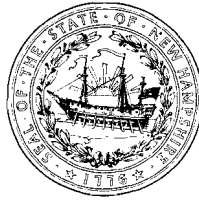


THE STATE OF NEW HAMPSHIRE

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EXECUTIVE DIRECTOR
AND SECRETARY
Debra A. Howland



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January 21, 2011

Re: DE 10-299, Public Service Company of New Hampshire
Petition for Refinancing
Request for Waiver of Certain Provisions of Puc 308.12(c)(8)

To The Parties:

On November 29, 2010, Public Service Company of New Hampshire (PSNH, or the Company) filed a Motion for the Limited Rule Waiver of certain filing requirements of New Hampshire Code of Administrative Rules Puc 308.12, in connection with its Petition for Refinancing on the above-captioned docket. Staff filed its recommendation regarding PSNH's waiver motion on January 3, 2011.

In its motion, PSNH requested a partial waiver of the provisions of Puc 308.12(c)(8), requiring inclusion, as part of PSNH's financing petition, of a copy of the proposed promissory note and mortgage governing documents for the refinancing instruments. Specifically, the Company did not present a copy of a Loan and Trust Agreement (functionally, the proposed promissory note and mortgage) for a tax-exempt refinancing option that it is considering. PSNH did provide a copy of the current operative Loan and Trust Agreement for the tax-exempt refinancing approved by the Commission in Docket No. DE 01-168, and also provided general expected terms for the tax-exempt refinancing option now under consideration by the Company. PSNH represented that it was most likely to proceed with a taxable instrument refinancing, for which no Loan and Trust Agreement would be prepared.

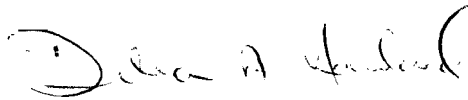
Staff, in its recommendation, concurred with PSNH's expectation that the Company is less likely to proceed with tax-exempt financing, which would obviate the need for a Loan and Trust Agreement. Staff also noted that PSNH expects the terms of any tax-exempt financing, if utilized, to be substantially similar to those found in the existing Agreement provided to Staff. Accordingly, Staff recommended that the Commission grant this waiver request, subject to the condition that, if PSNH will likely pursue the issuance of tax-exempt debt, PSNH must submit an updated draft Loan and Trust Agreement for such debt for Staff review as soon as practicable.

Pursuant to Puc 201.05(a), the Commission has determined that granting the requested partial waiver is in the public interest and will not disrupt the orderly and efficient resolution of matters before the Commission. Accordingly, the Commission

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will waive the filing requirements contained in Puc 308.12(c)(8), subject to the above condition recommended by Staff. Please note that the Commission retains the authority to terminate its waiver if appropriate.

Sincerely,

A handwritten signature in black ink, appearing to read "Debra A. Howland". The signature is written in a cursive style with a large initial "D".

Debra A. Howland
Executive Director