SWOPE JOHN F Form 4 March 11, 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).

FORM 4

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

STATEMENT OF CHANGES IN 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: 3235-0287 Expires: January 31, 2005 Estimated average

burden

hours per response. . .0.5

Name and Address of Reporting									6. Relationship of Reporting Person(s) to Issuer (Check all					
Person*				ol					applicable) X Director* 10% Owner					
Swope	Swope John F.				ST UT	ILITIE	S (NU)							
(Last)	(First) (M	fliddle)				4. Statement for Month/Day/Year		_ Officer (give title below) Other (specify below)						
c/o Northeast Utilities 107 Selden Street				(voluntary) 03/07/2003				*Trustee						
(Street)			1	5. If Amendment, Date of Original				7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
Berlin,	CT	06037					(Month/Day/Year)							
								(City)	(State)	(Zip)				
								Table I	Non-Derivative Se of, or Benefici	curities Acquired, Disposed				
1. Title of Security (Instr. 3)	2.Trans- action Date (Month/ Day/ Year)	2A. Deem Execut Date,if an (Month/D Year)	ion ıy	action	Dispos (D)	ed (A) or ed of	5. Amount Securities Beneficiall Owned Fo Reported Transactic (Instr. 3 &	y ollowing ons(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4) Code				

	J	3		
				Amount
				(A) or (D)
				Price
				Common Shares, \$5 par value
				03/07/2003
				A
				1,000 shs
				See Note 1
				A
				\$14.20
				Common Shares, \$5 par value
				03/07/2003
				A
				1,000 shs See Note 2
				A
				\$14.20
				11,861 shs See Note 3
				D

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

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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)	Conversion	Transaction Date (Month/ Day/ Year)	3A. Deemed Execution Date, if any	4. Trans- action Code (Instr. 8)	N o D S A (/ D o (I 3 5	Numbe and Expiration of Date Derivat (Month/Day/Year) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			Amount of Underlying Securities (Instr. 3 & 4)		Derivative Security (Instr. 5)	Securities Beneficially Owned Following Reported	Owner- ship	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V (/	A) (D) Date Exer-cisable	Expira- tion Date		Amount or Number of Shares				
Options to Purchase												12,500	D	
						-								

Explanation of Responses:

- Note 1. Restricted shares vesting on 3/7/2004 receipt of which has been deferred until termination of Service.
- Note 2. Receipt of these shares has been deferred until termination of service.
- Note 3. Includes shares receipt of which has been deferred.

/s/ John F. Swope, By: O. Kay Comendul/POA
**Signature of Reporting Person

March 10, 2003

Date

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

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

[/]s/ John F. Swope, By:

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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