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NORTHEAST UTILITIES SYSTEM  
Form 35-CERT  
November 14, 2001

File No. 70-9543

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

Application of Northeast )  
Utilities and Northeast )  
Generation Services )  
Company on Form U-1 )

CERTIFICATE PURSUANT TO  
RULE 24 UNDER THE PUBLIC  
UTILITY HOLDING COMPANY ACT  
OF 1935

Pursuant to the requirements of Rule 24 under the Public Utility Holding Company Act of 1935, Northeast Utilities ("NU"), a registered holding company, hereby files this quarterly report as required by the Securities and Exchange Commission's order authorizing the use of proceeds of financing transaction for investment in Exempt Wholesale Generators. (HCAR No. 35-27148, March 7, 2000, File No. 70-9543) ("Order").

For the quarter ended September 30, 2001, the following information is reported pursuant to the Order.

- 1) A computation in accordance with rule 53(a) (as modified by the Commission's order in this proceeding) of NU's aggregate investment in EWGs.

As of September 30, 2001, NU's aggregate investment in EWGs was approximately \$469.5 million, or 80% of its average Consolidated Retained Earnings of approximately \$586.2 million.

- 2) Consolidated capitalization ratios of NU as of the end of that quarter, with consolidated debt to include all short-term debt and nonrecourse debt of the EWG:

NU Consolidated Capitalization

	As of September 30, 2001	
	(thousands of dollars)	%
Common shareholders' equity	\$2,133,851	31.6%
Preferred stock	116,200	1.7
Long-term and short-term debt	2,391,557	35.4
Rate reduction bonds	2,118,400	31.3
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	\$6,760,008	100.0%
	=====	=====

- 3) Analysis of the growth in consolidated retained earnings which segregates total earnings growth of Northeast Generation Company (NGC) from that attributable to other subsidiaries of NU.

Retained Earnings statement as of September 30, 2001

NGC                      NU  
Consolidated                Consolidated

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	(Thousands of Dollars)	
Beginning balance as of July 1, 2001	\$47,195	\$610,248
Additions:		
Net income	9,766	34,631
Miscellaneous elimination adjustment	-	1
Deductions:		
Dividends declared-common shares	-	(6)
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Ending balance as of September 30, 2001	\$56,961	\$644,886
	=====	=====

- 4) A statement of revenues and net income for the EWG for the twelve months ending as of the end of that quarter.

NGC  
Twelve months ended September 30, 2001

(Thousands of Dollars)

Revenues	\$132,284
Net Income	\$ 41,806

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the undersigned company has duly caused this Certificate to be signed on its behalf by the undersigned thereunto duly authorized.

/s/ John J. Roman

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John J. Roman  
Vice President and Controller  
Northeast Utilities  
P.O. Box 270  
Hartford, CT 06141-0270  
November 14, 2001