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NORTHEAST UTILITIES SYSTEM

Form U-1/A

November 18, 2002

File No. 70-10051

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

AMENDMENT NO. 2
TO
FORM U-1

APPLICATION/DECLARATION

Under

THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

NORTHEAST UTILITIES
107 Selden Street
Berlin, CT 01037

(Name of companies filing this statement and address
of principal executive offices)

NORTHEAST UTILITIES
(Name of top registered holding company)

Gregory Butler, Esq.
Vice President, Secretary and General Counsel
Northeast Utilities Service Company
P.O. Box 270
Hartford, Connecticut 06141-0270
(Name of address of agent for service)

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

David R. McHale	Jeffrey C. Miller
Vice President and Treasurer	Assistant General Counsel
Northeast Utilities Service	Northeast Utilities
Service Company	Service Company
107 Selden Street	107 Selden Street
Berlin, CT 06037	Berlin, CT 06037

The Application/Declaration in this File, as heretofore
amended, is hereby further amended and restated to read as
follows:

"ITEM 1. Description of Proposed Transaction

1. Northeast Utilities ("NU") is a public utility holding
company registered under the Public Utility Holding Company
Act of 1935, as amended (the "Act"). NU files this
Application/Declaration under the Act to seek authorization
concerning long-term debt issuances at the NU level.
Specifically, NU is requesting authorization through the
period ending June 30, 2005 (the "Authorization Period"):

(i) to issue from time to time unsecured long-term

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debt securities ("Long-term Debt") in an aggregate amount at any time outstanding not to exceed \$600 million;