

NORTHEAST UTILITIES  
Form 3  
September 03, 2014

**FORM 3** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

<p>1. Name and Address of Reporting Person *</p> <p>Â SCHWEIGER WERNER J</p> <p>(Last) (First) (Middle)</p> <p>C/O NORTHEAST UTILITIES,Â 300 CADWELL DRIVE</p> <p>(Street)</p> <p>SPRINGFIELD,Â MAÂ 01104</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>09/02/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>NORTHEAST UTILITIES [NU]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Executive VP and COO</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Shares, \$5.00 par value	164,095 <sup>(1)</sup>	D	Â
Common Shares, \$5.00 par value	8,373 <sup>(2)</sup>	I	401k Plan (Trustee)

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Phantom Shares	Â (3)	Â (3)	Common Shares, \$5.00 par value	99,012	\$ (3)	D	Â
Employee Stock Option (Right to Buy)	04/27/2009	04/27/2016	Common Shares, \$5.00 par value	62,976	\$ 21.14	D	Â
Employee Stock Option (Right to Buy)	05/03/2010	05/03/2017	Common Shares, \$5.00 par value	47,232	\$ 28.12	D	Â
Employee Stock Option (Right to Buy)	01/24/2011	01/24/2018	Common Shares, \$5.00 par value	39,360	\$ 24.74	D	Â
Employee Stock Option (Right to Buy)	01/22/2012	01/22/2019	Common Shares, \$5.00 par value	48,544	\$ 25.93	D	Â
Employee Stock Option (Right to Buy)	04/10/2012	01/28/2020	Common Shares, \$5.00 par value	36,736	\$ 26.9	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHWEIGER WERNER J C/O NORTHEAST UTILITIES 300 CADWELL DRIVE SPRINGFIELD, MA 01104	Â	Â	Â Executive VP and COO	Â

## Signatures

/s/ Kerry J. Tomasevich, attorney-in-fact for Mr. Schweiger 09/03/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes restricted share units and dividend equivalents thereon.

(2) Shares held in trust under the Northeast Utilities Service Company 401k Plan, a qualified plan, according to information supplied by the Plan's record keeper.

(3) 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 line item reporting under SEC Rule 16a-11.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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