

Edgar Filing: NSTAR/MA - Form 425

NSTAR/MA
Form 425
September 08, 2011

Filed by Northeast Utilities Pursuant to Rule 425

Under the Securities Act of 1933

Subject Company: NSTAR

Commission File No.: 333-170754

Barclays CEO Energy-Power Conference
September 8, 2011
Jim Judge
Senior Vice President and CFO
David McHale
Executive Vice President and CFO

2

NU Safe Harbor Provisions

This presentation contains statements concerning NU's expectations, beliefs, plans, objectives, goals, strategies, assumptions of future financial performance or growth and other statements that are not historical facts. These statements are forward-looking in the meaning of the Private Securities Litigation Reform Act of 1995. In some cases, a listener or reader can identify these forward-looking statements through the use of words or phrases such as estimate, expect, anticipate, intend, plan, project, believe, could, and other similar expressions. Forward-looking statements are based on the current expectations, estimates, assumptions of management and are not guarantees of future performance. These expectations, estimates, assumptions or projections may vary

from actual results. Accordingly, any such statements are qualified in their entirety by reference to, and are accompanied by, the important factors that could cause our actual results to differ materially from those contained in our forward-looking statements, limited to, actions or inaction of local, state and federal regulatory and taxing bodies; changes in business and economic conditions; impact on interest rates, bad debt expense and demand for our products and services; changes in weather patterns; changes in law or regulatory policy; changes in levels and timing of capital expenditures; disruptions in the capital markets or other events that make it more difficult or costly to obtain necessary capital; developments in legal or public policy doctrines; technological developments; changes in accounting standards and financial reporting regulations; fluctuations in the value of our remaining competitive contracts; actions of rating agencies; and effects and outcome of our pending merger with NSTAR; and other presently unknown or unforeseen factors. Other risk factors are discussed from time to time in our reports to the Securities and Exchange Commission (SEC). Any forward-looking statement speaks only as of the date such statement is made, and we undertake no obligation to update the information contained in any forward-looking statements to reflect developments or circumstances occurring after the statement is made or to reflect the occurrence of unanticipated events.

This presentation references actual and projected EPS by business. EPS by business is a non-GAAP (not determined using generally accepted accounting principles) measure that is calculated by dividing the net income or loss attributable to controlling interests of each business by the weighted average diluted NU parent common shares outstanding for the period. Management uses this non-GAAP financial measure to evaluate earnings results and to provide details of earnings results and guidance by business. This presentation also includes non-GAAP financial measures referencing our 2006 - 2010 EPS excluding a number of factors that affected GAAP earnings in those years. In addition, our earnings guidance excludes certain non-recurring charges related to merger costs we expect to incur during 2011, which is a non-GAAP measure. Management believes that these non-GAAP financial measurements are useful to investors to evaluate the actual and projected financial performance and contribution of NU's businesses. Non-GAAP financial measures should not be considered as alternative measures of consolidated net income attributable to controlling interests or EPS determined in accordance with GAAP as indicators of NU performance.

3

NU Safe Harbor Provisions

Information Concerning Forward-Looking Statements Relating to the NU NSTAR Merger

Additional Information and Where To Find It

In addition to historical information, this communication may contain a number of forward-looking statements as defined in the Securities Litigation Reform Act of 1995. Words such as anticipate, expect, project, intend, plan, believe, and words and terms of similar connection with any discussion of future plans, actions, or events identify forward-looking statements. Forward-looking statements relating to the proposed merger include, but are not limited to: statements about the benefits of the proposed merger involving NSTAR and N

including future financial and operating results; NSTAR's and Northeast Utilities' plans, objectives, expectations and intentions; the timing of completion of the transaction; and other statements relating to the merger that are not historical facts. Forward-looking statements involve estimates, expectations and projections and, as a result, are subject to risks and uncertainties. There can be no assurance that actual results will not materially differ from expectations. Important factors could cause actual results to differ materially from those stated in the forward-looking statements. With respect to the proposed merger, these factors include, but are not limited to: the risk that NSTAR and Northeast Utilities may be unable to obtain governmental and regulatory approvals required for the merger, or required governmental and regulatory approvals may delay the merger or result in the imposition of conditions that could reduce the anticipated benefits from the merger; the risk that the parties to the merger may abandon the merger; the risk that a condition to closing of the merger may not be satisfied; the length of time necessary to complete the proposed merger; the risk that the businesses will not be integrated successfully; the risk that the cost savings and any other benefits of the transaction may not be fully realized or may take longer to realize than expected; disruption from the transaction making it difficult to maintain relationships with customers, employees or suppliers; the diversion of management time on merger-related issues; the risk of regulatory or legislative actions on the companies; and the risk that the credit ratings of the combined company or its subsidiaries may be lower than what the companies expect. These risks, as well as other risks associated with the merger, are more fully discussed in the prospectus statement/prospectus that is included in the Registration Statement on Form S-4 (Registration No. 333-170754) that was filed by NSTAR and Northeast Utilities with the SEC in connection with the merger. Additional risks and uncertainties are identified and discussed in NSTAR's and Northeast Utilities' reports filed with the SEC and available at the SEC's website at www.sec.gov. Forward-looking statements include only those that speak only as of the date of this document. Neither NSTAR nor Northeast Utilities undertakes any obligation to update its forward-looking statements to reflect events or circumstances after the date of this document.

This communication does not constitute an offer to sell or the solicitation of an offer to buy any securities or a solicitation of an offer to buy. In connection with the proposed merger between Northeast Utilities and NSTAR, Northeast Utilities filed with the SEC a Registration Statement on Form S-4 (Registration No. 333-170754) that includes a joint proxy statement of Northeast Utilities and NSTAR that also contains information of Northeast Utilities. Northeast Utilities and NSTAR mailed the definitive joint proxy statement/prospectus to their respective shareholders about January 5, 2011. Northeast Utilities and NSTAR urge investors and shareholders to read the joint proxy statement/prospectus regarding the proposed merger, as well as other documents filed with the SEC, because they contain important information. You may obtain copies of these documents filed with the SEC regarding this proposed transaction, free of charge, at the SEC's website (www.sec.gov). You may also obtain these documents, free of charge, from Northeast Utilities' website (www.nu.com) under the tab "Investors" and then under the tab "Financial/SEC Reports." You may also obtain these documents, free of charge, from NSTAR's website (www.nstar.com) under the tab "Investor Relations."

Please refer to our reports to the SEC for further details concerning the matters described in this presentation.

4

NSTAR Safe Harbor Provisions

Information Concerning Forward-Looking Statements

Additional Information and Where to Find It

In addition to historical information, this presentation may contain a number of forward-looking statements as defined in the Securities Litigation Reform Act of 1995. Words such as anticipate, expect, project, intend, plan, believe, and words and terms of similar connection with any discussion of future plans, actions, or events identify forward-looking statements. Forward-looking statements in this presentation in connection with the pending merger include, but are not limited to: statements about the benefits of the pending merger involving NSTAR and Nor

including future financial and operating results; NSTAR's and Northeast Utilities' plans, objectives, expectations and intentions; the timing of completion of the transaction; and other statements relating to the merger that are not historical facts. Forward-looking statements involve estimates, expectations and projections and, as a result, are subject to risks and uncertainties. There can be no assurance that actual results will not materially differ from expectations. Important factors could cause actual results to differ materially from those stated in the forward-looking statements. With respect to the pending merger, these factors include, but are not limited to: the risk that NSTAR and Northeast Utilities may be unable to obtain governmental and regulatory approvals required for the merger, or required governmental and regulatory approvals may delay the merger or result in the imposition of conditions that could reduce the anticipated benefits from the merger; the risk that the parties to the merger may abandon the merger; the risk that a condition to closing of the merger may not be satisfied; the length of time necessary to complete the pending merger; the risk that the businesses will not be integrated successfully; the risk that the cost savings and any other benefits of the transaction may not be fully realized or may take longer to realize than expected; disruption from the transaction making it more difficult to maintain relationships with customers, employees or suppliers; the diversion of management time on merger-related issues; the risk of regulatory or legislative actions on the companies; and the risk that the credit ratings of the combined company or its subsidiaries may be lower than what the companies expect. These risks, as well as other risks associated with the merger, are more fully discussed in the prospectus statement/prospectus that is included in the definitive proxy statement that was filed by NSTAR with the Securities and Exchange Commission (SEC) on January 5, 2011 and the Registration Statement on Form S-4 (Registration No. 333-170754) that was filed by Northeast Utilities with the SEC in connection with the merger. Additional risks and uncertainties are identified and discussed in NSTAR's and Northeast Utilities' proxy statements with the SEC and available at the SEC's website at www.sec.gov. Forward-looking statements included in this document speak as of the date of this document. Neither NSTAR nor Northeast Utilities undertakes any obligation to update its forward-looking statements or circumstances after the date of this document.

This presentation does not constitute an offer to sell or the solicitation of an offer to buy any securities. In connection with the merger between Northeast Utilities and NSTAR, Northeast Utilities filed with the SEC a Registration Statement on Form S-4 (Registration No. 333-170754) that includes a joint proxy statement of Northeast Utilities and NSTAR that also constitutes a prospectus of Northeast Utilities and NSTAR first mailed the definitive joint proxy statement/prospectus to their respective shareholders, on or about January 10, 2011. Northeast Utilities and NSTAR urge investors and shareholders to read the joint proxy statement/prospectus regarding the pending merger, as well as other documents filed with the SEC, because they contain important information. You may obtain copies of all documents filed with the SEC regarding this proposed transaction, free of charge, at the SEC's website (www.sec.gov). You may also obtain these documents, free of charge, from Northeast Utilities' website (www.nu.com) under the tab "Investors" and then under the heading "Financial/SEC Filings." You may also obtain these documents, free of charge, from NSTAR's website (www.nstar.com) under the tab "Investor Relations."

5
Topics for Today
NU Update
Transmission projects
Financial performance

Merger Update

NSTAR Financial Update

6

A Compelling Combination

Creates Largest Utility

Company in New England

Significant infrastructure investment opportunities

combined with balance sheet strength provides

for substantial growth potential

Larger, diverse and better positioned to support

economic growth and state public policy initiatives
in New England

Expected to be accretive to earnings in Year 1,
provides an enhanced total shareholder return
proposition

Enhances service quality capabilities for the
largest customer base in New England

Highly experienced and complementary
leadership team with proven track record

100% stock transaction

1.312 shares of

Northeast Utilities per NSTAR share

56% Northeast Utilities shareholders

44% NSTAR shareholders

NSTAR Electric Service Area

NSTAR Gas Service Area

Northeast Utilities Electric Service Area

Northeast Utilities Gas Service Area

Combined Service Territory

3 million electric
customers

500,000 natural gas
customers

4,500 miles electric
transmission

72,000 miles electric
distribution

6,300 miles gas
distribution

MA

7
Transmission Update

8
NEEWS Projects Advance
Current Status Report

Substation construction commenced in MA in Dec.
2010; in CT in July/August 2011

Commenced overhead site work in MA in
February 2011

Commence overhead construction in CT in early
2012 following receipt of environmental permits

Projected in-service: late 2013

Total projected NU cost: \$718 million
Interstate
Reliability
Project

Joint project with National Grid (*NU in CT; NGrid
in MA & RI*)

ISO-NE confirmed need in August 2010

File siting application in CT in late 2011

Siting decisions in 2013

Commence construction: late 2013/early 2014

Projected in-service: late 2015

Total projected NU cost: \$218 million
Central
Connecticut
Reliability
Project

Expected review to be completed and needs identified in late 2011
with specific projects identified in late 2012

Total projected NU cost: \$301 million

SPRINGFIELD
HARTFORD
345-kV Substation
Generation Station
345-kV ROW
115-kV ROW
Central Connecticut
Reliability Project
Interstate
Reliability Project
Greater Springfield
Reliability Project
Greater
Springfield

Reliability
Project

9
Northern Pass Transmission
a \$1.1 Billion Capital
Investment
,

To be owned by Northern Pass Transmission LLC

-

NU (75%) and NSTAR (25%)

1,200 MW transfer capability

Northern terminus at Des Cantons (Québec),
southern terminus in Franklin (New Hampshire)

Québec terminal will convert the power from
AC to DC (rectifier)

US terminal will convert the power from DC
to AC (inverter)

345kV AC leg from Franklin to Deerfield, NH

TSA signed in October 2010 and accepted by
FERC on February 11, 2011

Permitting process began October 14, 2010 with
U.S. DOE application
comment period recently
extended; U.S. Forest Service application filed
June 28

New Hampshire Senate voted June 2 to re-refer
eminent domain bill

Capital cost estimate for US segment: \$1.1 billion

completion projected for late 2016

Des Cantons

HVDC Line

HVDC Converter

Station

345-kV Line

Existing Deerfield

Substation

Deerfield

Franklin

10

Review of FERC-Approved Transmission ROEs

10.00%

10.50%

11.00%

11.50%

12.00%

12.50%

13.00%
13.50%
Local Network
Service
Regional
Network Service
Base
Northern Pass
2005-2008
Regional
Projects
NEEWS
M-N
Underground
NU's Local Network Service Tariff ROE
NE RTO Incentive adder of 50 basis points on PTF assets
ISO-NE Planned Regional PTF projects in-service before 1/1/09
Middletown-Norwalk Advanced Tech. underground cable system
125 basis point NEEWS incentive
142 basis point Northern Pass incentive
11.14%
12.64%
12.89%
13.10%
12.56%
11.64%

11
NU Financial Update

12
\$82.1
\$158.2
\$1.1
\$75.0
\$200.9
-\$4.5
\$86.9

\$118.5

-\$20.0

\$0.0

\$20.0

\$40.0

\$60.0

\$80.0

\$100.0

\$120.0

\$140.0

\$160.0

\$180.0

\$200.0

\$220.0

1H 2010

1H 2011

NU

Strong First Half Earnings

Distribution/Generation

Transmission

Parent/Other

Total

*Excludes \$9.5 million of after-tax merger-related expenses in 2011

*

*

13

Hurricane Irene Impacts on Second Half of 2011

Approximately 800,000 NU customers lost service at peak on August 28 due to Irene most damaging storm in NU s history

Restoration now virtually complete

CL&P suffered the most extensive damage, particularly along Long Island Sound and in Eastern Connecticut

1,800 line and tree crews worked on restoration

Total cost likely to exceed \$100 million

Will negatively affect cash flows in second half of 2011

Catastrophic storm deferral mechanisms in place for CL&P, PSNH and WMECO

14
2009 and 2010 Results and Standalone 2011 Guidance
2009
Actual
2010
Actual
Revised 2011
Guidance

NU Consolidated EPS

(GAAP)

\$1.91

\$2.19

\$2.10 -

\$2.20

Distribution/Generation

\$0.92

\$1.16

\$1.30 -

\$1.35

Transmission

\$0.95

\$1.00

\$1.05

\$1.10

Competitive

\$0.09

\$0.05

N/A

NU Parent/Other

(\$0.05)

(\$0.05)*

(\$0.05)**

NU Consolidated EPS

(Non-GAAP)

\$1.91

\$2.16*

\$2.30

\$2.40**

*

Excludes a \$0.09/share fourth quarter non-recurring tax gain at NU Parent and approximately \$0.06 of NU-NSTAR merger-related expenses that were recorded in the fourth quarter.

**Excludes \$0.20/share of expected NU-NSTAR merger-related costs. Includes competitive results.

15
NU
Improved Earnings Have Resulted in Rising
Dividends
62.5%
48.7%
44.3%
49.7%

\$2.16

3

\$1.86²

\$1.16¹

\$1.59

\$0.825

\$0.775

\$0.725

\$0.95

Payout ratios

EPS

Dividends paid/declared per share

1

Excludes net income of competitive businesses, one-time CL&P tax reduction

2

Excludes litigation settlement charge

3

Excludes NU tax settlement, NU-NSTAR merger costs

\$1.91

\$1.025

47.5%

\$2.30 -

2.40

4

\$1.10

5

4

Excludes NU-NSTAR merger costs

5

Based on first, second and third quarter rate of

\$0.275

\$0.00

\$0.25

\$0.50

\$0.75

\$1.00

\$1.25

\$1.50

\$1.75

\$2.00

\$2.25

\$2.50

\$2.75

2006

2007

2008

2009

2010

2011E

0.0%

10.0%
20.0%
30.0%
40.0%
50.0%
60.0%
70.0%

16
Merger Update

17
Status of Merger Approvals
Securities and Exchange Commission
Shareholders
Department of Justice
Federal Communications Commission
Federal Energy Regulatory Commission
Maine DPUC

Massachusetts DPU
Nuclear Regulatory Commission
Approvals Received
Applications Pending
Connecticut PURA
New Hampshire PUC
Determined Not To
Have Jurisdiction

18

Massachusetts Hearings on Merger

Hearings ended July 28

Net benefits study anticipates \$784M in net savings over 10 years

Elimination of duplicative efforts

Adoption of best practices

Attrition/retirements
350 positions over time

Attorney General's focus: Customer benefits

Other interveners
focus: Environmental benefits, labor impacts

Briefing schedule revised:
Final briefs due by October 18

DOER's motion to stay proceedings
Oral Arguments October 25

Companies continue integration work focused on Day 1 readiness
th
th
th

20
\$14.0
\$114.5
\$100.5
\$123.4
\$17.6
\$105.8
\$5.0

\$15.0

\$25.0

\$35.0

\$45.0

\$55.0

\$65.0

\$75.0

\$85.0

\$95.0

\$105.0

\$115.0

\$125.0

Electric

Gas

Consolidated

1H 2010

1H 2011

NSTAR's Solid First Half Exceeds Expectations

Note: Results reflect continuing operations excluding merger-related costs of \$5.9 million.

EPS

\$1.19

EPS

\$1.07

NSTAR System Has Significant Transmission
Investment Ahead

Transmission Rate Base is expected to double within 5 years to
approximately \$1.6 billion

Growth/reliability spending averages \$100 million per year

Incremental Major Projects:

Cape Cod Line

Boston 345kV Connection

Mid Cape Line

Northern Pass

\$120 million

\$45-\$50

million

\$25-\$30

million

\$280 million

(2011-2012)

(2014-2015)

(2013-2014)

(2014-2016)

21

22
Highest Credit Rating in the Industry
#1 NSTAR
A+
*As published by EEI
NSTAR
A+
Southern Company

A
Consolidated Edison, Inc.
A-
Dominion Resources, Inc.
A-
DPL Inc.
A-
Duke Energy Corporation
A-
Energy East Corporation
A-
NextEra Energy, Inc.
A-
KeySpan Corp.
A-
Niagara Mohawk Power Corporation
A-
Vectren Corporation
A-
Wisconsin Energy Corporation
A-
Xcel Energy Inc.
A-
ALLETE, Inc.
BBB+
Alliant Energy Corporation
BBB+
DTE Energy Company
BBB+
Integrys Energy Group, Inc.
BBB+
Kentucky Utilities Company
BBB+
Louisville Gas and Electric Company
BBB+
MDU Resources Group, Inc.
BBB+
MidAmerican Energy Holdings Company
BBB+
Northeast Utilities
BBB+
OGE Energy Corp.
BBB+
Pepero Holdings, Inc.
BBB+
PG&E Corporation
BBB+
PPL Corporation
BBB+
Progress Energy, Inc.

BBB+
SCANA Corporation
BBB+
Sempra Energy
BBB+
TECO Energy, Inc.
BBB+
American Electric Power Company, Inc.
BBB
Avista Corporation
BBB
CenterPoint Energy, Inc.
BBB
Cleco Corporation
BBB
El Paso Electric Company
BBB
Entergy Corporation
BBB
Exelon Corporation
BBB
Great Plains Energy Inc.
BBB
Green Mountain Power Corporation
BBB
IDACORP, Inc.
BBB
NorthWestern Corporation
BBB
Pinnacle West Capital Corporation
BBB
Portland General Electric Company
BBB
Public Service Enterprise Group Inc.
BBB
UIL Holdings Corporation
BBB
Westar Energy, Inc.
BBB
Allegheny Energy, Inc.
BBB-
Ameren Corporation
BBB-
Black Hills Corporation
BBB-
CMS Energy Corporation
BBB-
Constellation Energy Group, Inc.
BBB-
Duquesne Light Company

BBB-
Edison International
BBB-
Empire District Electric Company
BBB-
FirstEnergy Corp.
BBB-
Hawaiian Electric Industries, Inc.
BBB-
IPALCO Enterprises, Inc.
BBB-
NiSource Inc.
BBB-
Otter Tail Corporation
BBB-
Puget Energy, Inc.
BB+
NV Energy, Inc.
BB+
PNM Resources, Inc.
BB-

23

J.D. Power Survey Recognizes Customer Service Efforts

Company A

Company B

Company C

Company D

NSTAR

Company E

Company F
Company G
Company H
Company I
EAST LARGE AVERAGE
Company J
Company K
Company L
Company M
Company N
Company O
Company P

24
NSTAR Total Shareholder Return Outperforms the Industry
1996
2010
\$1,000
\$2,000
\$3,000
\$4,000

\$5,000

\$6,000

Only Company in Any

Industry to

Deliver 14 Consecutive Years of

Positive Total Shareholder Return

S&P 500

Utility Index

NSTAR

25

Combines two highly successful energy delivery companies with similar strategies

Matches NSTAR's distribution expertise and strong cash flows with NU's nationally recognized transmission organization and significant investment opportunities

Larger, diverse and better-positioned company to support economic growth and public policy

initiatives for the region

Clearly
meets
new
Massachusetts

net
benefit
standard
with
customer
benefits

across

3

states:

Projected net cost savings of \$784M over 10 years

Significant environmental benefits expected

Attractive shareholder investment opportunity:

Track record of top performance

Low risk investment profile

Strong credit ratings

Greater liquidity for investors

In short, a truly compelling transaction with significant strategic, customer, regional and shareholder benefits

Key Takeaways on the Merger

Appendix

27

Improved Results Due In Part to Resolution of All
Three Electric Distribution Rate Cases

Five-year settlement
approved by NHPUC on
6/28/2010

\$45.5 million increase on
7/1/10 in addition to
8/1/09 temporary increase
of \$25.6 million

\$2.3 million decrease on
7/1/11

2012 & 2013 projected
increases of \$9.5 million &
\$11.1 million

Authorized ROE remains
9.67%

Recovery of ice storm
costs over 7 years

Trailing 12-month ROE =
10.3%

Final decision 6/30/2010

\$63.4 million increase
effective 7/1/10

\$38.5 million increase
effective 7/1/11

Authorized 9.4% ROE at
6/30/10

49.2% equity in capital
structure

Initial increase deferred
until 1/1/11

Capex plan approved

Trailing 12-month ROE =
9.8%

PSNH
CL&P

Final decision 1/31/11

\$16.8 million increase
effective 2/1/11

Authorized 9.6% ROE

Decoupling approved

\$2.1 million write-off taken in
fourth quarter 2010

Trailing 12-month ROE =
6.5%
WMECO

28
Yankee Gas Rate Decision Less Supportive
The
Good

Supported full projected cost of Waterbury to
Wallingford line

Supported ramp-up to \$40 million annual spending
for pipeline replacement

Authorized capital structure of 52.2% equity; 47.8%
debt

The
Not
So
Good

8.83% authorized ROE

First-year rate cut of about \$0.5 million;
second-year increase of \$6.7 million

Request was \$29.1 million increase
Year One and \$10.3 million increase Year Two

Numerous disallowed costs

Imputation of \$1.6 million of merger savings Year One and \$3 million in Year Two

Motion
for
Reconsideration
Filed
With
the
PURA

Reconsideration was granted August 2 -
ADIT impacts only

29
NU Weather-Adjusted Retail Sales Trends
-2.8
-2.1
-1.8
-0.6
0.4
CL&P

2007
2008
2009
2010
2011 YTD

-1.4
-1.8
-0.2
-1.6

0.6

2007

2008

2009

2010

2011 YTD

PSNH

-0.6

-0.6

-3.4

-3.5

-0.4

WMECO

2007

2008

2009

2010

2011 YTD

3.4

6.2

6.6

5.0

3.1

2007

2008

2009

2010

2011 YTD

Yankee Gas (firm)

30
2006
2011 NU Consolidating EPS
GAAP / Non-GAAP Reconciliation
(0.20)
(0.06)
N/A
N/A

N/A
 N/A
 NU-NSTAR Merger Expenses
 N/A
 0.09
 N/A
 N/A
 N/A
 N/A
 NU Tax Settlement
 \$2.19
 N/A
 N/A
 N/A
 \$2.16
 0.05
 \$2.11
 (0.05)
 2.16
 1.00
 \$1.16
 2010 Actual
 \$2.10 -
 \$2.20
 N/A
 N/A
 N/A
 \$2.30
 \$2.40
 N/A
 \$2.30
 \$2.40
 (0.05)
 2.35
 2.45
 1.05
 1.10
 \$1.30
 \$1.35
 2011 Guidance
 \$1.91
 \$1.67
 \$1.59
 \$3.05
 NU Consolidated (GAAP)
 N/A
 (0.19)
 N/A
 N/A
 Litigation Charge

N/A
 N/A
 N/A
 2.04
 Gain on Sale of Competitive
 Generation
 N/A
 N/A
 N/A
 0.48
 CL&P Income Tax Reduction
 \$1.91
 \$1.86
 \$1.59
 \$0.53
 NU Consolidated Operating
 Results (Non-GAAP)
 0.09
 0.08
 0.08
 (0.63)
 Competitive
 \$1.82
 \$1.78
 \$1.51
 \$1.16
 Total Regulated and Parent
 (0.05)
 (0.07)
 0.04
 (0.03)
 NU Parent/Other
 1.87
 1.85
 1.47
 1.19
 Total Regulated
 0.95
 0.89
 0.53
 0.39
 Transmission
 \$0.92
 \$0.96
 \$0.94
 \$0.80
 Distribution/Generation
 2009 Actual
 2008 Actual
 2007 Actual

2006 Actual

31
NSTAR 20 Consecutive Years of Operating
Earnings Growth
\$1.93
\$2.07
\$2.22
\$2.37
\$2.56

2006
2007
2008
2009
2010
2011
Guidance
\$2.60
\$2.75

32

\$1.30

\$1.40

\$1.50

\$1.60

\$1.70

NSTAR

Consistent, Above Average Dividend Growth

13 Consecutive Years of Increase

2006

2007

2008

2009

2010

33
NSTAR Rate Cases

Effective January 1, 2006 to
December 31, 2012

Customers
overall delivery rates

flat

Annual inflation-adjusted
distribution rate change offset by
transition charge

Allowed ROE of 10.5% (8.5% to
12.5% band)

Recovery of Incremental Safety
& Reliability Program Costs

Included new service quality and
additional service programs

Last rate case effective
November 1, 1991
Electric
Gas