

GRISE CHERYL W  
 Form 4  
 February 27, 2003

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

**FORM 4**

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: 3235-0287  
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1. Name and Address of Reporting Person* <b>Grisé Cheryl W.</b> (Last) (First) (Middle) <b>c/o Northeast Utilities</b> <b>107 Selden Street</b> (Street) <b>Berlin, CT 06037</b>		2. Issuer Name and Ticker or Trading Symbol <b>NORTHEAST UTILITIES (NU)</b>		3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		4. Statement for Month/Day/Year <b>2/25/2003</b>		5. If Amendment, Date of Original (Month/Day/Year)		6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>President - Utility Group and Director and Officer of certain subsidiaries</b>	
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 (City) (State) (Zip) <b>Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>											
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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
							Code  V				

Amount (A) or (D)
Price
Common Shares, \$5 par value
3,126 shs See Note 1
I
By 401k Trustee
Common Shares, \$5 par value
1,085 shs See Note 2
I
Deferred Comp Plan
Common Shares, \$5 par value

2/25/2003

F

532 shs  
See Note 3

D

\$14.14

Common Shares, \$5 par  
value

2/25/2003

A

22,984 shs  
See Note 4

A

\$14.14

41,570 shs

D

Common Shares, \$5 par  
value

												265 shs	I	By spouse as custodian for children
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

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**FORM 4 (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 Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Name of Indirect Beneficial Owner (Instr. 4)
						Date Exercisable	Expiration					
								Title	Amount or			

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									Date		Number of Shares			
Options to Purchase												171,228	D	

Explanation of Responses:

- Note 1. Shares held in trust under the Northeast Utilities Service Company 401k Plan, a qualified plan, as of February 21, 2003, according to information supplied by the plan's recordkeeper.**
- Note 2. Shares receipt of which has been deferred pursuant to the Northeast Utilities Deferred Compensation Plan for Executives, as of February 21, 2003, according to information supplied by the plan's recordkeeper.**
- Note 3. Disposition of restricted shares to satisfy tax obligation upon vesting.**
- Note 4. Grant of restricted shares, vesting one-fourth on each of 2/25/2004, 2/25/2005, 2/25/2006, and 2/25/2007.**

/s/ Cheryl W. Grisé February 26, 2003  
 \*\*Signature of Reporting Person Date

\*\*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 is insufficient, See Instruction 6 for procedure.

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