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

BUTH JAY S.

Form 4 February 29,										
FORN	1 /					NGE C	OMMISSION	OMB	PROVAL 3235-0287	
Washington, D.C. 20549Check this box if no longer subject to Section 16.Form 4 or Form 5 obligations may continue.See Instruction 						e Act of 1934, 1935 or Section	Number:January 31,Expires:2005Estimated averageburden hours perresponse0.5			
(Print or Type I	Responses)									
1. Name and Address of Reporting Person <u>*</u> BUTH JAY S.			2. Issuer Name <b>and</b> Ticker or Trading Symbol NORTHEAST UTILITIES [NU]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) C/O NORTHEAST UTILITIES, 56 PROSPECT STREET			3. Date of Earliest Transaction (Month/Day/Year) 02/27/2012				Director 10% Owner X Officer (give title Other (specify below) below) VP-Accounting and Controller			
HARTFOR	If Amendment, Date Original ed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> <li>Person</li> </ul>					
(City)	(State)	(Zip)	fable I - Non-I	Derivative	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date any (Month/Day/Ye	Code ar) (Instr. 8)	4. Securi on(A) or D (Instr. 3,	(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)		
Common Shares, \$5.00 par value	02/27/2012		F	366 <u>(1)</u>	D	\$ 35.86	5,727 <u>(2)</u>	D		
Common Shares, \$5.00 par value							400 <u>(3)</u>	I	401k Plan	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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# 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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and a	Securities	8. Price of Derivative Security (Instr. 5)
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Shares	<u>(4)</u>				<u>(4)</u>	<u>(4)</u>	Common Shares, \$5.00 par value	142	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BUTH JAY S. C/O NORTHEAST UTILITIES 56 PROSPECT STREET HARTFORD, CT 06103			VP-Accounting and Controller				
Signatures							

Jay S. Buth

02/29/2012

<u>\*\*</u>Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reduction of restricted share units on distribution to satisfy tax withholding obligations.
- (2) Includes restricted share units and reinvested dividend equivalents thereon.
- (3) 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.

(4)

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Matching contributions of reporting person's deferred compensation under the Northeast Utilities Deferred Compensation Plan for Executives, a non-qualified deferred compensation plan, that are nominally invested as common shares. Each phantom share represents the right to receive cash value of one NU common share upon a distribution event, following vesting. Additional phantom shares are issued upon automatic reinvestment of dividend-equivalent 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. 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.