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NORTHEAST UTILITIES SYSTEM

Form U-1/A

June 30, 2003

FILE NO. 70-9755

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 4
(AMENDMENT NO. 7)

TO FORM U-1

APPLICATION/DECLARATION

UNDER

THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

Northeast Utilities
Western Massachusetts Electric Company
174 Brush Hill Avenue
West Springfield, MA 01090-0010

Holyoke Water Power Company
One Canal Street
Holyoke, MA 01040

The Connecticut Light and Power Company
NU Enterprises, Inc.
Northeast Generation Service Company
E.S. Boulos Company
Woods Network Services, Inc.
Woods Electrical Co., Inc.
Northeast Generation Company

Public Service Company
of New Hampshire
North Atlantic Energy
Corporation
Energy Park
780 North Commercial Street
Manchester, NH 03101

Select Energy, Inc.
Select Energy New York, Inc.
Mode 1 Communications, Inc.
Northeast Utilities Service Company
107 Selden Street
Berlin, CT 06037

Select Energy Services, Inc.
24 Prime Parkway
Natick, MA 01760

Yankee Energy System, Inc.
Yankee Gas Services Company
Yankee Energy Financial Services Company
NorConn Properties, Inc.
Yankee Energy Services Company
107 Selden Street
Berlin, Connecticut 06037

The Rocky River Realty Company
The Quinnehtuk Company
Northeast Nuclear Energy
Company
107 Selden Street
Berlin, CT 06037

Name of companies filing this statement and addresses of principal
executive offices)

NORTHEAST UTILITIES
(Name of top registered holding company)

Gregory B. Butler, Esq.
Vice President, Secretary and General Counsel
Northeast Utilities Service Company
P.O. Box 270
Hartford, CT 06141-0270

(Name and address of agent for service)

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The Commission is requested to mail signed copies of all orders, notices and communications to

Jeffrey C. Miller
Assistant General Counsel
Northeast Utilities
Service Company
P.O. Box 270
Hartford, CT 06141-0270

David R. McHale
Vice President and Treasurer
Northeast Utilities
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P.O. Box 270
Hartford, CT 06141-0270

The Application/Declaration in this file, as heretofore amended, is further amended and restated as follow:

A. Paragraphs 8 through 10 are restated in their entirety as follows:

"8. NU and the Utility Borrowers commit that, apart from the securities issued for the purpose of funding money pool operations, no securities may be issued in reliance upon this Order during the Authorization Period, unless: (i) the security to be issued, if rated, is rated investment grade; (ii) all outstanding securities that are rated are rated investment grade; and (iii) all outstanding securities of NU that are rated, are rated investment grade. For purposes of this condition, a security will be considered investment grade if it is so rated by at least one nationally recognized statistical rating organization, as that term is used in paragraphs (c) (2) (vi) (E), (F) and (H) of Rule 15c3-1 under the 1934 Act. NU and the Utility Borrowers request that the Commission reserve jurisdiction over the issuance by NU of any securities that do not meet these conditions. Except in the case of CL&P and PSNH, NU and the Utility Borrowers commit that at all times during the Authorization Period, each will maintain common equity of at least 30% of its consolidated capitalization (common equity, preferred stock, long-term debt and short-term debt) as reflected in the most recent Form 10-K or Form 10-Q filed with the Commission, adjusted to reflect changes in capitalization since the balance sheet date therein. In the case of CL&P and PSNH, in Holding Co. Act Release No. 35-27147 (March 7, 2000), the Commission noted that both companies, along with others at that time, would be below the of 30% ratio when their respective Rate Reduction Bonds were included in the calculation of capitalization. The Commission found that because of the exceptional circumstance of the state's restructuring legislation, as follows, the effect of being below the 30% test as a result of the Rate Reduction Bonds was mitigated: (1) that CL&P, PSNH and WMECO have investment grade ratings of BBB-or better; (2) that CL&P, PSNH and WMECO's financial integrity would not be impaired by the proposed transaction; (3) that CL&P, PSNH and WMECO have and will continue to have, adequate cash and access to working capital facilities to meet and support their normal business operations; and (4) that the proposed transaction would be in the public's interest because both investors and consumers will benefit. CL&P and PSNH represent that such factors continue to be present and will continue through the Authorization Period.

9. Subject to the applicable Short-term Debt Limits, NU and the Utility Borrowers intend to renew and extend outstanding short-term debt as it matures, to refund such short-term debt with other similar short-term debt, to repay such short-term debt or

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to increase the amount of their short-term debt from time to time.

10. Current Financial Condition

(a) NU

For the twelve (12) months ended March 31, 2003, NU's consolidated gross revenues and net income were approximately \$5.2 billion and \$193 million, respectively. As of March 31, 2003, NU's consolidated capitalization consisted of 33.4% common equity, 1.7% preferred stock, 27.8% of Rate Reduction Bonds, and 37.1% debt. When the Rate Reduction Bonds are excluded, NU's consolidated capitalization consisted of 46.2% common equity, 2.4% preferred stock and 51.3% debt.

NU Credit Ratings (Senior Unsecured Debt)

| | |
|---------|-----|
| Moody's | S&P |
|---------|-----|

| | |
|------|-----|
| Baal | BBB |
|------|-----|

(b) The Utility Borrowers

The Connecticut Light and Power Company ("CL&P")

As of March 31, 2003, CL&P's consolidated capitalization consisted of 24.8% common equity, 4.0% preferred stock, 42.3% of Rate Reduction Bonds, and 28.9% of long-term and short-term debt.