) Directly and through its subsidiaries, COE formerly developed and invested in cogeneration, small power production and other forms of nonutility generation and in exempt wholesale generators and foreign utility companies, as permitted under the Energy Policy Act of 1992. Now inactive.
- (10) Southwest HEC Energy Services L.L.C. was dissolved on November 21, 2000. The business was transferred to HEC Inc.
- (11) Formed as a Delaware limited liability company on September 18, 2000. HEC owns 50% membership interest. Formed to perform energy services work for the United States Navy.

Note A: The following are CL&P's, PSNH's and WMECO's total investments in regional nuclear generating companies and NU's investments in New England Hydro-Transmission Electric Company, Inc. and New England Hydro-Transmission Corporation:

No. of Common Shares	% of Voting	Carrying Value to
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Name of Owner -----	Name of Issuer -----	Owned -----	Power -----	Owners ----- (000's)
------------------------	-------------------------	----------------	----------------	----------------------------

The Connecticut Light and Power Company:

Connecticut Yankee Atomic Power Co. (b)	120,750	34.5%	\$26,118
Maine Yankee Atomic Power Co. (b)	60,000	12.0	8,581
Vermont Yankee Nuclear Power Corp. (c)	37,242	9.5	5,125
Yankee Atomic Electric Co. (b)	37,583	24.5	1,571

Public Service Company of New Hampshire:

Connecticut Yankee Atomic Power Co. (b)	17,500	5.0	3,988
Maine Yankee Atomic Power Co. (b)	25,000	5.0	3,483
Vermont Yankee Nuclear Power Corp. (c)	15,681	4.0	2,084
Yankee Atomic Electric Co. (b)	10,738	7.0	410

Western Massachusetts Electric Company:

Connecticut Yankee Atomic Power Co. (b)	33,250	9.5	7,182
Maine Yankee Atomic Power Co. (b)	15,000	3.0	2,132
Vermont Yankee Nuclear Power Corp. (c)	9,800	2.5	1,354
Yankee Atomic Electric Co. (b)	10,738	7.0	449

Total System Investment:

Connecticut Yankee Atomic Power Co. (b)	171,500	49.0	37,288
Maine Yankee Atomic Power Co. (b)	100,000	20.0	14,196
Vermont Yankee Nuclear Power Corp. (c)	62,723	16.0	8,563
Yankee Atomic Electric Co. (b)	59,059	38.5	2,430

Northeast Utilities:

New England Hydro-Transmission Electric Company, Inc.	906,324	22.66	10,071
New England Hydro-Transmission Corp.	4,871	22.66	4,939

(b) Yankee Atomic Electric Co.'s, Connecticut Yankee Atomic Power Co.'s and Maine Yankee Atomic Power Co.'s nuclear power plants were shut down permanently on February 26, 1992, December 4, 1996, and August 6, 1997, respectively.

(c) On October 15, 1999, Vermont Yankee Nuclear Power Corporation agreed to sell its nuclear generating unit to Amergen Energy Company, LLC. The deal was rejected by the Vermont Public Service Board as insufficient but the power station is expected to be sold to potential bidders by the end of 2001.

ITEM 2. ACQUISITIONS OR SALES OF UTILITY ASSETS

Restructuring laws in Connecticut required CL&P and WMECO to divest of their nonnuclear generation assets.

On March 14, 2000, CL&P and WMECO closed on the sale of 1,289 megawatts (MW) of hydroelectric generation assets to NU subsidiary Northeast Generation Company. The total consideration received from the sale was \$865.5 million.

ITEM 3. ISSUE, SALE, PLEDGE, GUARANTEE OR ASSUMPTION OF SYSTEM SECURITIES

Descriptions of transactions involving the issue, sale, pledge, guarantee, or assumption of system securities, including short-term borrowings, have been

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filed pursuant to Rule 24, with the exception of certain NU guarantees incident to the procurement of surety bonds and the issue of certain securities, as described below.

In the ordinary course of their businesses, the NU subsidiary companies are required to provide surety or performance bonds. From time to time, NU guarantees the payment of such a bond by its subsidiary through the indemnification of the surety company or agency which has agreed to provide the bond. NU's guarantee of these surety bonds is exempt from the provisions of Section 12(b) of the Public Utility Holding Company Act of 1935, pursuant to Rule 45(b)(6) thereunder. As of December 31, 2000, NU had \$8.4 million of such guarantees outstanding, which was the highest amount outstanding during 2000.

In addition, information relating to the following issuances has been has been filed on Form U-6B-2 in accordance with Rule 52:

1. On April 4, 2000, PSNH entered into two letters of credit and reimbursement agreements totaling \$115.4 million, which support its Series D and E pollution control revenue bonds (PCRBs). The new letters of credit, which replaced similar letters of credit that were set to expire on April 12, 2000, allow the PCRBs to remain in a flexible, floating interest rate mode. Form U-6B-2 for this transaction was filed on April 12, 2000.
2. On October 24, 2000, CL&P, The Bank of New York and certain participating banks identified therein entered into a Standby Bond Purchase Agreement. The expiration date of this liquidity facility is October 23, 2001. Form U-6B-2 for this transaction was filed on November 2, 2000.
3. On September 15, 2000, Toronto-Dominion Bank extended the expiration dates of two letters of credit originally issued for the account of Holyoke Water Power Company (HWP) in support of outstanding bonds in the aggregate principal amount of \$23.3 million to November 6, 2001. Forms U-6B-2 were filed on September 20, 2000.
4. On December 12, 2000, Canadian Imperial Bank of Commerce, New York Agency, extended the expiration date of a letter of credit originally issued for the account of HWP in support of outstanding bonds in the principal amount of \$15 million to December 31, 2001. Form U-6B-2 for this transaction was filed on February 6, 2001.

ITEM 4. ACQUISITION, REDEMPTION OR RETIREMENT OF SYSTEM SECURITIES (1)

Name of Issuer and Title of Issue	Amounts Acquired	
	No. of Shares or Principal Amount	Consideration
NU Enterprises, Inc. (Consolidated)		
Other Notes/Agreements -		
7.6300% First Union Bank/John Hancock	\$ 26,477,000 =====	\$ 26,477,000 =====
Yankee Energy Systems, Inc.		
10.0700% Series AE	\$ 18,050,000	\$ 18,050,000

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8.4800% Series B	20,000,000	20,000,000
8.6300% Series C	20,000,000	20,000,000
7.1900% Series E	30,000,000	30,000,000
6.2000% Series F	50,000,000	50,000,000
6.7500% Series D	20,000,000	20,000,000
	-----	-----
	\$158,050,000	\$158,000,000
	=====	=====

Other Notes/Agreements -

6.2400% NorConn Properties, Inc. - Series A-B	\$ 5,000,000	\$ 5,000,000
	=====	=====

Amounts Retired/Debt Repayment

Name of Issuer and Title of Issue -----	No. of Shares or Principal Amount -----	Consideration -----
--	--	------------------------

The Connecticut Light and Power Company

First Mortgage Bonds -

5.7500% Series XX	\$159,000,000	\$159,000,000
7.3750% Series TT	20,000,000	20,000,000
	-----	-----
	\$179,000,000	\$179,000,000
	=====	=====

Other Notes/Agreements - (2)

Other	\$ 70,635	\$ 70,635
	-----	-----
	\$ 70,635	\$ 70,635
	=====	=====

Western Massachusetts Electric Company

7.7500% Series Y	\$ 50,000,000	\$ 50,000,000
7.7500% Series V	44,150,000	44,150,000
	-----	-----
	\$ 94,150,000	\$ 94,150,000
	=====	=====

Public Service Company of New Hampshire

Other Notes/Agreements -

Variable Series D	\$ 39,500,000	\$ 39,500,000
Variable Series E	69,700,000	69,700,000
	-----	-----
	\$109,200,000	\$109,200,000
	=====	=====

NU Enterprises, Inc. (Consolidated)

Other Notes/Agreements -

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Arizona Public Service Company	\$ 725,000	\$ 725,000
	=====	=====
NU Parent		
8.58% Series A Note	\$ 14,000,000	\$ 14,000,000
8.38% Series B Note	6,000,000	6,000,000
	-----	-----
	\$ 20,000,000	\$ 20,000,000
	=====	=====
The Rocky River Realty Company		
Other Notes/Agreements -		
7.875% Installment Note (2)	\$ 981,000	\$ 981,000
6.620% Mortgage Note	80,014	80,014
8.810% Series A Note (3)	987,697	987,697
	-----	-----
	\$ 2,048,711	\$ 2,048,711
	=====	=====
Northeast Nuclear Energy Company		
Other Notes/Agreements -		
7.67% Senior Notes	\$ 6,011,110	\$ 6,011,110
	=====	=====
North Atlantic Energy Corporation		
First Mortgage Bonds -		
9.05% Series A	\$ 70,000,000	\$ 70,000,000
	=====	=====
Other Notes/Agreements		
Term Note (2)	\$200,000,000	\$200,000,000
	=====	=====
Yankee Energy Systems, Inc.		
Other Notes/Agreements		
6.2400% NorConn Properties, Inc. - Series A-B	\$ 3,400,000	\$ 3,400,000
	=====	=====

(1) For acquisitions, redemptions or retirements of system securities, other than preferred stock, all transactions exempt pursuant to Rule 42(b)(2) or (4).

(2) Unsecured.

(3) Secured.

ITEM 5. INVESTMENTS IN SECURITIES OF NONSYSTEM COMPANIES

Name of Owner	Name of Issuer	Security Owned (1)
-----	-----	-----
Western Massachusetts Electric Company	Massachusetts Mutual Life Insurance	Note
Public Service Company of New Hampshire	Amoskeag Industries, Inc.	Stock

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Northeast Utilities (Parent)	Connecticut Seed Ventures, Ltc.	Limited Partnership Interest
9 Subsidiaries (2)	Various	Stock, Debentures and Notes
Mode 1 Communications, Inc. (3)	NEON Communications, Inc.	Stock
Select Energy Portland Pipeline, Inc.	Portland Natural Gas Transmission	Partnership Interest
NU Enterprises, Inc. (4)	Acumentrics Corporation	Stock

Name of Owner -----	Number of Shares -----	% of Voting Power -----	Carrying Value to Owners ----- (000's)
Western Massachusetts Electric Company	-	-	\$ 190 =====
Public Service Company of New Hampshire	1,000	-	\$ 100 =====
Northeast Utilities (Parent)	-	-	\$ 14 =====
9 Subsidiaries (2)	-	-	\$ 105 =====
Mode 1 Communications, Inc. (3)	4,774,038	25.4%	\$12,949 =====
Select Energy Portland Pipeline, Inc.	-	-	\$ 3,268 =====
NU Enterprises, Inc. (4)	500,000	5%	\$10,000 =====

(1) Recorded at cost on owners' books. Partnership interests are accounted for under the equity method of accounting.

(2) CL&P, WMECO, HWP, The Quinnehtuk Company, NUSCO, NU Parent, PSNH, Yankee Energy System and RRR.

(3) Mode 1 is a wholly owned subsidiary of NU. In July 1998, Mode 1's equity investments, FiveCom LLC and NECOM LLC, were reorganized along with other related companies to form a new company, NorthEast Optic Network, Inc. (NEON), now called NEON Communications, Inc. Mode 1's ownership interest of 40.78 percent in the new company was equal to its combined ownership interest in FiveCom LLC and NECOM LLC. In August 1998, NEON issued 4,000,000 new common shares on the open market in an initial public offering (IPO). In September 2000, two unaffiliated companies agreed to acquire 4,607,878 shares of NEON over time pursuant to a milestone schedule. Assuming the issuance of all shares, Mode 1 would own 20.5 percent of NEON on a fully diluted basis.

(4) In September 2000, NU Enterprises, Inc. purchased 500,000 shares of

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Acumentrics Corporation Class A common stock.

ITEM 6. OFFICERS AND DIRECTORS

Part I. As of December 31, 2000

1. The following is a list of the names and principal business addresses of the individuals who are Trustees of Northeast Utilities (NU), but who are not officers or directors of any other NU system company. The names of the officers and directors of system companies appear in Section 2 below.

Cotton Mather Cleveland
Mather Associates
123 Main Street
P.O. Box 935
New London, NH 03257

Emery G. Olcott
Packard BioScience Company
800 Research Parkway
Meriden, CT 06450

Sanford Cloud, Jr.
The National Conference for
Community and Justice
475 Park Avenue South, 19th Floor
New York, NY 10016

William J. Pape II
American-Republican, Inc.
P.O. Box 2090
398 Meadow Street
Waterbury, CT 06722-2090

Mr. William F. Conway
c/o Northeast Utilities
P.O. Box 270
Hartford, CT 06141-0270

Robert E. Patricelli
Women's Health USA, Inc.
22 Waterville Road
Avon, CT 06001

E. Gail de Planque, Ph.D
c/o Northeast Utilities
P.O. Box 270
Hartford, CT 06141-0270

John F. Swope
c/o Northeast Utilities
P.O. Box 270
Hartford, CT 06141-0270

Raymond L. Golden
c/o Northeast Utilities
P.O. Box 270
Hartford, CT 06161-0270

John F. Turner
The Conservation Fund
1800 North Kent Street,
Suite 1120
Arlington, VA 22209

Elizabeth T. Kennan
c/o Northeast Utilities
P.O. Box 270
Hartford, CT 06161-0270

2. Following are the names of and positions held by the officers and directors of all system companies (excluding the Trustees of Northeast Utilities who are listed in Section 1 above).

NAMES OF SYSTEM COMPANIES WITH WHICH CONNECTED AS OF DECEMBER 31, 2000

	NU --	NUSCO -----	CL&P ----
Michael G. Morris	CHB, P, CEO, T	CH, P, CEO, D	
Bruce D. Kenyon	PN		
Hugh C. MacKenzie	PR		P, D
John H. Forsgren	EVP, CFO, T	EVP, CFO, D	
Cheryl W. Grise	SVP, S, GC	SVP, S, GC	

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Gary D. Simon		SVP	
Kerry J. Kuhlman (1)			
Gary A. Long (2)			
Dennis E. Welch (3)			
David H. Boguslawski			VP, D
Gregory B. Butler		VP	
J. Kingsley Fink (3)			
John B. Keane		VP, D	VP
Mary Jo Keating		VP	
Robert J. Kost			VP
Steven P. Laden		VP	
Jean M. LaVecchia		VP	
Keith R. Marvin		VP, CIO	
David R. McHale	VP, TRS	VP, TRS	
William J. Nadeau (4)			
John W. Noyes			
Rodney O. Powell			VP, D
Paul E. Ramsey (2)			
John J. Roman	VP, C	VP, C	
Lisa J. Thibdaue		VP	
Richard L. Tower			VP
Kevin E. Walker (2)			
Roger C. Zaklukiewicz			VP
Robert A. Bersak (2)			
O. Kay Comendul			S
Thomas V. Foley (5)			
Randy A. Shoop			TRS
John P. Stack			C
Patricia A. Wood (1)			
John C. Collins (6)			
Gerald Letendre (7)			
Jane E. Newman (8)			
James E. Byrne (9)			
Paul J. McDonald (10)			
Melinda M. Phelps (11)			
E. Edward Booker (12)			
Eileen S. Kraus (13)			
John J. Rando (14)			
Patricia M. Worthy (15)			
William J. Quinlan			
Murry K. Staples (16)			
Gregory C. Picklesimer (16)			

	HP&E	HWP	PSNH
	----	---	----
Michael G. Morris			C, CEO, D
Bruce D. Kenyon			
Hugh C. MacKenzie	P, D	P, D	D
John H. Forsgren			D
Cheryl W. Grise			
Gary D. Simon			
Kerry J. Kuhlman	D	D	
Gary A. Long			P, COO, D
Dennis E. Welch			
David H. Boguslawski	D	D	VP, D
Gregory B. Butler			
J. Kingsley Fink			
John B. Keane			

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Mary Jo Keating			
Robert J. Kost			
Steven P. Laden			
Jean M. LaVecchia			
Keith R. Marvin			
David R. McHale	VP, TRS	VP, TRS	VP, TRS
William J. Nadeau	VP	VP	VP
John W. Noyes			
Rodney O. Powell			
Paul E. Ramsey			VP
John J. Roman	VP, C	VP, C	VP, C
Lisa J. Thibdaue			
Richard L. Tower			
Kevin E. Walker			VP
Roger C. Zaklukiewicz	VP	VP	
Robert A. Bersak			
O. Kay Comendul	S	S	S
Thomas V. Foley	CL	CL	
Randy A. Shoop			
John P. Stack			
Patricia A. Wood			
John C. Collins			D
Gerald Letendre			D
Jane E. Newman			D
James E. Byrne			
Paul J. McDonald			
Melinda M. Phelps			
E. Edward Booker			
Eileen S. Kraus			
John J. Rando			
Patricia M. Worthy			
William J. Quinlan			
Murry K. Staples			
Gregory C. Picklesimer			

	WMECO	Mode 1	PI
	-----	-----	---
Michael G. Morris	C, CEO, D	P, CEO, D	
Bruce D. Kenyon			
Hugh C. MacKenzie	D		
John H. Forsgren	D	D	
Cheryl W. Grise			
Gary D. Simon		D	
Kerry J. Kuhlman	P, COO, D		
Gary A. Long			P, D
Dennis E. Welch			
David H. Boguslawski	VP, D		
Gregory B. Butler			
J. Kingsley Fink			
John B. Keane			
Mary Jo Keating			
Robert J. Kost			
Steven P. Laden			
Jean M. LaVecchia			
Keith R. Marvin			
David R. McHale	VP, TRS	VP, TRS	VP, TRS
William J. Nadeau			
John W. Noyes		VP	

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Rodney O. Powell			
Paul E. Ramsey			VP, D
John J. Roman	VP, C	VP, C	VP, C
Lisa J. Thibdaue			
Richard L. Tower			
Kevin E. Walker			
Roger C. Zaklukiewicz	VP		
Robert A. Bersak			S, D
O. Kay Comendul		S	
Thomas V. Foley			
Randy A. Shoop			
John P. Stack			
Patricia A. Wood	CL		
John C. Collins			
Gerald Letendre			
Jane E. Newman			
James E. Byrne	D		
Paul J. McDonald	D		
Melinda M. Phelps	D		
E. Edward Booker			
Eileen S. Kraus			
John J. Rando			
Patricia M. Worthy			
William J. Quinlan			
Murry K. Staples			
Gregory C. Picklesimer			

Quinn.	RRR	CRC
-----	---	---

Michael G. Morris			
Bruce D. Kenyon			
Hugh C. MacKenzie	D	P, D	P, D
John H. Forsgren			
Cheryl W. Grise			
Gary D. Simon			
Kerry J. Kuhlman	P, D		
Gary A. Long			
Dennis E. Welch			
David H. Boguslawski	D	D	D
Gregory B. Butler			
J. Kingsley Fink			
John B. Keane			
Mary Jo Keating			
Robert J. Kost			
Steven P. Laden			
Jean M. LaVecchia			
Keith R. Marvin			
David R. McHale	VP, TRS	VP, TRS	
William J. Nadeau			
John W. Noyes			
Rodney O. Powell		D	D
Paul E. Ramsey			
John J. Roman	VP, C	VP, C	
Lisa J. Thibdaue			
Richard L. Tower			
Kevin E. Walker			
Roger C. Zaklukiewicz	VP	VP	
Robert A. Bersak			

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O. Kay Comendul	S		S
Thomas V. Foley			
Randy A. Shoop			TRS
John P. Stack			C
Patricia A. Wood	CL		
John C. Collins			
Gerald Letendre			
Jane E. Newman			
James E. Byrne			
Paul J. McDonald			
Melinda M. Phelps			
H. Edward Booker			D
Eileen S. Kraus			
John J. Rando			
Patricia M. Worthy			
William J. Quinlan			
Murry K. Staples			
Gregory C. Picklesimer			

	Conn Steam -----	Nutmeg Power -----	EPI ---
Michael G. Morris			
Bruce D. Kenyon			
Hugh C. MacKenzie	P, D	P, D	P, D
John H. Forsgren			
Cheryl W. Grise			
Gary D. Simon			
Kerry J. Kuhlman			
Gary A. Long			
Dennis E. Welch			
David H. Boguslawski	VP	VP	VP
Gregory B. Butler			
J. Kingsley Fink			
John B. Keane			
Mary Jo Keating			
Robert J. Kost			
Steven P. Laden			
Jean M. LaVecchia			
Keith R. Marvin			
David R. McHale			
William J. Nadeau			
John W. Noyes			
Rodney O. Powell			
Paul E. Ramsey			
John J. Roman			
Lisa J. Thibdaue			
Richard L. Tower			
Kevin E. Walker			
Roger C. Zaklukiewicz			
Robert A. Bersak			
O. Kay Comendul	S, D	S, D	S, D
Thomas V. Foley			
Randy A. Shoop	TRS	TRS	TRS
John P. Stack	C	C	C
Patricia A. Wood			
John C. Collins			
Gerald Letendre			
Jane E. Newman			

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James E. Byrne
 Paul J. McDonald
 Melinda M. Phelps
 Eileen S. Kraus
 John J. Rando
 Patricia M. Worthy
 H. Edward Booker
 William J. Quinlan
 Murry K. Staples
 Gregory C. Picklesimer

D D D

CL&P Cap. (23) YES YEFSCO

Michael G. Morris	C, P, CEO, D	C, P, CEO, D
Bruce D. Kenyon		
Hugh C. MacKenzie		
John H. Forsgren	EVP, CFO, D	EVP, CFO, D
Cheryl W. Grise	SVP, S, GC, D	SVP, S, GC
Gary D. Simon		
Kerry J. Kuhlman		
Gary A. Long		
Dennis E. Welch	SVP, COO, D	SVP, COO, D
David H. Boguslawski		
Gregory B. Butler		
J. Kingsley Fink		
John B. Keane		
Mary Jo Keating		
Robert J. Kost		
Steven P. Laden		
Jean M. LaVecchia		
Keith R. Marvin		
David R. McHale	VP, TRS	VP, TRS
William J. Nadeau		
John W. Noyes		
Rodney O. Powell		
Paul E. Ramsey		
John J. Roman	VP, C	VP, C
Lisa J. Thibdaue		
Richard L. Tower		
Kevin E. Walker		
Roger C. Zaklukiewicz		
Robert A. Bersak		
O. Kay Comendul		
Thomas V. Foley		
Randy A. Shoop		
John P. Stack		
Patricia A. Wood		
John C. Collins		
Gerald Letendre		
Jane E. Newman		
James E. Byrne		
Paul J. McDonald		
Melinda M. Phelps		
E. Edward Booker		
Eileen S. Kraus	D	
John J. Rando	D	
Patricia M. Worthy	D	

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William J. Quinlan
Murry K. Staples
Gregory C. Picklesimer

	YGSCO -----	YESCO -----	NORCONN -----
Michael G. Morris	C, P, CEO, D	C, P, CEO, D	C, P, CEO, D
Bruce D. Kenyon			
Hugh C. MacKenzie			
John H. Forsgren	EVP, CFO, D	EVP, CFO, D	EVP, CFO, D
Cheryl W. Grise	SVP, S, GC	SVP, S, GC	SVP, S, GC
Gary D. Simon			
Kerry J. Kuhlman			
Gary A. Long			
Dennis E. Welch	SVP, COO, D	SVP, COO, D	SVP, COO, D
David H. Boguslawski			
J. Kingsley Fink	VP		
Gregory B. Butler			
John B. Keane			
Mary Jo Keating			
Robert J. Kost			
Steven P. Laden			
Jean M. LaVecchia			
Keith R. Marvin			
David R. McHale	VP, TRS	VP, TRS	VP, TRS
William J. Nadeau			
John W. Noyes			
Rodney O. Powell			
Paul E. Ramsey			
John J. Roman	VP, C	VP, C	VP, C
Lisa J. Thibdaue			
Richard L. Tower			
Kevin E. Walker			
Roger C. Zaklukiewicz			
Robert A. Bersak			
O. Kay Comendul			
Thomas V. Foley			
Randy A. Shoop			
John P. Stack			
Patricia A. Wood			
John C. Collins			
Gerald Letendre			
Jane E. Newman			
James E. Byrne			
Paul J. McDonald			
Melinda M. Phelps			
E. Edward Booker			
Eileen S. Kraus			
John J. Rando			
Patricia M. Worthy			
William J. Quinlan			
Murry K. Staples			
Gregory C. Picklesimer			

YEMCO

RMS

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Michael G. Morris	C, P, CEO, D		
Bruce D. Kenyon			
Hugh C. MacKenzie			
John H. Forsgren	EVP, CFO, D		
Cheryl W. Grise	SVP, S, GC		
Gary D. Simon			
Kerry J. Kuhlman			
Gary A. Long			
Dennis E. Welch	SVP, COO, D		
David H. Boguslawski			
Gregory B. Butler			
J. Kingsley Fink			
John B. Keane			
Mary Jo Keating			
Robert J. Kost			
Steven P. Laden			
Jean M. LaVecchia			
Keith R. Marvin			
David R. McHale	VP, TRS	VP, TRS	
William J. Nadeau			
John W. Noyes			
Rodney O. Powell			
Paul E. Ramsey			
John J. Roman	VP, C	VP, C	
Lisa J. Thibdaue			
Richard L. Tower			
Kevin E. Walker			
Roger C. Zaklukiewicz			
Robert A. Bersak			
O. Kay Comendul			
Thomas V. Foley			
Randy A. Shoop			
John P. Stack			
Patricia A. Wood			
John C. Collins			
Gerald Letendre			
Jane E. Newman			
James E. Byrne			
Paul J. McDonald			
Melinda M. Phelps			
E. Edward Booker			
Eileen S. Kraus			
John J. Rando			
Patricia M. Worthy			
William J. Quinlan			
Murry K. Staples		P, D	
Gregory C. Picklesimer		S, TRS	

	COE ---	COE Argen II -----	COE Ave Fenix -----
Bruce D. Kenyon	P, D	P, D	P, D
Thomas W. Philbin (17)			
Dennis G. Morrissette (18)			
William W. Schivley			
Ted C. Feigenbaum (19)			
Leon J. Olivier (20)			
James B. Redden (17)			

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Armando J. Barone (18)			
Joseph F. Bellefeuille (18)			
Paul J. Bohonowicz (18)			
H. Donald Burbank (17)			
John T. Carlin (20)			
David S. Dayton (17)			
Stephen J. Fabiani			
Linda A. Jensen (17)			
William J. Nadeau (4)	D	D	D
Raymond P. Necci (20)			
Frank C. Rothen (20)			
Frank P. Sabatino	VP, D	VP, D	VP, D
Jeffrey M. Warren (18)			
Carol L. Carver (17)			
Christopher Fogarty (18)			
Lillian M. Cuoco			
Michelle D. Gouin	S	S	S
Dennis R. Brown (4)			
William A. DiProfio (19)			
A. John Stremlaw (21)			
Neil Petchers (22)			
Eileen Martinsky (22)			
Britta MacIntosh (17)			
Scott Silver (22)			

	COE Develop -----	HEC ---	HEC Canada -----
Bruce D. Kenyon	P, D		
Thomas W. Philbin		P, D	P
Dennis G. Morrisette			
William W. Schivley		CHB, D	
Ted C. Feigenbaum			
Leon J. Olivier			
James B. Redden		EVP, COO, D	VP
Armondo J. Barone			
Joseph F. Bellefeuille			
Paul J. Bohonowicz			
H. Donald Burbank		VP	VP
John T. Carlin			
David S. Dayton		VP, D	VP
Stephen J. Fabiani			
Linda A. Jensen		VP, TRS, CL	VP, TRS, S
William J. Nadeau	D		
Raymond P. Necci			
Frank C. Rothen			
Frank P. Sabatino	VP, D		
Jeffrey M. Warren			
Carol L. Carver			
Christopher Fogarty			
Lillian M. Cuoco			
Michelle D. Gouin	S		
Dennis R. Brown			
William A. DiProfio			
A. John Stremlaw			D
Neil Petchers			
Eileen Martinsky			
Britta MacIntosh			
Scott Silver			

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	ERI/HEC (24) -----	HTEP ----	RFS ----
Bruce D. Kenyon			
Thomas W. Philbin		P, D	C, D
Dennis G. Morrisette			P, D
William W. Schivley			
Ted C. Feigenbaum			
Leon J. Olivier			
James B. Redden	VC, MC	SVP, D	D
Armando J. Barone			
Joseph F. Bellefeuille			SVP
Paul J. Bohonowicz			
H. Donald Burbank			
John T. Carlin			
David S. Dayton		D	
Stephen J. Fabiani			D
Linda A. Jensen	TRS	TRS, CL	TRS
William J. Nadeau			
Raymond P. Necci			
Frank C. Rothen			
Frank P. Sabatino			
Jeffrey M. Warren			VP
Carol L. Carver			S
Christopher Fogarty			
Lillian M. Cuoco			
Michelle D. Gouin			
Dennis R. Brown			
William A. DiProfio			
A. John Stremmlaw			
Neil Petchers	C, MC		
Eileen Martinsky	S		
Britta MacIntosh	MC		
Scott Silver	MC		
	NEI ---	NGC ---	NGS ---
Bruce D. Kenyon	P, D	P, D	P, CEO, D
Thomas W. Philbin	D		
Dennis G. Morrisette			
William W. Schivley	VP, D	D	
Ted C. Feigenbaum			
Leon J. Olivier			
James B. Redden			
Armando J. Barone			
Joseph F. Bellefeuille			
Paul J. Bohonowicz			
H. Donald Burbank			
John T. Carlin			
David S. Dayton			
Stephen J. Fabiani			
Linda A. Jensen			
William J. Nadeau		VP, D	VP, COO, D
Raymond P. Necci			

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Frank C. Rothen			
Frank P. Sabatino		VP, D	VP, D
Jeffrey M. Warren			
Carol L. Carver			
Christopher Fogarty			
Lillian M. Cuoco			
Michelle D. Gouin	S	S	S
Dennis R. Brown			D
William A. DiProfio			
A. John Stremlaw			
Neil Petchers			
Eileen Martinsky			
Britta MacIntosh			
Scott Silver			
	NAEC	NAESCO	NNECO
Bruce D. Kenyon	P, CEO, D	P, CEO, D	P, CEO, D
Thomas W. Philbin			
Dennis G. Morrisette			
William W. Schivley			
Ted C. Feigenbaum	EVP, CNO, D	EVP, CNO, D	
Leon J. Olivier			SVP, CNO, D
James B. Redden			
Armando J. Barone			
Joseph F. Bellefeuille			
Paul J. Bohonowicz			
H. Donald Burbank			
John T. Carlin		VP	VP
David S. Dayton			
Stephen J. Fabiani			
Linda A. Jensen			
William J. Nadeau			
Raymond P. Necci			VP, D
Frank C. Rothen			VP
Frank P. Sabatino			
Jeffrey M. Warren			
Carol L. Carver			
Christopher Fogarty			
Lillian M. Cuoco	S	S	S
Michelle D. Gouin			
Dennis R. Brown			
William A. DiProfio	D	D	
A. John Stremlaw			
Neil Petchers			
Eileen Martinsky			
Britta MacIntosh			
Scott Silver			
	Select	SEPPI	SECI
	-----	-----	----
Bruce D. Kenyon		P, D	
Thomas W. Philbin	VP, D		CHB, P, D
Dennis G. Morrisette			PNH, D
William W. Schivley	P, D	D	

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Ted C. Feigenbaum			
Leon J. Olivier			
James B. Redden			D
Armando J. Barone			VP
Joseph F. Bellefeuille			SVP
Paul J. Bohonowicz			VP
H. Donald Burbank			PCT
John T. Carlin			
David S. Dayton			
Stephen J. Fabiani	VP, D	VP, D	D
Linda A. Jensen			TRS
William J. Nadeau		VP, D	
Raymond P. Necci			
Frank C. Rothen			
Frank P. Sabatino	SVP, D		
Jeffrey M. Warren			VP
Carol L. Carver			CL
Christopher Fogarty			C
Lillian M. Cuoco			
Michelle D. Gouin	S	S	
Dennis R. Brown			
William A. DiProfio			
A. John Stremlaw			
Neil Petchers			
Eileen Martinsky			
Britta MacIntosh			
Scott Silver			

The principal business address of the individuals listed above is 107 Selden Street, Berlin, Connecticut 06037, except as otherwise noted.

- (1) Principal business address is: Western Massachusetts Electric Company, 174 Brush Hill Road, West Springfield, Massachusetts 01089.
- (2) Principal business address is: Public Service Company of New Hampshire, 1000 Elm Street, Manchester, New Hampshire 03101.
- (3) Principal business address is: Yankee Energy System, Inc., 599 Research Parkway, Meriden, Connecticut 06450.
- (4) Principal business address is: Northeast Generation Services Company, 273 Dividend Road, Rocky Hill, Connecticut 06067.
- (5) Principal business address is: Holyoke Water Power Company, One Canal Street, Holyoke, Massachusetts 01040.
- (6) Mr. Collins' principal business address is: The Hitchcock Clinic, One Medical Center Drive, Lebanon, New Hampshire 03756.
- (7) Mr. Letendre's principal business address is: Diamond Casting & Machine Co., Inc., P.O. Box 420, Route 130, Hollis, New Hampshire 03049.
- (8) Ms. Newman's principal business address is: John F. Kennedy School of Government, Harvard University, 79 JFK Street, Cambridge, Massachusetts 02138.
- (9) Mr. Byrne's principal business address is: Finneran, Byrne & Dreschler, L.L.P., Eastern Harbor Office Park, 50 Redfield Street, Boston, Massachusetts 02122.

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- (10) Mr. McDonald's principal business address is: 2205 Boston Road, N-128, Wilbraham, Massachusetts 01095.
- (11) Ms. Phelps' principal business address is: Bulkley, Richardson and Gelinas, LLP, 1500 Main Street, Suite 2700, P.O. Box 15507, Springfield, Massachusetts 01115.
- (12) Mr. Booker's principal business address is: AMACAR Group, 6525 Morrison Boulevard, Suite 318, Charlotte, North Carolina 28211
- (13) Ms. Kraus' principal business address is 209 Tunxis Road, West Hartford, Connecticut 06107.
- (14) Mr. Rando's principal business address is 165 Little Harbor Road, P.O. Box 2011, New Castle, New Hampshire 03854.
- (15) Ms. Worthy's principal business address is Howard University School of Law, 2900 Van Ness Street, N. W., Washington, D.C. 20008.
- (16) Principal business address is: R. M. Services, Inc., 222 Pitkin Street, East Hartford, Connecticut 06108.
- (17) Principal business address is: HEC Inc., 24 Prime Parkway, Natick, Massachusetts 01760.
- (18) Principal business address is: Select Energy Contracting, Inc., 605 Front Street, Manchester, New Hampshire 03102.
- (19) Principal business address is: North Atlantic Energy Service Corporation, Lafayette Road, Route 1, Seabrook, New Hampshire 03874.
- (20) Principal business address is: Northeast Nuclear Energy Company, Rope Ferry Road, Waterford, Connecticut 06385.
- (21) Mr. Stremlaw's principal business address is: 242 Simcoe Street, Niagra-on-the-Lake, Ontario Canada, L0S 1J0.
- (22) Principal business address is: ERI Services, Inc., 350 Fairfield Avenue, Bridgeport, CT 06604.
- (23) CL&P Capital is a partnership in which CL&P serves as general partner and NUSCO serves as limited partner.
- (24) ERI/HEC EFA-Med, LLC is a Delaware limited liability company formed to perform energy services work for the United States Navy. HEC Inc. owns 50% membership interest and ERI Services, Inc., owns 50% membership ownership interest.

KEY:

AT - Associate Trustee
AVP - Assistant Vice President
C - Controller
CAO - Chief Administrative Officer
CEO - Chief Executive Officer
CFO - Chief Financial Officer
CIO - Chief Information Officer
CH - Chairman
CHB - Chairman of the Board
CH(E) - Chairman of the Executive Committee
CL - Clerk
COMP - Comptroller
CNO - Chief Nuclear Officer

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D	-	Director
DS	-	Director of Services
EVP	-	Executive Vice President
ED	-	Executive Director
GC	-	General Counsel
MC	-	Member of Management Committee
P	-	President
PG	-	President - Generation Group
PN	-	President - Nuclear Group
PR	-	President - Retail Business Group
PCT	-	President - Connecticut Division
PNH	-	President - New Hampshire Division
S	-	Secretary
SVP	-	Senior Vice President
T	-	Trustee
TRS	-	Treasurer
VP	-	Vice President
NU	-	Northeast Utilities
CL&P	-	The Connecticut Light and Power Company
CL&P Cap.	-	CL&P Capital, L.L.C.
COE	-	Charter Oak Energy, Inc.
COE Argen II	-	COE Argentina II Corp.
COE Ave Fenix	-	COE Ave Fenix Corporation
COE Develop	-	COE Development Corporation
Conn Steam	-	The Connecticut Steam Company
CRC	-	CL&P Receivables Corporation
EPI	-	Electric Power, Incorporated
ERI/HEC	-	ERI/HEC EFA-Med, LLC
HEC	-	HEC Inc.
HEC Canada	-	HEC Energy Consulting Canada Inc.
HWP	-	Holyoke Water Power Company
Mode 1	-	Mode 1 Communications, Inc.
NAEC	-	North Atlantic Energy Corporation
NAESCO	-	North Atlantic Energy Service Corporation
NGC	-	Northeast Generation Company
NGS	-	Northeast Generation Services Company
NNECO	-	Northeast Nuclear Energy Company
NORCONN	-	NorConn Properties, Inc.
NUEI	-	NU Enterprises, Inc.
NUSCO	-	Northeast Utilities Service Company
Nutmeg Power	-	The Nutmeg Power Company
PI	-	Properties, Inc.
PSNH	-	Public Service Company of New Hampshire
Quinn.	-	The Quinnehtuk Company
RFS	-	Reeds Ferry Supply Co., Inc.
RMS	-	R. M. Services, Inc.
RRR	-	The Rocky River Realty Company
SECI	-	Select Energy Contracting, Inc.
Select	-	Select Energy, Inc.
SEPPI	-	Select Energy Portland Pipeline, Inc.
WMECO	-	Western Massachusetts Electric Company
YES	-	Yankee Energy System, Inc.
YEFSCO	-	Yankee Energy Financial Services Company
YESCO	-	Yankee Energy Services Company
YGSCO	-	Yankee Gas Services Company

Part II. The following is a list of the Officers, Directors and Trustees who have financial connections within the provisions of Section 17(c) of of the Act.

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Name of Officer or Director (1)	Name and Location of Financial Institution (2)	Position Held in Financial Institution (3)	Applicable Exemption Rule* (4)
Thomas V. Foley	Hampden Savings Bank Springfield, MA	Trustee	E

"A" designates Rule 70(b)(1), (2), (3) and (4);
 "B" designates Rule 70(c)(1) and (2);
 "C" designates Rule 70(d)(1), (2), (3) and (4);
 "D" designates Rule 70(e)(1) and (2); and
 "E" designates Rule 70(f)(1) and (2).

Part III. The information provided herein is applicable to all system companies, except as indicated otherwise.

a. Compensation Of Trustees, Directors, and Executive Officers

During 2000, each Trustee who was not an employee of NU or its subsidiaries was compensated at an annual rate of \$20,000 cash plus 500 common shares of NU, and received \$1,000 for each meeting attended of the Board or its Committees. A non-employee Trustee who participates in a meeting of the Board or any of its Committees by conference telephone receives \$675 per meeting. Also, a non-employee Trustee who is asked by either the Board of Trustees or the Chairman of the Board to perform extra services in the interest of the NU system may receive additional compensation of \$1,000 per day plus necessary expenses. The Chairs of the Audit, the Compensation, the Corporate Affairs, the Corporate Governance and the Nuclear Committees were compensated at an additional annual rate of \$3,500. In addition to the above compensation, Dr. Kennan is paid at the annual rate of \$30,000 for the extra services performed as Lead Trustee. The Chair of the Nuclear Committee receives an additional retainer at the rate of \$25,000 per year.

Under the terms of the Incentive Plan adopted by shareholders at the 1998 Annual Meeting, each non-employee Trustee is eligible for stock-based grants. During 2000 each such Trustee was granted nonqualified options to purchase 2,500 common shares of NU. Receipt of shares acquired on exercise of these options may be deferred pursuant to the terms of the Northeast Utilities Deferred Compensation Plan for Executives.

In February 2000, each non-employee Trustee was granted nonqualified options to purchase 2,500 common shares.

Prior to the beginning of each calendar year, each non-employee Trustee may irrevocably elect to have all or any portion of the annual retainer fee paid in the form of common shares of NU. Pursuant to the Northeast Utilities Deferred Compensation Plan for Trustees, each Trustee may also irrevocably elect to defer receipt of some or all cash and/or share compensation.

During 2000 each non-employee Director of PSNH and WMECO was compensated at an annual rate of \$10,000 cash, and received \$500 for each meeting attended of the Board of Directors or, in the case of PSNH, its committees. A non-employee Director who participates in a meeting of the Board of Directors or any of its committees by conference telephone receives \$300 per meeting. Also, committee chairs were compensated at an additional annual rate of \$1,500.

Section 16(a) Beneficial Ownership Reporting Compliance

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Section 16(a) of the Securities Exchange Act of 1934 requires Trustees and certain officers of NU and persons who beneficially own more than 10 percent of the outstanding common shares of NU to file reports of ownership and changes in ownership with the SEC and the New York Stock Exchange. Based on review of copies of such forms furnished to NU, or written representations that no Form 5 was required, NU believes that for the year ended December 31, 2000, all such reporting requirements were complied with in a timely manner except that Mr. Cloud failed to include on his Form 3 shares of NU acquired in the Yankee merger, and Mr. Pape failed to report until 2001, 800 shares of CL&P preferred stock acquired in 1994 by a privately-held corporation of which he is a 7.9 percent owner.

SUMMARY COMPENSATION TABLE

CL&P, PSNH, WMECO, and NAEC

The following tables present the cash and non-cash compensation received by the Chief Executive Officer and the next four highest paid executive officers of NU, CL&P, PSNH, WMECO, and NAEC, in accordance with rules of the SEC:

Name and Principal Position -----	Year ----	Annual Compensation -----			Other Annual Compensa- tion (\$) (Note 1) -----	Restrict- ed Stock Award(s) (\$) (Note 2) -----	Long T -----
		Salary (\$) -----	Bonus (\$) -----	Awards			Secur Under Opti Sto Apprec Righ
Michael G. Morris Chairman of the Board, President and Chief Executive Officer	2000	830,770	1,200,000	-	-	140	
	1999	783,173	1,253,300	92,243	348,611	118	
	1998	757,692	891,000	134,376	255,261	64	
Bruce D. Kenyon President - Generation Group	2000	504,616	475,000	-	-	20	
	1999	500,000	-	-	77,690	20	
	1998	500,000	300,000	-	-	21	
John H. Forsgren Executive Vice President and Chief Financial Officer	2000	444,615	450,000	-	-	36	
	1999	429,904	400,000	-	122,682	32	
	1998	373,077	-	-	-	73	
Hugh C. MacKenzie President - Retail Business Group	2000	270,000	250,000	-	-	15	
	1999	270,000	250,000	-	73,612	19	
	1998	270,000	-	-	-	15	
Cheryl W. Grise Senior Vice President, Secretary and	2000	279,616	290,000	-	-	23	
	1999	244,712	250,000	-	73,612	19	

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General Counsel (in NU, CL&P, PSNH and WMECO tables only)	1998	209,231	-	-	-	12
Ted C. Feigenbaum Executive Vice President and Chief Nuclear Officer of NAEC (in NAEC table only)	2000	261,539	145,000	-	-	12
	1999	260,000	130,000	-	28,620	7
	1998	260,000	48,750	-	40,961	10

OPTION/SAR GRANTS IN LAST FISCAL YEAR

Name	Individual Grants				Grant Date	Grant Price
	Number of Securities Underlying Options/SARs Granted (#) (Note 4)	% of Total Options/SARs Granted to Employees in Fiscal Year	Exercise or Base Price (\$/sh)	Expiration Date		
Michael G. Morris	140,000	22.1	18.4375	2/20/2010	1,02	
Bruce D. Kenyon	20,000	3.2	18.4375	2/20/2010	14	
John H. Forsgren	36,000	5.7	18.4375	2/20/2010	26	
Hugh C. MacKenzie	15,000	2.4	18.4375	2/20/2010	11	
Cheryl W. Grise	23,000	3.6	18.4375	2/20/2010	16	
Ted C. Feigenbaum	12,000	1.9	18.4375	2/20/2010	8	

AGGREGATED OPTIONS/SAR EXERCISES IN LAST FISCAL YEAR AND FY-END OPTION/SAR VALUES

Name	Shares With Respect to Which SARs Were Exercised (#)	Value Realized (\$)	Number of Securities Underlying Unexercised Options/SARs at Fiscal Year End (#)		Value of Unexercised In-the-Money Options/SARs at Fiscal Year End (\$)	
			Exercisable	Unexercisable	Exercisable	Unexercisable
Michael G. Morris	-	-	495,692	327,234	6,543,905	3,221,
Bruce D. Kenyon	-	-	66,424	33,869	658,708	245,
John H. Forsgren	-	-	134,605	57,901	1,244,361	413,
Hugh C. MacKenzie	39,020	380,445	61,087	28,141 (Note 5)	618,289	209,
Cheryl W. Grise	-	-	43,977	36,141	436,164	256,
Ted C. Feigenbaum	-	-	12,599	36,733	103,518	231,

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Notes to Summary Compensation and Option/SAR Grants Tables:

1. Other annual compensation for Mr. Morris consists of 1998 and 1999 relocation expense reimbursements.
2. At December 31, 2000, the aggregate restricted stock holdings by the five individuals named in the table for NU, CL&P, WMECO, and PSNH were 31,070 shares with a value of \$753,448 and for NAEC were 29,062 shares with a value of \$704,754. Awards shown for 1998 have vested. Awards shown for 1999 vest one-third on February 23, 2000, one-third on February 23, 2001, and one-third on February 23, 2002. No restricted stock was awarded in 2000. Dividends paid on restricted stock are either paid out or reinvested into additional shares.
3. "All Other Compensation" for 2000 consists of employer matching contributions under the Northeast Utilities Service Company 401(k) Plan, generally available to all eligible employees (\$5,100 for each named officer), and matching contributions under the Deferred Compensation Plan for Executives (Mr. Morris - \$22,226, Mr. Kenyon - \$11,174, Mrs. Grise - \$3,695, and Mr. Feigenbaum - \$3,098).
4. These options were granted on February 22, 2000, under the Northeast Utilities Incentive Plan. All options granted vest one-third on February 22, 2001, one-third on February 22, 2002, and one-third on February 22, 2003. Valued using the Black-Scholes option pricing model, with the following assumptions: Volatility: 26.06 percent (36 months of monthly data); Risk-free rate: 6.55 percent; Dividend yield: 1.82 percent; Exercise date: February 22, 2010.
5. Mr. MacKenzie's unvested stock options vested and became exercisable upon his retirement on January 1, 2001.

PENSION BENEFITS

The following table shows the estimated annual retirement benefits payable to an executive officer of NU upon retirement, assuming that retirement occurs at age 65 and that the officer is at that time not only eligible for a pension benefit under the Northeast Utilities Service Company Retirement Plan (the Retirement Plan) but also eligible for the make-whole benefit and the target benefit under the Supplemental Executive Retirement Plan for Officers of NU system companies (the Supplemental Plan). The Supplemental Plan is a non-qualified pension plan providing supplemental retirement income to system officers. The make-whole benefit under the Supplemental Plan, available to all officers, makes up for benefits lost through application of certain tax code limitations on the benefits that may be provided under the Retirement Plan, and includes as "compensation" awards under the executive incentive plans and deferred compensation (as earned). The target benefit further supplements these benefits and is available to officers at the Senior Vice President level and higher who are selected by the Board of Trustees to participate in the target benefit and who remain in the employ of NU companies until at least age 60 (unless the Board of Trustees sets an earlier age).

The benefits presented below are based on a straight life annuity beginning at age 65 and do not take into account any reduction for joint and survivorship annuity payments. Final average compensation for purposes of calculating the target benefit is the highest average annual compensation of the participant during any 36 consecutive months compensation was earned. Compensation taken into account under the target benefit described above includes salary, bonus, restricted stock awards, and long-term incentive payouts shown in the Summary Compensation Table, but does not include

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employer matching contributions under the 401k Plan. In the event that an officer's employment terminates because of disability, the retirement benefits shown above would be offset by the amount of any disability benefits payable to the recipient that are attributable to contributions made by NU and its subsidiaries under long term disability plans and policies.

ANNUAL BENEFIT

Final Average Compensation	Years of Credited Service				
	15	20	25	30	35
\$ 200,000	\$ 72,000	\$ 96,000	\$120,000	\$120,000	\$120,000
250,000	90,000	120,000	150,000	150,000	150,000
300,000	108,000	144,000	180,000	180,000	180,000
350,000	126,000	168,000	210,000	210,000	210,000
400,000	144,000	192,000	240,000	240,000	240,000
450,000	162,000	216,000	270,000	270,000	270,000
500,000	180,000	240,000	300,000	300,000	300,000
600,000	216,000	288,000	360,000	360,000	360,000
700,000	252,000	336,000	420,000	420,000	420,000
800,000	288,000	384,000	480,000	480,000	480,000
900,000	324,000	432,000	540,000	540,000	540,000
1,000,000	360,000	480,000	600,000	600,000	600,000
1,100,000	396,000	528,000	660,000	660,000	660,000
1,200,000	432,000	576,000	720,000	720,000	720,000

Each of the executive officers of NU named in the Summary Compensation Table is currently eligible for a target benefit, except Messrs. Morris and Kenyon, whose Employment Agreements provide specially calculated retirement benefits, based on their previous arrangements with CMS Energy/Consumers Energy Company (CMS Energy) and South Carolina Electric and Gas, respectively. Mr. Morris's agreement provides that upon retirement after reaching the fifth anniversary of his employment date (or upon disability or termination without cause or following a change in control, as defined) he will be entitled to receive a special retirement benefit calculated by applying the benefit formula of the CMS Energy Supplemental Executive Retirement Plan to all compensation earned from the NU system and to all service rendered to the Company and CMS Energy. If Mr. Kenyon retires with at least three years of service with the Company, he will be deemed to have 2 extra years of service for purpose of his special retirement benefit. If after achieving three years of service he voluntarily terminates employment following a "substantial change in responsibilities resulting from a material change in the business of Northeast Utilities", he will be deemed to have an additional year of service for purpose of his special retirement benefit, and if he retires with at least 3 years of service with the Company, he will receive a lump sum payment of \$500,000.

In addition, Mr. Forsgren's Employment Agreement provides for supplemental pension benefits based on crediting up to 10 years additional service and providing payments equal to 25 percent of salary for up to 15 years following retirement, reduced by four percentage points for each year that his age is less than 65 years at retirement.

As of December 31, 2000, the executive officers named in the Summary Compensation Table had the following years of credited service for purposes of calculating target benefits under the Supplemental Plan (or in the case of Messrs. Morris and Kenyon, for purposes of calculating the special retirement benefits under their respective Employment Agreements): Mr. Morris - 22, Mr. Kenyon - 6, Mr. Forsgren - 4, Mr. MacKenzie - 35, Mrs. Grise - 20, and Mr. Feigenbaum - 15. In addition, Mr. Forsgren had 9 years of service for purposes of his supplemental pension benefit and would have 25 years of service for such purpose if he were to retire at age 65. Assuming that retirement were to occur

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at age 65 for these officers, retirement would occur with 33, 13, 15, 47, 36 and 29 years of credited service, respectively.

EMPLOYMENT CONTRACTS AND TERMINATION OF EMPLOYMENT ARRANGEMENTS

NUSCO has entered into employment agreements (the Officer Agreements) with each of the named executive officers. The Officer Agreements are also binding on NU and on each majority-owned subsidiary of NU.

Each Officer Agreement obligates the officer to perform such duties as may be directed by the NUSCO Board of Directors or the NU Board of Trustees, protect the Company's confidential information, and refrain, while employed by the Company and for a period of time thereafter, from competing with the Company in a specified geographic area. Each Officer Agreement provides that the officer's base salary will not be reduced below certain levels without the consent of the officer, and that the officer will participate in specified benefits under the Supplemental Executive Retirement Plan or other supplemental retirement programs (see Pension Benefits, above) and/or in certain executive incentive programs at specified incentive opportunity levels.

Each Officer Agreement provides for a specified employment term and for automatic one-year extensions of the employment term unless at least six months' notice of non-renewal is given by either party. The employment term may also be ended by the Company for "cause", as defined, at any time (in which case no supplemental retirement benefit, if any, shall be due), or by the officer on thirty days' prior written notice for any reason. Absent "cause", the Company may remove the officer from his or her position on 60 days' prior written notice, but in the event the officer is so removed and signs a release of all claims against the Company, the officer will receive one or two years' base salary and annual incentive payments, specified employee welfare and pension benefits, and vesting of stock appreciation rights, options and restricted stock.

Under the terms of an Officer Agreement, upon any termination of employment following a change of control, as defined, between (a) the earlier of the date shareholders approve a change of control transaction or a change of control transaction occurs and (b) the earlier of the date, if any, on which the Board of Trustees abandons the transaction or the date 2 years following the change of control, if the officer signs a release of all claims against the Company, the officer will be entitled to certain payments including a multiple (not to exceed four) of annual base salary, annual incentive payments, specified employee welfare and pension benefits, and vesting of stock appreciation rights, options and restricted stock. Certain of the change in control provisions may be modified by the Board of Trustees prior to a change in control, on at least two years' notice to the affected officer(s).

Besides the terms described above, the Officer Agreements of Messrs. Morris, Kenyon and Forsgren provide for a specified salary, cash, restricted stock and/or stock options upon employment, special incentive programs and/or special retirement benefits. See Pension Benefits, above, for further description of these provisions.

The descriptions of the various agreements set forth above are for purpose of disclosure in accordance with the proxy and other disclosure rules of the SEC and shall not be controlling on any party; the actual terms of the agreements themselves determine the rights and obligations of the parties.

b. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT.

The following table provides information as of February 28, 2001, as to

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the beneficial ownership of the equity securities of NU by each Trustee, each of the five highest paid executive officers of NU and its subsidiaries, and Directors and executive officers of system companies. Unless otherwise noted, each Trustee, Director and executive officer has sole voting and investment power with respect to the listed shares. No equity securities of other system companies are owned by Trustees, Directors or executive officers.

Title of Class	Name	Amount and Nature of Beneficial Ownership	Percent of Class (1)
NU Common	David H. Boguslawski	23,246 (2)	
NU Common	James E. Byrne	0	
NU Common	Cotton Mather Cleveland	15,169 (3)	
NU Common	Sanford Cloud, Jr.	10,913 (4)	
NU Common	John C. Collins	0	
NU Common	William F. Conway	14,280 (3) (5)	
NU Common	E. Gail de Planque	12,256 (3)	
NU Common	William A. DiProfio	5,326 (6)	
NU Common	Ted C. Feigenbaum	38,459 (7)	
NU Common	John H. Forsgren	115,014 (8)	
NU Common	Raymond L. Golden	13,210 (9)	
NU Common	George R. Gram II	6,634 (10)	
NU Common	Cheryl W. Grise	51,396 (11)	
NU Common	Elizabeth T. Kennan	13,600 (3)	
NU Common	Bruce D. Kenyon	109,458 (12)	
NU Common	Kerry J. Kuhlman	14,509 (13)	
NU Common	Gerald Letendre	0	
NU Common	Gary A. Long	13,078 (14)	
NU Common	Hugh C. MacKenzie	18,360 (15)	
NU Common	Paul J. McDonald	500	
NU Common	Michael G. Morris	621,767 (16)	
NU Common	Jane E. Newman	0	
NU Common	Emery G. Olcott	17,751 (4)	
NU Common	William J. Pape II	9,203 (3) (17)	
NU Common	Robert E. Patricelli	17,877 (3)	
NU Common	Melinda M. Phelps	0	
NU Common	Rodney O. Powell	8,288 (18)	
NU Common	John F. Swope	15,814 (3)	
NU Common	John F. Turner	9,705 (3) (19)	

- (1) As of February 28, 2001, there were 148,798,232 common shares of NU outstanding. The percentage of such shares beneficially owned by any Director or Executive Officer, and by all Directors and Executive Officers of CL&P, PSNH, WMECO and NAEC as a group, does not exceed one percent.
- (2) Includes 730 restricted shares, as to which Mr. Boguslawski has sole voting power but no dispositive power. Includes 15,512 shares that could be acquired by Mr. Boguslawski pursuant to currently exercisable options.
- (3) Includes 8,750 shares that could be acquired by the beneficial owner pursuant to currently exercisable options.
- (4) Includes 3,750 shares that could be acquired by the beneficial owner pursuant to currently exercisable options.
- (5) Includes 5,530 shares held jointly by Mr. Conway and his wife, who share

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voting and investment power.

- (6) Mr. DiProfio retired effective January 1, 2001. Beneficial ownership is given as of December 31, 2000, and includes 1,198 restricted shares, as to which Mr. DiProfio had sole voting power but no dispositive power, and 879 shares that could be acquired by Mr. DiProfio pursuant to then exercisable options. The restricted shares and 3,296 unvested options vested upon Mr. DiProfio's retirement.
- (7) Includes 639 restricted shares, as to which Mr. Feigenbaum has sole voting power but no dispositive power. Includes 19,153 shares that could be acquired by Mr. Feigenbaum pursuant to currently exercisable options.
- (8) Includes 2,738 restricted shares, as to which Mr. Forsgren has sole voting power but no dispositive power. Includes 107,087 shares that could be acquired by Mr. Forsgren pursuant to currently exercisable options.
- (9) Includes 6,250 shares that could be acquired by Mr. Golden pursuant to currently exercisable options.
- (10) Includes 5,283 shares that could be acquired by Mr. Gram pursuant to currently exercisable options.
- (11) Includes 1,643 restricted shares, as to which Mrs. Grise has sole voting power, but no dispositive power. Includes 33,724 shares that could be acquired by Mrs. Grise pursuant to currently exercisable options. Includes 265 shares held by Mrs. Grise's husband as custodian for her children, with whom she shares voting and dispositive power.
- (12) Includes 1,734 restricted shares, as to which Mr. Kenyon has sole voting power but no dispositive power. Includes 41,772 shares that could be acquired by Mr. Kenyon pursuant to currently exercisable options.
- (13) Includes 342 restricted shares, as to which Ms. Kuhlman has sole voting power but no dispositive power. Includes 8,395 shares that could be acquired by Ms. Kuhlman pursuant to currently exercisable options.
- (14) Includes 319 restricted shares, as to which Mr. Long has sole voting power but no dispositive power. Includes 7,590 shares that could be acquired by Mr. Long pursuant to currently exercisable options.
- (15) Mr. MacKenzie retired effective January 1, 2001. Beneficial ownership is given as of December 31, 2000, and includes 3,285 restricted shares, as to which Mr. MacKenzie had sole voting power but no dispositive power, and 22,067 shares that could be acquired by Mr. MacKenzie pursuant to then exercisable options. Mr. MacKenzie's restricted stock and 28,141 unvested options vested upon his retirement.
- (16) Includes 7,779 restricted shares, as to which Mr. Morris has sole voting power but no dispositive power. Includes 573,476 shares that could be acquired by Mr. Morris pursuant to currently exercisable options. Includes 13,499 shares held jointly by Mr. Morris and his wife, who share voting and investment power.
- (17) Includes 5,176 shares as to which Mr. Pape shares voting and dispositive power. Includes 1,250 shares that could be acquired by Mr. Pape pursuant to currently exercisable options. In addition, Mr. Pape shares beneficial ownership of 800 shares of CL&P 4.50% Preferred Series 1956.
- (18) Includes 249 restricted shares, as to which Mr. Powell has sole voting power but no dispositive power. Includes 6,750 shares that could be

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acquired by Mr. Powell pursuant to currently exercisable options.

(19) Includes 955 shares held jointly by Mr. Turner and his wife, who share voting and investment power.

c. CONTRACTS AND TRANSACTIONS OF TRUSTEES, DIRECTORS AND EXECUTIVE OFFICERS WITH SYSTEM COMPANIES

This disclosure was included in the discussion of employment contracts in Part III, Section (a) above.

d. INDEBTEDNESS OF TRUSTEES, DIRECTORS AND EXECUTIVE OFFICERS OF SYSTEM COMPANIES

No Trustee, Director or executive officer was indebted to a system company during 2000.

e. PARTICIPATION OF TRUSTEES, DIRECTORS AND EXECUTIVE OFFICERS IN BONUS AND PROFIT-SHARING ARRANGEMENTS

This disclosure was included in the discussion of compensation in Part III, Section (a) above.

f. RIGHTS TO INDEMNITY OF TRUSTEES, DIRECTORS AND EXECUTIVE OFFICERS

No disclosures were made in any system company's most recent proxy statement or annual report on Form 10-K with respect to the rights to indemnity of Trustees, Directors or executive officers.

ITEM 7. CONTRIBUTIONS AND PUBLIC RELATIONS

1. There were no expenditures, disbursements or payments made during 2000 in money, goods or services, directly or indirectly to or for the account of any political party, candidate for public office or holder of such office, or any committee or agent therefore; and
2. There were no expenditures, disbursements or payments made during 2000 to citizens groups or public relations counsel.

ITEM 8. SERVICE, SALES AND CONSTRUCTION CONTRACTS

PART I:

The following energy management and/or demand-side management and other services to one or more system companies follows:

Transaction -----	Serving Company -----	Receiving Company -----	Compensation ----- (Thousands of Dollars)
Worker Compensation Costs	PSNH	NAESCO	\$136
Electrical Maintenance Services	PSNH	NAESCO	\$ 95
Vehicle Lease Charges	PSNH	NAESCO	\$ 19
Mechanical Maintenance Services	PSNH	NAESCO	\$184
Human Resources Service	PSNH	NAESCO	\$ 6
Insurance Costs	PSNH	NAESCO	\$ 34
Miscellaneous Services	PSNH	NAESCO	\$ (1)
Newington Station building			

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Asset -----	Location -----	Type ----	Capacity (MW) -----
Northfield Mountain	Erving, MA	Pumped Storage	1,080.0
Cabot	Montague, MA	Conventional Hydro	53.0
Turners Falls	Montague, MA	Conventional Hydro	6.3
Falls Village	Falls Village, CT	Conventional Hydro	11.0
Bulls Bridge	New Milford, CT	Conventional Hydro	8.4
Rocky River	New Milford, CT	Conventional Hydro/ Pumped Storage	29.9
Shepaug	Southbury, CT	Conventional Hydro	43.4
Stevenson	Monroe, CT	Conventional Hydro	28.9
Robertsville	Colebrook, CT	Conventional Hydro	0.6
Bantam	Litchfield, CT	Conventional Hydro	0.3
Scotland	Windham, CT	Conventional Hydro	2.2
Tunnel	Preston, CT	Conventional Hydro	2.1
Taftville	Norwich, CT	Conventional Hydro	2.0
Tunnel ICU	Preston, CT	Internal Combustion Unit	20.8

Total			1,288.9
			=====

5. System Company that Holds Interest:

Northeast Generation Company, a Connecticut corporation, is a wholly-owned subsidiary of NU Enterprises, Inc., the holding company for Northeast Utilities unregulated businesses.

6. EWG or FUCO:

EWG

(b) Capital Investment in Company by NU, Direct or Indirect

1. Type: Capital contribution
2. Amount: \$466.2 million
3. Debt: None
4. Other financial obligations with recourse to NU or another system company: None
5. Guarantees by NU: None

Transfer of assets to an affiliated EWG or FUCO:

Market value: None
 Book value: None
 Sale price: None

(c) State the ratio of debt to common equity and earnings as of 12/31/00:

Ratio of debt to common equity as of 12/31/00: .806
 Ratio of debt to earnings/(loss) as of 12/31/00: 15.232

(d) Service, Sales or Construction Contracts:

NGC has a Power Sales and Purchase Agreement, dated December 27, 1999, with Select Energy, Inc. (Select), an affiliate of NGC. The term of this agreement is six years (through December 31, 2005) with an option for renewal. The agreement sets forth the terms and conditions by which

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Select purchases the capacity, associated energy, and ancillary services from the NGC assets. During 2000, Select paid NGC \$108.3 million under this contract.

NGC has a Management and Operation Agreement, dated February 1, 2000, as amended March 1, 2000, with Northeast Generation Services Company (NGS), an affiliate of NGC, to manage and operate the NGC generating assets. This agreement is in effect until March 15, 2006. The scope of services that NGS renders to NGC under this agreement includes management, operations, maintenance, administration, labor, consumables, water, supervision, and other goods and services necessary for the safe, efficient and reliable management, operation and maintenance of the NGC assets on a daily basis. During 2000, NGC paid NGS \$13.8 million under this contract.

NGC has a Service Contract with Northeast Utilities Service Company (NUSCO), an affiliate of NGCS, dated January 4, 1999. This agreement was extended through the year 2000 for a one-year period by a renewal agreement dated December 31, 1999. Under this contract, NUSCO agrees to provide NGC with services such as corporate and secretarial, financial planning, accounting, taxes, insurance, budgets, data processing, purchasing, and other administrative services. During 2000, NGC paid NUSCO under this contract \$1.1 million.

PART II.

An organizational chart showing the relationship of the foreign utility company to other NU system companies is provided as Exhibit H. Required financial data is provided as Exhibit I.

PART III.

(a) NU's aggregate investment in EWGs and FUCOs, respectively, as of 12/31/00:

EWGs: \$469.5 million
FUCOS: \$ 0.0 million

(b) Ratio of aggregate investment to aggregate retained earnings of NU's public-utility subsidiary companies as of 12/31/00: .76

ITEM 10. FINANCIAL STATEMENTS AND EXHIBITS

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REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

To Northeast Utilities and Subsidiaries:

We have audited the accompanying consolidated balance sheets and consolidated statements of capitalization of Northeast Utilities (a Massachusetts trust) and subsidiaries as of December 31, 2000 and 1999, and the related consolidated statements of income, comprehensive income, shareholders' equity, cash flows, and income taxes for each of the three years in the period ended December 31, 2000, included in the 2000 annual report to shareholders and incorporated by reference in this Form U5S, and have issued our report thereon dated January 23, 2001 (except with respect to the matters discussed in Note 15, as to which the date is March 13, 2001). These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Northeast Utilities and subsidiaries as of December 31, 2000 and 1999, and the results of their operations and cash flows for each of the three years in the period ended December 31, 2000, in conformity with accounting principles generally accepted in the United States.

/s/ Arthur Andersen LLP
Arthur Andersen LLP

Hartford, Connecticut
January 23, 2001

SIGNATURE

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Northeast Utilities, a registered holding company, has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized, pursuant to the requirements of the Public Utility Holding Company Act of 1935.

NORTHEAST UTILITIES

By: /s/ John J. Roman

John J. Roman
Vice President and Controller

April 26, 2001

NORTHEAST UTILITIES AND SUBSIDIARIES

Consolidating Balance Sheet (a)
Assets
December 31, 2000
(Thousands of Dollars)

	Northeast Utilities (parent)	The Connecticut Light and Power Company (consolidated) (b)	Public Service Company of New Hampshire (consolidated) (b)
	-----	-----	-----
Utility Plant, at cost:			
Electric	\$ 0	\$5,756,098	\$1,506,168
Other	0	0	8,588
	-----	-----	-----
	0	5,756,098	1,514,756
Less: Accumulated provision for depreciation	0	4,210,429	714,792
	-----	-----	-----
Construction work in progress	0	1,545,669	799,964
Nuclear fuel, net	0	128,835	27,251
	0	79,672	1,924
	-----	-----	-----
Total net utility plant	0	1,754,176	829,139
	-----	-----	-----
Other Property and Investments:			
Nuclear decommissioning trusts, at market	0	536,912	7,362
Investments in regional nuclear generating companies, at equity	0	41,395	9,965
Investments in subsidiary companies, at			

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equity	2,687,804	0	0
Other, at cost	15,025	33,708	3,475
	<u>2,702,829</u>	<u>612,015</u>	<u>20,802</u>
Current Assets:			
Cash and cash equivalents	1,058	5,461	116,482
Special Deposits	0	0	0
Investments in securitizable assets	0	98,146	0
Notes receivable from affiliated companies	94,400	38,000	0
Receivables, net	868	29,245	71,992
Accounts receivable from affiliated companies	3,908	103,763	2,239
Taxes receivable from affiliated companies	0	0	10,005
Accrued utility revenues	0	0	41,844
Fuel, materials, and supplies, at average cost	0	36,332	28,760
Unrealized gains on mark-to-market transaction	0	0	0
Prepayments and other	3,744	32,291	14,783
	<u>103,978</u>	<u>343,238</u>	<u>286,105</u>
Deferred Charges:			
Regulatory assets	0	1,835,967	924,847
Accumulated deferred income taxes	0	0	0
Unamortized debt expense	13	14,794	9,067
Deferred receivable from affiliated company	0	0	3,240
Goodwill and other purchased intangible assets	0	0	0
Prepaid pension	0	170,672	0
Other	321	33,336	9,096
	<u>334</u>	<u>2,054,769</u>	<u>946,250</u>
Total Assets	<u>\$2,807,141</u>	<u>\$4,764,198</u>	<u>\$2,082,296</u>

Note: Individual columns may not add to Consolidated due to rounding.
The accompanying notes are an integral part of these financial statements.

- (a) Not covered by auditors' report.
(b) See supporting statements.

NORTHEAST UTILITIES AND SUBSIDIARIES

Consolidating Balance Sheet (a)
Assets
December 31, 2000
(Thousands of Dollars)

Western Massachusetts Electric Company (consolidated) (b)	North Atlantic Energy Corporation	Holyoke Water Power Company (consolidated) (b)
--	---	--

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Utility Plant, at cost:			
Electric	\$1,112,405	\$719,353	\$101,117
Other	0	0	0
	1,112,405	719,353	101,117
Less: Accumulated provision for depreciation	792,923	223,465	81,933
	319,482	495,888	19,184
Construction work in progress	22,813	8,710	970
Nuclear fuel, net	18,296	28,369	0
Total net utility plant	360,591	532,967	20,154
Other Property and Investments:			
Nuclear decommissioning trusts, at market	144,921	50,863	0
Investments in regional nuclear generating companies, at equity	11,117	0	0
Investments in subsidiary companies, at equity	0	0	0
Other, at cost	6,249	0	3,476
	162,287	50,863	3,476
Current Assets:			
Cash and cash equivalents	985	118	1,865
Special Deposits	0	0	0
Investments in securitizable assets	0	0	0
Notes receivable from affiliated companies	0	27,800	16,200
Receivables, net	36,364	0	862
Accounts receivable from affiliated companies	16,146	50,796	5,065
Taxes receivable from affiliated companies	0	722	825
Accrued utility revenues	21,222	0	0
Fuel, materials, and supplies, at average cost	1,606	14,003	4,763
Unrealized gains on mark-to-market transaction	0	0	0
Prepayments and other	4,817	2,000	768
	81,140	95,439	30,348
Deferred Charges:			
Regulatory assets	392,247	48,068	0
Accumulated deferred income taxes	0	0	0
Unamortized debt expense	1,822	847	792
Deferred receivable from affiliated company	0	0	0
Goodwill and other purchased intangible assets	0	0	0
Prepaid pension	45,473	0	771
Other	4,258	780	323
	443,800	49,695	1,886
Total Assets	\$1,047,818	\$728,964	\$ 55,864

Note: Individual columns may not add to Consolidated due to rounding.
The accompanying notes are an integral part of these financial statements.

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- (a) Not covered by auditors' report.
 (b) See supporting statements.

NORTHEAST UTILITIES AND SUBSIDIARIES

Consolidating Balance Sheet (a)
 Assets
 December 31, 2000
 (Thousands of Dollars)

	Northeast Utilities Service Company	Northeast Nuclear Energy Company	North Atlantic Energy Service Corporation
Utility Plant, at cost:			
Electric	\$ 0	\$37,876	\$ 0
Other	111,814	0	0
	111,814	37,876	0
Less: Accumulated provision for depreciation	88,114	15,771	0
	23,700	22,105	0
Construction work in progress	9,937	416	0
Nuclear fuel, net	0	0	0
Total net utility plant	33,637	22,521	0
Other Property and Investments:			
Nuclear decommissioning trusts, at market	0	0	0
Investments in regional nuclear generating companies, at equity	0	0	0
Investments in subsidiary companies, at equity	0	0	0
Other, at cost	7,158	0	0
	7,158	0	0
Current Assets:			
Cash and cash equivalents	45,375	0	3,095
Special Deposits	0	0	0
Investments in securitizable assets	0	0	0
Notes receivable from affiliated companies	79,400	9,300	0
Receivables, net	130,338	4,517	25,586
Accounts receivable from affiliated companies	10,156	39,894	147
Taxes receivable from affiliated companies	0	362	0
Accrued utility revenues	0	0	0
Fuel, materials, and supplies, at average cost	147	71,358	35

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Unrealized gains on mark-to-market transaction	0	0	0
Prepayments and other	2,638	1,188	1,058
	-----	-----	-----
	268,054	126,619	29,921
	-----	-----	-----
Deferred Charges:			
Regulatory assets	0	0	0
Accumulated deferred income taxes	0	42,252	0
Unamortized debt expense	0	0	0
Deferred receivable from affiliated company	0	0	0
Goodwill and other purchased intangible assets	0	0	0
Prepaid pension	28,352	0	0
Other	37,030	33,723	35,248
	-----	-----	-----
	65,382	75,975	35,248
	-----	-----	-----
Total Assets	\$374,231	\$225,115	\$65,169
	=====	=====	=====

Note: Individual columns may not add to Consolidated due to rounding.
The accompanying notes are an integral part of these financial statements.

- (a) Not covered by auditors' report.
- (b) See supporting statements.

NORTHEAST UTILITIES AND SUBSIDIARIES

Consolidating Balance Sheet (a)
Assets
December 31, 2000
(Thousands of Dollars)

	The Quinnehtuk Company	The Rocky River Realty Company	Yankee Energy Systems, Inc. (consolidated) (b)	Charter O Energy, I (consolida (b)
	-----	-----	-----	-----
Utility Plant, at cost:				
Electric	\$ 0	\$ 0	\$ 0	\$
Other	1,639	89,376	608,153	
	-----	-----	-----	-----
	1,639	89,376	608,153	
Less: Accumulated provision for depreciation	1,211	35,730	245,214	
	-----	-----	-----	-----
	428	53,646	362,939	
Construction work in progress	1	2,456	18,723	
Nuclear fuel, net	0	0	0	

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Total net utility plant	429	56,102	381,662	
Other Property and Investments:				
Nuclear decommissioning trusts, at market	0	0	0	
Investments in regional nuclear generating companies, at equity	0	0	0	
Investments in subsidiary companies, at equity	0	0	0	
Other, at cost	1,140	1,929	11,411	
	1,140	1,929	11,411	
Current Assets:				
Cash and cash equivalents	44	0	6,459	3,
Special Deposits	0	0	0	
Investments in securitizable assets	0	0	0	
Notes receivable from affiliated companies	0	0	0	
Receivables, net	0	0	58,697	
Accounts receivable from affiliated companies	0	314	77	
Taxes receivable from affiliated companies	0	0	0	1,
Accrued utility revenues	0	0	38,057	
Fuel, materials, and supplies, at average cost	0	0	3,404	
Unrealized gains on mark-to-market transaction	0	0	0	
Prepayments and other	0	570	23,323	
	44	884	130,017	4,
Deferred Charges:				
Regulatory assets	4	0	54,649	
Accumulated deferred income taxes	32	0	0	14,
Unamortized debt expense	0	44	1,270	
Deferred receivable from affiliated company	0	0	0	
Goodwill and other purchased intangible assets	0	0	302,614	
Prepaid pension	0	0	42,988	
Other	0	0	14,334	
	36	44	415,855	14,
Total Assets	\$1,649	\$58,959	\$938,945	\$19,

Note: Individual columns may not add to Consolidated due to rounding.
The accompanying notes are an integral part of these financial statements.

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NORTHEAST UTILITIES AND SUBSIDIARIES

Consolidating Balance Sheet (a)

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Assets
 December 31, 2000
 (Thousands of Dollars)

	NU Enterprises, Inc. (consolidated) (b)	Eliminations	Consolidated
	-----	-----	-----
Utility Plant, at cost:			
Electric	\$265,761	\$ 128,654	\$ 9,370,176
Other	42,157	0	861,727
	-----	-----	-----
	307,918	128,654	10,231,903
Less: Accumulated provision for depreciation	156,838	(474,809)	7,041,279
	-----	-----	-----
	151,080	603,463	3,190,624
Construction work in progress	8,220	0	228,330
Nuclear fuel, net	0	0	128,261
	-----	-----	-----
Total net utility plant	159,300	603,463	3,547,215
	-----	-----	-----
Other Property and Investments:			
Nuclear decommissioning trusts, at market	0	0	740,058
Investments in regional nuclear generating			