

GOLDEN RAYMOND L
 Form 5
 February 13, 2003

FORM 5 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported

Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES BENEFICIAL OWNERSHIP

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

OMB Number: 3235-0362
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| | | | | | | | | |
|---|---------|----------|--|--|---|--|--|--|
| 1. Name and Address of Reporting Person* Golden Raymond L. | | | 2. Issuer Name and Ticker or Trading Symbol NORTHEAST UTILITIES (NU) | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director* <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | 4. Statement for Month/Year as of 12/10/2002 | | *Trustee (retired December 10, 2002) | | |
| c/o Northeast Utilities 107 Selden Street | | | | 5. If Amendment, Date of Original (Month/Year) | | 7. Individual or Joint/Group Filing (check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person | | |
| (Street) Berlin, CT 06037 | | | | | (City) (State) (Zip) | | | |
| Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | |
| 1. Title of Security (Instr. 3) | | | | | | | | |
| 2. Transaction Date (Month/Day/Year) | | | | | | | | |
| 2A. Deemed Execution Date, if any (Month/Day/Year) | | | | | | | | |
| 3. Transaction Code (Instr. 8) | | | | | | | | |

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* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

FORM 5 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts calls warrants options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 & 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4) | |
|--|--|--------------------------------------|--|--------------------------------|--|-----|--|-----------------|---|--|---|--------|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | | | Title |
| Options to Purchase | \$18.45 | 2/26/2002 | | A | 2,500 | | See Note 2 | 2/26/2012 | NU Common Shares, \$5 par | 2,500 | N/A | 10,000 |
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Explanation of Responses:

Note 1. Includes shares receipt of which has been deferred.

Note 2. 50 percent on 2/26/2002, 50 percent on 2/26/2003.

/s/ **Raymond L. Golden, by O. Kay Comendul**
POA

February 5, 2003
 Date

**Signature of Reporting Person

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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