

FILING FEE OF \$5.00 REQUIRED

GAS COMPANIES

The Commonwealth of Massachusetts

RETURN

OF THE

BERKSHIRE GAS

COMPANY

TO THE

DEPARTMENT OF PUBLIC UTILITIES

OF MASSACHUSETTS

For the Year Ended December 31,

2011



***The Commonwealth of Massachusetts
Department of Public Utilities***

One South Station, Boston, MA 02110

To the Presidents and Directors of the Gas Companies in the Commonwealth:

These blanks for the Returns are sent in triplicate, two copies are to be typed, signed and an original and a duplicate copy returned to this Department on or before March 31st following the close of the reporting calendar year. One copy is to be retained in the files of the respondent.

Manufacturing and other companies engaged in the manufacture of gas or electricity for sale, in connection with their other business, will state the book value of their gas plant and answer all other questions fully.

When the word "none" truly and completely states the fact, it should be given to any particular inquiry. Where dates are called for, the month and day should be stated as well as the year. Customary abbreviations may be used in stating dates.

If any schedule does not apply to the respondent, such fact should be shown on the schedule by the words "not applicable," or the schedule may be omitted and the notation made in the table of contents on pages 2 and 3.

If respondent so desires, cents may be omitted in the balance sheet, income statement, and supporting schedules. All supporting schedules on an even-dollar basis, however, shall agree with even-dollar amounts in the main schedules. Average and extracted figures, where cents are important must show cents for reasons which are apparent.

Special attention is called to the legislation in regard to the Returns printed as section 84 of the General Laws, on the inside of the back cover.

A FIVE DOLLAR FILING FEE SHOULD ACCOMPANY THE ORIGINAL COPY



The Commonwealth of Massachusetts

DEPARTMENT OF PUBLIC UTILITIES OFFICE OF UTILITY ACCOUNTING

One South Station
Boston, MA 02110

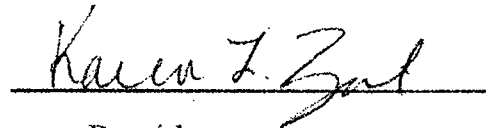
REVENUE STATEMENT

2011

Name of Company THE BERKSHIRE GAS COMPANY
D/B/A THE BERKSHIRE GAS COMPANY
Address 115 CHESHIRE ROAD
PITTSFIELD MA 01201-1803

Massachusetts Gross Revenues (Intrastate)	\$ 64,947,604
Other Revenues (outside Massachusetts)	
Total Revenues as per annual return	\$ 64,947,604

I hereby certify under penalties of perjury, that the foregoing statement is true to the best of my knowledge and belief.



Title President
& Chief Operating Officer

Instructions to Department:

If invoice or correspondence are to be addressed to a particular individual or department please insert name and address below.

The purpose of this statement is to provide the Department with the amount of Intra-state Revenues for the assessment of taxes.

DEPARTMENT OF TELECOMMUNICATIONS & ENERGY

This statement is filed in accordance with Chapter 164, Section 84A

CONDENSED FINANCIAL RETURN FOR THE YEAR ENDED DECEMBER 31, 2011

FULL NAME OF COMPANY
LOCATION OF PRINCIPAL BUSINESS OFFICE

THE BERKSHIRE GAS COMPANY
115 Cheshire Road
Pittsfield, MA 01201-1803

STATEMENT OF INCOME FOR THE YEAR

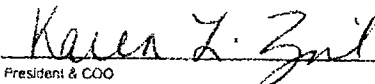
Item	Current Year	Increase or (Decrease) from Preceding Year
OPERATING INCOME	\$	\$
Operating Revenues	64,947,604	(2,214,594)
Operating Expenses:		
Operation Expense	43,439,075	(1,491,423)
Maintenance Expense	1,169,326	178,468
Depreciation Expense	6,090,019	214,364
Amortization of Utility Plant	(48,744)	348
Amortization of Property Losses	0	
Amortization of Conversion Expenses	0	
Taxes Other Than Income Taxes	2,969,723	44,615
Income Taxes	1,142,934	(2,649,375)
Provision for Deferred Fed.Inc.Taxes	1,744,760	2,344,533
Fed. Inc. Taxes Def. in Prior Yrs.-Cr.		
Total Operating Expenses	56,507,093	(1,359,166)
Net Operating Revenues	8,440,511	(855,428)
Income from Utility Plant Leased to Others	0	0
Other Utility Operating Income	0	0
Total Utility Operating Income	8,440,511	(855,428)
OTHER INCOME		
Income from Mdse. Job. & Contract Work	0	0
Income from Nonutility Operations	0	0
Nonoperating Rental Income	322,106	(38,590)
Interest and Dividend Income	115,921	(56,421)
Miscellaneous Nonoperating Income	65,364	(33,336)
Total Other Income	503,391	(128,347)
Total Income	8,943,902	(983,775)
MISCELLANEOUS INCOME DEDUCTIONS		
Miscellaneous Amortization	0	(5,994,000)
Other Income Deductions	43,239	(1,026)
Total Income Deductions	43,239	(5,995,026)
Income Before Interest Charges	8,900,663	5,011,251
INTEREST CHARGES		
Interest on Long-Term Debt	3,056,245	(158,290)
Amortization of Debt Disc. & Expense	191,267	98,017
Amortization of Prem. on Debt - Credit	0	0
Int. on Debt to Associated Companies	0	0
Other Interest Expense	22,966	(1,138)
Interest Charged to Construction - Credit	1,235	(5,246)
Total Interest Charges	3,271,713	(56,165)
Net Income	5,628,950	5,067,416

BALANCE SHEET			
Title of Account	Balance End of Year	Title of Account	Balance End of Year
UTILITY PLANT	\$	PROPRIETARY CAPITAL	\$
Utility Plant	219,504,272	CAPITAL STOCK	
OTHER PROPERTY AND INVESTMENTS		Common Stock Issued	250
Nonutility Property	4,311,386	Preferred Stock Issued	-
Investment in Associated Companies	-	Capital Stock Subscribed	-
Other Investments	-	Premium on Capital Stock	-
Special Funds	1,432,253	Total	250
Total Other Property and Investments	5,743,639	SURPLUS	
CURRENT AND ACCRUED ASSETS		Other Paid-In Capital	106,094,738
Cash	2,468,738	Earned Surplus	2,184,133
Special Deposits	-	Surplus Invested in Plant	-
Working Funds	3,800	Total	108,278,871
Temporary Cash Investments	-	Total Proprietary Capital	108,279,121
Notes and Accounts Receivable	9,822,334	LONG-TERM DEBT	
Receivables from Assoc. Companies	30,426	Bonds	32,545,455
Materials and Supplies	5,337,217	Advances from Associated Companies	7,719,000
Prepayments	174,733	Other Long-Term Debt	-
Interest and Dividends Receivable	-	Total Long-Term Debt	40,264,455
Rents Receivable	-	CURRENT AND ACCRUED LIABILITIES	
Accrued Utility Revenues	2,709,823	Notes Payable	-
Misc. Current and Accrued Assets	1,471,050	Accounts Payable	4,392,578
Total Current and Accrued Assets	22,018,121	Payables to Associated Companies	386,585
DEFERRED DEBITS		Customer Deposits	505,841
Unamortized Debt Discount and Expense	1,027,965	Taxes Accrued	2,999,604
Extraordinary Property Losses	-	Interest Accrued	847,690
Preliminary Survey and Investigation Charges	29,955	Dividends Declared	12
Clearing Accounts	-	Matured Long-Term Debt	-
Temporary Facilities	-	Matured Interest	-
Miscellaneous Deferred Debits	43,401,778	Tax Collections Payable	-
Total Deferred Debits	44,459,698	Misc. Current and Accrued Liabilities	3,095,751
CAPITAL STOCK DISCOUNT AND EXPENSE		Total Current and Accrued Liabilities	12,208,061
Discount on Capital Stock	-	DEFERRED CREDITS	
Capital Stock Expense	-	Unamortized Premium on Debt	-
Total Capital Stock Discount and Expense	-	Customer Advances for Construction	17,783
REACQUIRED SECURITIES		Other Deferred Credits	7,891,361
Reacquired Capital Stock	-	Total Deferred Credits	7,909,144
Reacquired Bonds	-	RESERVES	
Total Reacquired Securities	-	Reserves for Depreciation	77,680,763
Total Assets and Other Debits	291,725,730	Reserves for Amortization	-
		Reserve for Uncollectible Accounts	838,559
		Operating Reserves	18,920,385
		Reserve for Depreciation and Amortization of Nonutility Property	2,770,814
		Reserves for Deferred Federal Income	-
		Taxes	19,365,614
		Total Reserves	119,576,125
		CONTRIBUTIONS IN AID OF CONSTRUCTION	
		Contributions in Aid of Construction	3,488,823
		Total Liabilities and Other Credits	291,725,730
NOTES:			

GAS OPERATING REVENUES		
Account	Operating Revenues	
	Amount for Year	Increase (Decrease) from Preceding Year
SALES OF GAS		
Residential Sales	\$ 36,191,423	\$ (1,025,783)
Commercial and Industrial Sales		
Small (or Commercial)	17,342,553	(2,124,727)
Large (or Industrial)		
Other Sales to Public Authorities		
Interdepartmental Sales		
Miscellaneous Electric Sales		
Total Sales to Ultimate Consumers	53,533,976	(3,150,510)
Sales for Resale		
Total Sales of Gas	53,533,976	(3,150,510)
OTHER OPERATING REVENUES		
Forfeited Discounts	47,460	12,805
Miscellaneous Service Revenues	16,770	(6,430)
Revenues from Transportation of Gas of Others	11,025,365	791,306
Sales of Products Extracted from Natural Gas		
Revenues from Natural Gas Processed by Others		
Rent from Gas Property		
Interdepartmental Rents		
Other Gas Revenues	324,033	138,235
Total Other Operating Revenues	11,413,628	935,916
Total Gas Operating Revenues	64,947,604	(2,214,594)

SUMMARY OF GAS OPERATION AND MAINTENANCE EXPENSES			
Functional Classification	Operation	Maintenance	Total
Steam Production	\$	\$	\$
Manufactured Gas Production	586,259	109,226	695,485
Other Gas Supply Expenses	30,466,645		30,466,645
Total Production Expenses	31,052,904	109,226	31,162,130
Local Storage Expenses			
Transmission and Distribution Expenses	4,630,735	1,060,100	5,690,835
Customer Accounts Expenses	2,057,854		2,057,854
Sales Expenses	651,933		651,933
Administrative and General Expenses	5,045,649		5,045,649
Total Gas Operation and Maintenance Expenses	\$43,439,075	1,169,326	\$44,608,401

April 20, 2011, I hereby certify that the foregoing statements are full, just and true to the best of my knowledge and belief. This statement is signed under the penalties of perjury.


President & COO
Karen L. Zink

STATEMENT OF EARNED SURPLUS			
	Amount for Year	Increase (Decrease) from Preceding Year	
Unappropriated Earned Surplus (at beginning of period)	\$2,586,016	(\$9,481,551)	
Balance Transferred from Income	5,628,950	5,067,416	
Miscellaneous Credit to Surplus	-	10,037,976	
Miscellaneous Debits to Surplus	-	-	
Appropriations of Surplus	-	-	
Net Additions to Earned Surplus	5,628,950	15,105,392	
Dividends Declared - Preferred Stock	2,468	(2,641)	
Dividends Declared - Common Stock	6,000,000	6,000,000	
Unappropriated Earned Surplus (at end of period)	2,212,498	(373,518)	
ELECTRIC OPERATING REVENUES			
Account	Operating Revenues		
	Amount for Year	Increase or (Decrease) from Preceding Year	
SALES OF ELECTRICITY	\$	\$	
Residential Sales	N/A		
Commercial and Industrial Sales			
Small (or Commercial)			
Large (or Industrial)			
Public Street and Highway Lighting			
Other Sales to Public Authorities			
Sales to Railroad and Railways			
Interdepartmental Sales			
Miscellaneous Electric Sales			
Total Sales to Ultimate Consumers			
Sales for Resale			
Total Sales of Electricity			
OTHER OPERATING REVENUES			
Forfeited Discounts			
Miscellaneous Service Revenues			
Sales of Water and Power			
Rent from Electric Property			
Interdepartmental Rents			
Other Electric Revenues			
Total Other Operating Revenues			
Total Electric Operating Revenues			
SUMMARY OF ELECTRIC OPERATION AND MAINTENANCE EXPENSES			
Functional Classification	Operation	Maintenance	Total
Power Production Expenses	\$	\$	\$
Electric Generation:		N/A	
Steam Power			
Nuclear Power			
Hydraulic Power			
Other Power			
Other Power Supply Expenses			
Total Power Production Expenses			
Transmission Expenses			
Distribution Expenses			
Customer Accounts Expenses			
Sales Expenses			
Administrative and General Expenses			
Total Electric Operation and Maintenance Expenses			

The Commonwealth of Massachusetts

RETURN
OF THE
BERKSHIRE GAS
COMPANY
TO THE
DEPARTMENT OF PUBLIC UTILITIES
OF MASSACHUSETTS
For the Year Ended December 31,
2011

Name of officer to whom correspondence should
be addressed regarding this report,

Karen L. Zink

Official title: President
and Chief Operating Officer

Office address: 115 Cheshire Road
Pittsfield MA 01201-1803

TABLE OF CONTENTS

Designate in column (c) by the terms "none" or "not applicable," as appropriate, in instances where no information or amounts have been reported in certain schedules. Pages may be omitted where the responses are "none" or "not applicable" to the schedules on such pages.

Title of Schedule (a)	Schedule Page Number (b)	Remarks (c)
General Information	4-7	
Comparative Balance Sheet	8 - 9	
Statement of Income for the Year	10	
Statement of Earned Surplus	12	
Summary of Utility Plant and Reserves for Depreciation and Amortization	13	
Utility Plant -- Gas	17 - 18	
Nonutility Property	19	
Investments	20	
Special Funds	21	
Special Deposits	21	
Notes Receivable	22	
Accounts Receivable	22	
Receivables from Associated Companies	23	
Materials and Supplies	24	
Production Fuel and Oil Stocks	25	
Unamortized Debt Discount and Expense and Unamortized Premium on Debt	26	
Extraordinary Property Losses	27	
Miscellaneous Deferred Debits	27 & 27A	
Discount on Capital Stock	28	
Capital Stock Expense	28	
Capital Stock and Premium	29	
Other Paid-In Capital	30	
Long-Term Debt	31	
Notes Payable	32	
Payables to Associated Companies	32	
Miscellaneous Current and Accrued Liabilities	33	
Other Deferred Credits	33	
Reserve for Depreciation of Utility Plant in Service	34	
Method of Determination of Depreciation Charges	34	
Dividends Declared During Year	34	
Operating Reserves	35	
Reserves for Deferred Federal Income Taxes	36	
Contributions in Aid of Construction	36	

Annual report of		THE BERKSHIRE GAS COMPANY	Year ended December 31, 2011	3
TABLE OF CONTENTS (Continued)				
Title of Schedule (a)		Schedule Page Number (b)	Remarks (c)	
Gas Operating Revenues		43		
Sales of Gas to Ultimate Consumers		44		
Gas Operation and Maintenance Expenses		45 - 47		
Summary of Gas Operation and Maintenance Expenses		47		
Sales for Resale - Gas		48		
Sale of Residual - Gas		48		
Purchased Gas		48		
Taxes Charged During Year		49		
Other Utility Operating Income		50		
Income from Merchandising, Jobbing and Contract Work		51		
Record of Sendout for the Year in MCF		72		
Gas Generating Plant		74		
Boilers		75		
Scrubbers, Condensers and Exhausters		75		
Purifiers		76		
Holders		76		
Transmission and Distribution Mains		77		
Gas Distribution Services, House Governors and Meters		78		
Rate Schedule Information		79		
Lobbying Expense		80A		
Advertising Expense		80B		
Deposits and Collateral		80C		
Signature Page		81		

GENERAL INFORMATION			
PRINCIPAL AND SALARIED OFFICERS			
Titles	Names	Addresses	Annual Salaries
Chairman and CEO *Includes only salary issued by Berkshire Gas Company.	*Robert M. Alessio	ALL AT: 115 Cheshire Road Pittsfield, MA 01201	\$25,220
President and COO	Karen L. Zink		173,674
Assistant Clerk of the Corporation	Cheryl M. Clark		94,149
NOTE: Salary information excludes any applicable bonuses and stock options paid during the period.			
Names	Addresses	Fees Paid During Year	
Robert M. Alessio Karen L. Zink	All at: 115 Cheshire Road Pittsfield, MA 01201	\$0	
James P. Torgerson Anthony J. Vallillo Richard J. Nicholas Linda L. Randell	All at: UIL Holdings Corporation 157 Church St. New Haven, CT 06506	\$0	
		\$0	
		\$0	

* By General Laws, Chapter 164, Section 83, the Return must contain a "List of the names of all their salaried officers and the amount of the salary paid to each," and by Section 77, the department is required to include in its annual report "the names and addresses of the principal officers and of the directors

GENERAL INFORMATION--Continued

1. Corporate name of company making report,
THE BERKSHIRE GAS COMPANY
2. Date of organization,
1853
3. Date of incorporation,
1853
4. Give location (including street and number) of principal business office:-
115 Cheshire Road, Pittsfield MA 01201-1803
5. Total number of stockholders,

Preferred:	0
Common:	0
6. Number of stockholders in Massachusetts,

Preferred:	0
Common:	0
7. Amount of stock held in Massachusetts, No. of shares,

Preferred:	0	\$0
Common:	0	\$0
8. Capital stock issued prior to June 5, 1894, No. of shares, Preferred: 625 \$62,500 (A)
9. Capital stock issued with approval of Board
of Gas and Electric Light Commissioners
or Department of Public Utilities since
June 5, 1894,

Total,	shares, par value, \$	No. of shares,
of the fiscal year, 2011		, outstanding December 31
Preferred:	4.8% 15 \$100	0
Common:	100 \$2.50	250
10. If any stock has been issued during the last fiscal period, give date and terms upon which such issue was offered to the stockholders, and if the whole or any part of the issue was sold realized therefrom.

(A) \$100 Par Value
(B) \$2.50 Par Value

11. Management Fees and Expenses during the Year.

List all individuals, corporations or concerns with whom the company has any contract or agreement covering management or supervision of its affairs, such as accounting, financing, engineering, construction, purchasing, operation, etc., and show the total amount paid to each for the year.

UIL Holdings Corporation

\$ 605,022

GENERAL INFORMATION

1. Describe briefly all the important physical changes in the property during the last fiscal period including additions, alterations or improvements to the works or physical property retired.

SEE PAGE 77

COMPARATIVE BALANCE SHEET Assets and Other Debits				
Line No.	Title of Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Increase or (Decrease) (d)
1	UTILITY PLANT	\$	\$	\$
2	Utility Plant (101-107) P. 13.....	212,392,102	219,504,272	7,112,169
3	OTHER PROPERTY AND INVESTMENTS			
4	Nonutility Property (121) P. 19.....	4,392,875	4,311,386	(81,489)
5	Investment in Associated Companies (123) P. 20.....	-	-	-
6	Other Investments (124) P. 20.....	-	-	-
7	Special Funds (125, 126, 127, 128) P. 21.....	1,599,111	1,432,253	(166,858)
8	Total Other Property and Investments.....	5,991,986	5,743,639	(248,347)
9	CURRENT AND ACCRUED ASSETS			
10	Cash (131).....	5,989,148	2,468,738	(3,520,410)
11	Special Deposits (132, 133, 134) P. 21.....	-	-	-
12	Working Funds (135).....	3,800	3,800	-
13	Temporary Cash Investments (136) P. 20.....	-	-	-
14	Notes and Accounts Receivable (141, 142, 143) P. 22.....	10,924,141	9,822,334	(1,101,807)
15	Receivables from Assoc. Companies (145, 146) P. 23.....	325,097	30,426	(294,671)
16	Materials and Supplies (151-159, 163) P. 24.....	5,267,589	5,337,217	69,628
17	Prepayments (165).....	162,658	174,733	12,075
18	Interest and Dividends Receivable (171).....	-	-	-
19	Rents Receivable (172).....	-	-	-
20	Accrued Utility Revenues (173-175).....	3,449,034	2,709,823	(739,211)
21	Misc. Current and Accrued Assets (174).....	1,407,989	1,471,050	63,061
22	Total Current and Accrued Assets.....	27,529,456	22,018,121	(5,511,335)
23	DEFERRED DEBITS			
24	Unamortized Debt Discount and Expense (181) P. 26.....	1,181,963	1,027,965	(153,998)
25	Extraordinary Property Losses (182) P. 27.....	-	-	-
26	Preliminary Survey and Investigation Charges (183).....	29,955	29,955	-
27	Clearing Accounts (184).....	-	-	-
28	Temporary Facilities (185).....	-	-	-
29	Miscellaneous Deferred Debits (186) P. 27.....	41,342,901	43,401,778	2,058,877
30	Total Deferred Debits.....	42,554,819	44,459,698	1,904,879
31	CAPITAL STOCK DISCOUNT AND EXPENSE			
32	Discount on Capital Stock (191) P. 28.....	-	-	-
33	Capital Stock Expense (192) P. 28.....	-	-	-
34	Total Capital Stock Discount and Expense.....	-	-	-
35	REACQUIRED SECURITIES			
36	Reacquired Capital Stock (196).....	-	-	-
37	Reacquired Bonds (197).....	-	-	-
38	Total Reacquired Securities.....	-	-	-
39	Total Assets and Other Debits.....	288,468,363	291,725,730	3,257,367

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

COMPARATIVE BALANCE SHEET Liabilities and Other Credits

Line No.	Title of Account (a)	Balance Beginning of Year (b)	Balance End of Year (c)	Increase or (Decrease) (d)
1	PROPRIETARY CAPITAL	\$	\$	\$
2	CAPITAL STOCK			
3	Common Stock Issued (210) P. 29.....	250	250	-
4	Preferred Stock Issued (204) P. 29.....	77,600	-	(77,600)
5	Capital Stock Subscribed (202, 205).....	-	-	-
6	Premium on Capital Stock (207) P. 29.....	-	-	-
7	Total.....	77,850	250	(77,600)
8	SURPLUS			
9	Other Paid-In Capital (208-211) P. 30.....	106,045,750	106,094,738	48,988
10	Earned Surplus (215, 216) P. 12.....	2,578,973	2,184,133	(394,840)
11	Surplus Invested in Plant (217).....	-	-	-
12	Total.....	108,624,723	108,278,871	(345,852)
13	Total Proprietary Capital.....	108,702,573	108,279,121	(423,452)
14	LONG-TERM DEBT			
15	Bonds (221) p. 31.....	37,000,000	32,545,455	(4,454,545)
16	Advances from Associated Companies (223) P. 31....	8,681,000	7,719,000	(962,000)
17	Other Long-Term Debt (224) P. 31.....	-	-	-
18	Total Long-Term Debt.....	45,681,000	40,264,455	(5,416,545)
19	CURRENT AND ACCRUED LIABILITIES			
20	Notes Payable (231) P. 32.....	-	-	-
21	Accounts Payable (232).....	4,015,662	4,392,578	376,916
22	Payables to Associated Companies (223, 234) P. 32.	338,977	366,585	27,608
23	Customer Deposits (235).....	432,964	505,841	72,877
24	Taxes Accrued (236).....	3,424,885	2,999,604	(425,281)
25	Interest Accrued (237).....	877,352	847,690	(29,662)
26	Dividends Declared (238).....	931	12	(919)
27	Matured Long-Term Debt (239).....	-	-	-
28	Matured Interest (240).....	-	-	-
29	Tax Collections Payable (241).....	-	-	-
30	Misc. Current and Accrued Liabilities (242) P. 33.	3,496,896	3,095,751	(401,145)
31	Total Current and Accrued Liabilities.....	12,587,667	12,208,061	(379,606)
32	DEFERRED CREDITS			
33	Unamortized Premium on Debt (251) P. 26.....	-	-	-
34	Customer Advances for Construction (252).....	21,333	17,783	(3,550)
35	Other Deferred Credits (253) P. 33.....	7,009,513	7,891,361	881,848
36	Total Deferred Credits.....	7,030,846	7,909,144	878,298
37	RESERVES			
38	Reserves for Depreciation (254-256) P. 13.....	73,218,699	77,680,753	4,462,054
39	Reserves for Amortization (257-259) P. 13.....	-	-	-
40	Reserve for Uncollectible Accounts (260).....	1,260,407	838,559	(421,848)
41	Operating Reserves (261-265) P. 35.....	16,147,685	18,920,385	2,772,700
42	Reserve for Depreciation and Amortization of Nonutility Property (266).....	3,016,855	2,770,814	(246,041)
43	Reserves for Deferred Federal Income Taxes (267, 268) P. 36.....	17,601,779	19,365,614	1,763,835
44	Total Reserves.....	111,245,425	119,576,125	8,330,700
45	CONTRIBUTIONS IN AID OF CONSTRUCTION			
46	Contributions in Aid of Construction (271) P. 36..	3,220,852	3,488,823	267,971
47	Total Liabilities and Other Credits.....	288,468,363	291,725,730	3,257,367

STATEMENT OF INCOME FOR THE YEAR			
Line No.	Account (a)	Total	
		Current Year (b)	Increase or (Decrease) from Preceding Year (c)
1	OPERATING INCOME	\$	\$
2	Operating Revenues (400) P. 37, 43.....	64,947,604	(2,214,594)
3	Operating Expenses:		
4	Operation Expense (401) P. 42, 47.....	43,439,075	(1,491,423)
5	Maintenance Expense (402) P. 42, 47.....	1,169,326	178,468
6	Depreciation Expense (403) P. 34.....	6,090,019	214,364
7	Amortization of Utility Plant (404 and 405).....	(48,744)	(348)
8	Amortization of Property Losses (407.1).....	-	-
9	Amortization of Conversion Expenses (407.2).....	-	-
10	Taxes Other Than Income Taxes (408) P. 49.....	2,969,723	44,615
11	Income Taxes (409) P. 49.....	1,142,934	(2,649,375)
12	Provision for Deferred Fed.Inc.Taxes (410) P.36.....	1,744,760	2,344,533
13		-	-
14	Total Operating Expenses.....	56,507,093	(1,359,166)
15	Net Operating Revenues.....	8,440,511	(855,428)
16	Income from Utility Plant Leased to Others (412).....	-	-
17	Other Utility Operating Income (414) P. 50.....	-	-
18	Total Utility Operating Income.....	8,440,511	(855,428)
19	OTHER INCOME		
20	Income from Mdse. Job. & Contract Work (415) P. 51.....	-	-
21	Income from Nonutility Operations (417).....	-	-
22	Nonoperating Rental Income (418).....	322,106	(38,590)
23	Interest and Dividend Income (419).....	115,921	(56,421)
24	Miscellaneous Nonoperating Income (421).....	65,364	(33,336)
25	Total Other Income.....	503,391	(128,347)
26	Total Income.....	8,943,902	(983,775)
27	MISCELLANEOUS INCOME DEDUCTIONS		
28	Miscellaneous Amortization (425).....	-	(5,994,000)
29	Other Income Deductions (426).....	43,239	(1,026)
30	Total Income Deductions.....	43,239	(5,995,026)
31	Income Before Interest Charges.....	8,900,663	5,011,251
32	INTEREST CHARGES		
33	Interest on Long-Term Debt (427) P. 31.....	3,056,245	(158,290)
34	Amortization of Debt Disc. & Expense (428) P. 28.....	191,267	98,017
35	Amortization of Prem. on Debt - Credit (429) P. 26.....	-	-
36	Int. on Debt to Associated Companies(430)P. 31, 32.....	-	-
37	Other Interest Expense (431).....	22,966	(1,138)
38	Interest Charged to Construction - Credit (432).....	1,235	5,246
39	Total Interest Charges.....	3,271,713	(56,165)
40	Net Income.....	5,628,950	5,067,416
41	EARNED SURPLUS		
42	Unappropriated Earned Surplus (at beginning of period (216)	2,586,016	(9,481,551)
43	Balance Transferred from Income (433).....	5,628,950	5,067,416
44	Reset Retained Earnings to zero per GAAP.....	-	10,037,976
45	Miscellaneous Debits to Surplus (435).....	-	-
46	Appropriations of Surplus (436).....	-	-
47	Net Additions to Earned Surplus.....	5,628,950	15,105,392
48	Dividends Declared - Preferred Stock (437).....	2,468	(2,641)
49	Dividends Declared - Common Stock (438).....	6,000,000	6,000,000
50	Unappropriated Earned Surplus (at end of period)(216).....	2,212,498	(373,518)

STATEMENT OF EARNED SURPLUS (Accounts 215-216)

1. Report in this schedule an accounting for charges in appropriate and unappropriated earned surplus for the year.
2. Each credit and debit during the year should be identified as to the surplus account in which included (Accounts 433-438 inclusive) and the contra primary account affected shown. Minor items may be grouped by classes; however, the number of items in each group should be shown.
3. For each reservation or appropriation of earned

- surplus state the purpose, amount, and in the case of reservations, the reserve account credited. Explain in a footnote the basis for determining the amount reserved or appropriated and if such reservation or appropriation is to be recurrent, state the number and annual amounts to be reserved or appropriated as well as the totals eventually to be accumulated.
4. Dividends should be shown for each class and series of capital stock. Show amounts of dividends per share.
5. List credits first; then debits.

Lin No	Item (a)	Contra Primary Account Affected (b)	Amount (c)
1	UNAPPROPRIATED EARNED SURPLUS (Account 216)		
2	Balance -- Beginning of year		\$2,586,016
3	Changes: (identify by prescribed earned surplus accounts)		
4			
5	Credits:		
6	Balance transferred from Income Account 433	400-432	5,628,950
7			
8			
9			
10	Debits:		
11	Dividends declared--		
12	Preferred 4.8% (\$4.80/share) -- A/C 437	238	2,468
13	Common Stock Dividends -- A/C 438	234	6,000,000
14			
15			
16			
17			
18			
19	Reset Retained Earnings to zero per GAAP due to merger.		-
20			
21			
22			
23			
24			
25			
26			
27	Balance -- end of year		2,212,498
28	APPROPRIATED EARNED SURPLUS (Account 215)		
29	State balance and purpose of each appropriated earned surplus amount at end of year		
30	and give accounting entries for any applications of appropriated earned surplus		
31	during the year.		
32			
33			
34	Accumulated Comprehensive Income (Account 215)		(28,365)
35			
36			
37			
38			
39			
40			
41			
42			
43			
44	Balance -- end of year		(28,365)

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

SUMMARY OF UTILITY PLANT AND RESERVES FOR DEPRECIATION AND AMORTIZATION

Line No.	Item (a)	Total (b)	Electric (c)	Gas (d)	(e)	(f)	Common (g)
1	UTILITY PLANT:						
2	In Service:						
3	101 Plant in Service (Classified).....	\$219,383,971		\$219,383,971			
4	106 Completed Construction not classified.....	0		0			
5	Total P. 16, 18.....	219,383,971		219,383,971			
6	104 Leased to Others.....	0		0			
7	105 Held for Future Use.....	0		0			
8	107 Construction Work in Progress...	120,301		120,301			
9	Total Utility Plant.....	219,504,272		219,504,272			
10	DETAIL OF RESERVES FOR DEPRECIATION AND AMORTIZATION						
11	In Service:						
12	254 Depreciation P. 34.....	77,680,753		77,680,753			
13	257 Amortization.....	0		0			
14	Total in Service.....	77,680,753		77,680,753			
15	Leased to Others:	0		0			
16	255 Depreciation P. 34.....	0		0			
17	258 Amortization.....	0		0			
18	Total Leased to Others.....	0		0			
19	Held for Future Use:						
20	256 Depreciation P. 34.....	0		0			
21	259 Amortization.....	0		0			
22	Total Held for Future Use.....	0		0			
23	Total Reserves for Depreciation and Amortization.....	\$77,680,753		\$77,680,753			

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

UTILITY PLANT - GAS

1. Report below the cost of utility plant in service according to prescribed accounts.
2. Do not include as adjustments, corrections of additions and retirements for the current or the preceding year. Such items should be included in column (c) or (d) as appropriate.
3. Credit adjustments of plant accounts should be enclosed in parentheses to indicate the negative effect of such amounts.
4. Reclassifications or transfers within utility plant accounts should be shown in column (f).

Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)	Retirements (d)	Adjustments (e)	Transfers (f)	Balance End of Year (g)
1	1. INTANGIBLE PLANT						
2	301 Organization.....	\$0	\$0				\$0
3	303 Miscellaneous Intangible Plant.....	52,475,972			48,988		52,524,960
4	Total Intangible Plant.....	52,475,972	0	0	48,988	0	52,524,960
5	2. PRODUCTION PLANT						
6	Manufactured Gas Production Plant.....						
7	304 Land and Land Rights.....	1,754,413					1,754,413
8	305 Structures and Improvements.....	4,511,415	224,966				4,736,381
9	306 Boiler Plant Equipment.....	0					0
10	307 Other Power Equipment.....	0					0
11	310 Water Gas Generating Equipment.....	0					0
12	311 Liquefied Petroleum Gas Equipment...	1,515,469					1,515,469
13	312 Oil Gas Generation Equipment.....	0					0
14	313 Generating Equipment-Other Process..	0					0
15	315 Catalytic Cracking Equipment.....	0					0
16	316 Other Reforming Equipment.....	0					0
17	317 Purification Equipment.....	0					0
18	318 Residual Refining Equipment.....	0					0
19	319 Gas Mixing Equipment.....	1,292,988					1,292,988
20	320 Other Equipment.....	382,496	228,479				610,975
21	Total Manufactured Gas.....	0					0
	Production Plant.....	9,456,781	453,445	0	0	0	9,910,226
22	3. STORAGE PLANT						
23	360 Land and Land Rights.....	0					0
24	361 Structures and Improvements.....	0					0
25	362 Gas Holders.....	0					0
26	363 Other Equipment.....	0					0
27	Total Storage Plant.....	\$0	\$0	\$0	\$0	\$0	\$0

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

UTILITY PLANT - GAS (Continued)

Line No.	Account (a)	Balance Beginning of Year (b)	Additions (c)	Retirements (d)	Adjustments (e)	Transfers (f)	Balance End of Year (g)
1	4. TRANSMISSION AND DISTRIBUTION PLANT						
2	365 Land and Land Rights.....	\$110,357					\$110,357
3	365 Rights-of-Way.....	110,439	25,585				136,024
4	366 Structures and Improvements.....	713,730	145,059				858,789
5	367 Mains.....	72,995,439	2,787,678	246,437			75,536,680
6	368 Compressor Station Equipment.....	0					0
7	369 Measuring and Regulating Station Equipment.....	4,661,187	218,606	25,913			4,853,880
8	380 Services.....	39,933,756	2,138,031	202,263			41,869,524
9	381 Meters.....	8,772,503	460,740	443,032			8,790,211
10	382 Meter Installations.....	9,715,859	586,998	305,972			9,996,885
11	383 House Regulators.....	1,280,256	58,459	7,092			1,331,623
12	386 Other Property on Cust's Premises...	0					0
13	387 Other Equipment.....	53,941					53,941
14	Total Transmission and Distribution Plant.....	138,347,467	6,421,156	1,230,709	0	0	143,537,914
15	5. GENERAL PLANT						
16	389 Land and Land Rights.....	152,540					152,540
17	390 Structures and Improvements.....	5,347,457	635,342				5,982,798
18	391 Office Furniture and Equipment.....	2,612,312	235,787				2,848,099
19	392 Transportation Equipment.....	2,169,281	370,654	706			2,539,229
20	393 Stores Equipment.....	13,604					13,604
21	394 Tools, Shop and Garage Equipment....	1,367,387	220,398	86,503			1,501,282
22	395 Laboratory Equipment.....	16,101	4,638				20,739
23	396 Power Operated Equipment.....	0					0
24	397 Communication Equipment.....	234,215	6,805				241,020
25	398 Miscellaneous Equipment.....	99,214	12,345				111,559
26	399 Other Tangible Property.....	0					0
27	Total General Plant.....	12,012,111	1,485,969	87,209	0	0	13,410,870
28	Total Gas Plant in Service.....	212,292,331	8,360,570	1,317,918	48,988	0	219,383,971
29	104 Utility Plant Leased to Others.....						
30	105 Property Held for Future Use.....						
31	107 Construction Work in Progress.....	99,771	8,381,100			(8,360,570)	120,301
32	Total Utility Plant-Gas.....	\$212,392,102	\$16,741,670	\$1,317,918	\$48,988	(\$8,360,570)	\$219,504,272

Note: Completed Construction Not Classified, Account 106 shall be classified in this schedule according to prescribed accounts, on an estimated basis if necessary, and the entries included in column (c). Also, to be included in column (c) are entries for reversals of tentative distributions of prior year reported in column (c). Likewise, if the respondent has a significant amount of plant retirements which have not been classified to primary accounts at the end of year, a tentative distribution of such retirements, on an estimated basis with appropriate contra entry to the Depreciation Reserve Account, shall be included in column (d). Include also in column (d) reversals of tentative distributions of prior year of unclassified retirements. Attach an insert page showing the account distributions of these tentative classifications in columns (c) and (d) including the reversals of the prior years tentative account distributions of these amounts. Careful observance of the above instructions and the texts of Accounts 101 and 106 will avoid serious omissions of the reported amount of respondent's plant actually in service at end of year.

Annual Report of The Berkshire Gas Company Year ended December 31, 2011

NONUTILITY PROPERTY (ACCOUNT 121)						
Give particulars of all investments of the respondent in physical property not devoted to utility operation.						
Line No.	Description and Location (a)	A/C No.	Book Value at End of Year (b)	Revenue for the Year (c)	Expense for the Year (d)	Net Revenue for Year (e)
1	Rental Division:					
2	Other Property on Customer Premises	386	\$4,311,386	\$1,158,448	\$836,342	\$322,106
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13	Totals		\$4,311,386	\$1,158,448	\$836,342	\$322,106

Give particulars of investments in stocks, bonds, notes, etc., held by the respondent at end of year. Provide a subheading for each account and list thereunder the information called for.

Line No.	Description of Security Held by Respondent (a)	Amount (b)
1	A/C #	
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

SPECIAL FUNDS (Accounts 125,126,127,128)
(Sinking Funds, Depreciation Fund, Amortization Fund-Federal, Other Special Funds)

Report below the balance at end of year of each special fund maintained during the year. Identify each fund as to account in which included. Indicate nature of any fund included in Account 128, Other Special Funds.

Line No.	Name of Fund and Trustee if Any (a)	Balance End of Year (b)
1	SERP Assets - Rabbi Trust (Legacy Portfolio Management)	\$1,432,253
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19	Total	\$1,432,253

SPECIAL DEPOSITS (Accounts 132,133,134)

1. Report below the amount of special deposits by classes at end of year.
2. If any deposit consists of assets other than cash, give a brief description of such assets.
3. If any deposit is held by an associated company, give name of company.

Line No.	Description and Purpose of Deposit (a)	Balance End of Year (b)
20	Interest Special Deposits (Account 132)	
21	Dividend Special Deposits (Account 133)	
22		
23	Other Special Deposits (Account 134)	
24	(specify purpose of each other special deposit)	
25		
26		
27	NONE	
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39	Total	

NOTES RECEIVABLE (Account 141)

1. Give the particulars called for below concerning notes receivable at end of year.
2. Give particulars of any note pledged or discounted.

3. Minor Items may be grouped by classes, showing number of such items.
4. Designate any note the maker of which is a director, officer or other employee.

Line No.	Name of Maker and Purpose for Which Received (a)	Date of Issue (b)	Date of Maturity (c)	Interest Rate (d)	Amount End of Year (e)
1	NONE				
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20				TOTAL	

ACCOUNTS RECEIVABLE (Accounts 142, 143)

1. Give the particulars called for below concerning accounts receivable at end of year.

2. Designate any account included in Account 143 in excess of \$5000.

Line No.	Description (a)	Amount End of Year (b)
21	Customers (Account 142):	
22	Electric (Includes \$ N/A Unbilled Revenue)	
23	Gas	\$8,038,849
24		
25	Other Electric and Gas Utilities	
26		
27	Other Accounts Receivable (Account 143):	
28	Officers and employees	(4,458)
29		
30		
31	Miscellaneous (group and describe by classes):	
32	Unbilled revenues (Account 173)	1,556,389
33	Miscellaneous services	231,554
34		
35		
36		
37	Total	\$9,822,334

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

RECEIVABLES FROM ASSOCIATED COMPANIES (Accounts 145, 146)

1. Report particulars of notes and accounts receivable from associated companies at end of year.

2. Provide separate headings and totals for Accounts 145, Notes Receivable from Associated Companies, and 146, Accounts Receivable from Associated Companies, in addition to a total for the combined accounts.

3. For notes receivable list each note separately and state purpose for which received. Show also in column (a) date of note and date of maturity.

4. If any note was received in satisfaction of an open account, state the period covered by such open account.

5. Include in column (d) interest recorded as income during the year, including interest on accounts and notes held any time during the year.

6. Give particulars of any notes pledged or discounted, also of any collateral held as guarantee of payment of any note or account.

Line No.	Name of Company (a)	Amount End of Year (b)	Interest for Year	
			Rate (c)	Amount (d)
1	Southern Connecticut Gas	14,609	N/A	N/A
2				
3	Connecticut Natural Gas	14,609	N/A	N/A
4				
5	Berkshire Energy Resources	1,208	N/A	N/A
6				
7				
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39				
40				
41				
42				
43				
44				
45	TOTALS	30,426		

MATERIALS AND SUPPLIES (ACCOUNTS 151-159, 163)**Summary Per Balance Sheet**

Line No.	Account (a)	Amount End of Year	
		Electric (b)	Gas (c)
1	Fuel (Account 151) (See Schedule, Page 25).....		\$4,798,803
2	Fuel Stock Expenses (Account 152).....		0
3	Residuals (Account 153).....		0
4	Plant Materials and Operating Supplies (Account 154).....		503,597
5	Merchandise (Account 155).....		34,817
6	Other Materials and Supplies (Account 156).....		-
7	Nuclear Fuel Assemblies and Components - In Reactor (Account 157)...		-
8	Nuclear Fuel Assemblies and Components - Stock Account (Account 158)		-
9	Nuclear Byproduct Materials (Account 159).....		-
10	Stores Expense (Account 163).....		-
11	Total Per Balance Sheet		\$5,337,217

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

PRODUCTION FUEL AND OIL STOCKS (INCLUDED IN ACCOUNT 151)

(Except Nuclear Materials)

1. Report below the information called for concerning production fuel and oil stocks.
2. Show quantities in tons of 2,000 lbs., gal., or Mcf., whichever unit of quantity is applicable.
3. Each kind of coal or oil should be shown separately.
4. Show gas and electric fuels separately by specific use.

Line No.	Item (a)	Total Cost (b)	Kinds of Fuel and Oil			
			LIQUEFIED PETROLEUM 151.2		NATURAL GAS STORED 151.4	
			Quantity (c)	Cost (d)	Quantity (e)	Cost (f)
1	On Hand Beginning of Year.....	\$ 4,871,925	398,171	\$ 381,431	827,665	\$ 4,449,547
2	Received During Year.....	3,264,183	-	-	733,006	2,954,585
3	TOTAL.....	8,136,107	398,171	381,431	1,560,671	7,404,131
4	Used During Year (Note A).....					
5	728 SUPPLEMENTAL	-				
6	From storage for distribution to customers	(3,323,110)	(14,818)	(14,195)	(565,704)	(3,025,887)
7						
8						
9						
10						
11	Sold or Transferred.....					
12	TOTAL DISPOSED OF.....	(3,337,305)	(14,818)	(14,195)	(565,704)	(3,025,887)
13	BALANCE END OF YEAR.....	4,798,803	383,353	367,236	994,967	4,378,245

Line No.	Item (g)	Kinds of Fuel and Oil- Continued			
		Liquified Natural Gas			
		Quantity (h)	Cost (i)	Quantity (j)	Cost (k)
14	On Hand Beginning of Year.....	6,114	40,948		\$
15	Received During Year.....	46,436	309,597		
16	TOTAL.....	52,550	350,545		
17	Used During Year (Note A).....				
18	From storage for distribution to customers	(45,571)	(297,223)		
19					
20					
21					
22					
23					
24	Sold or Transferred.....				
25	TOTAL DISPOSED OF.....	(45,571)	(297,223)		
26	BALANCE END OF YEAR.....	6,979	53,322		

Note A - Indicate specific purpose for which used, e.g. Boiler Oil, Make Oil, Generator Fuel, etc.

Note: Natural Gas Stored units reported in current reporting measure of Dth, prior year reported on Mcf.

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

UNAMORTIZED DEBT DISCOUNT AND EXPENSE AND UNAMORTIZED PREMIUM ON DEBT (Accounts 181, 251)

1. Report under separate subheadings for Unamortized Debt Discount and Expense and Unamortized Premium on Debt, particulars of discount and expense or premium applicable to each class and series of long-term debt.

2. Show premium amounts by enclosure in parentheses.

3. In column (b) show the principal amount of bonds or other long-term debt originally issued.

4. In column (c) show the discount and expense or premium with respect to the amount of bonds or other long-term debt originally issued.

5. Furnish particulars regarding the treatment of unamortized debt discount and expense or premium, redemption premiums, and redemption expenses associated with issues redeemed during the year, also, date of the Department's authorization of treatment other than as specified by the Uniform System of Accounts.

6. Set out separately and identify undisposed amounts applicable to issues which were redeemed in prior years.

7. Explain any debits and credits other than amortization debited to Account 428, Amortization of Debt Discount and Expense, or credited to Account 429, Amortization of Premium on Debt - Credit.

Line No.	Designation of Long-term Debt (a)	Principal Amount of Securities to Which Discount and Expense or Premium Minus Expense, Relates (Omit Cents) (b)	Total Discount and Expense or Net Premium (Omit Cents) (c)	Amortization Period		Balance Beginning of Year (f)	Debits During Year (g)	Credits During Year (h)	Balance End of Year (i)
				From (d)	To (e)				
1	<u>FIRST MORTGAGE BONDS:</u>								
2									
3	P, 10.06%	10,000,000	186,708	3/01/89	3/01/16	46,028		5,544	40,484
4									
5	<u>SENIOR NOTE, 9.60%</u>	8,000,000	137,466	8/30/90	8/30/20	46,206		4,752	41,454
6									
7	<u>SENIOR NOTE, 7.80%</u>	16,000,000	2,118,064	11/15/96	11/15/21	922,284		84,408	837,876
8									
9	<u>Med Term Note \$12 million - 4.76%</u>	12,000,000	(50,667)	4/30/04	5/1/11	(2,865)	2,865	0	0
10									
11	<u>Purchase Accounting Fair Vaule</u>	-	8,806,000	11/17/10	11/15/21	170,310	37,269	99,428	108,151
12	<u>Debt Premium</u>								
13									
	Totals	\$ 46,000,000	\$11,197,571			\$1,181,963	\$40,134	\$194,132	\$1,027,965

EXTRAORDINARY PROPERTY LOSSES (ACCOUNT 182)

1. Report below particulars concerning the accounting for extraordinary property losses.
2. In column (a) describe the property abandoned or extraordinary loss suffered, date of abandonment or loss, date of Department authorization of use Account 182, and period over which amortization is being made.

of Department authorization of use Account 182, and period over which amortization is being made.						
Line No.	Description of Property Loss of Damage (a)	Total Amount of Loss (b)	Previously Written Off (c)	Written Off During Year		Balance End of Year (f)
				Account Charged (d)	Amount (e)	
1	NONE					
2						
3						
4						
5						
6						
7						
8						
9						
10	TOTALS					

MISCELLANEOUS DEFERRED DEBITS (Account 186)

1. Report below the particulars called for concerning miscellaneous deferred debits.
2. For any deferred debit being amortized show period of amortization.
3. Minor items may be grouped by classes, showing number of such items

Line No.	Description (a)	Account No.	Beginning Balance (b)	Debit (c)	Credits		Balance End of Year (f)
					Account Charged (d)	Amount (e)	
11	See Page 27A.						
12							
13							
14							
15							
16							
17							
18							
19							
20							
21							
22							
23							
24							
23							
24							

Miscellaneous Deferred Debits (Account 186)							
Line No	Description (a)	Account No.	Beginning Balance (b)	Debit (c)	Credit		Balance End of Year (f)
					Account Charged (d)	Amount (e)	
11	Greenfield Environmental Study	186.64	1,007,155	524,382	131,175	(245,867)	1,285,670
12	Pittsfield Environmental Study	186.81	3,951,650	262,738	131,175	(884,877)	3,329,511
13	Coal Tar Insurance Recovery	186.94	(11,634)		131,175	(4,092)	(15,726)
14	Recoverable Bad Debts	186.97	570,333	26,340	260	(237,405)	359,268
15	Pittsfield Generating O & M Costs	186.98	11,036	256,352		(267,388)	0
16	Environmental	186.99	8,830,000	2,865,000	265	0	11,695,000
17	Deferred Farm Discount	186.020	7,891		480,481	(7,344)	547
18	Depreciation Study	186.021	3,096		928	(2,820)	276
19	Deming Environmental Study	186.060	720,473	14,510	175	(216,169)	518,814
20	Cost of Service study 2000	186.022	20,136	130,678	928	(149,290)	1,524
21	Cost of Capital - Consultants	186.023	3,565	31,235	928	(34,475)	325
22	Rate Study - Consultants 2001	186.024	25,622	211,308	928	(234,984)	1,946
23	Rate Study - Legal 2001	186.025	60,806	518,624	928	(574,808)	4,622
24	Rate Study - Filing & Hearing Fees	186.026	4,782		928	(4,440)	342
25	Consultant Services	186.13	11,888	57			11,945
26	Pre-Paid Pension Reg Asset FAS 158	186.002	17,445,102	2,371,987	165,926	(1,337,858)	18,479,231
27	UIL Debt Premium	186.002	8,681,000	11,483	221	(964,000)	7,728,483
	Total		\$41,342,901	\$7,224,694		(\$5,165,817)	\$43,401,778

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

DISCOUNT ON CAPITAL STOCK (Account 191)		
1. Report the balance at end of year of discount on capital stock for each class and series of capital stock. 2. If any change occurred during the year in the balance with respect to any class or series of stock, attach a statement giving particulars of the change. State the reason for any charge-off during the year and specify the amount charged.		
Line No.	Class and Series of Stock (a)	Balance End of Year (b)
1	NONE	
2		
3		
4		
5		
6		
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9		
10		
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12		
13		
14		
15		
16		
17		
18		
19		
20		
21	Total	
CAPITAL STOCK EXPENSE (Account 192)		
1. Report the balance at end of year of capital stock expenses for each class and series of capital stock. 2. If any change occurred during the year in the balance with respect to any class or series of stock, attach a statement giving particulars of the change. State the reason for any charge-off during the year and specify the amount charged.		
Line No.	Class and Series of Stock (a)	Balance End of Year (b)
22		
23		
24		
25		
26		
27		
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30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43	TOTAL	\$0

CAPITAL STOCK AND PREMIUM (Accounts 210, 204, and 207)

1. Report below the particulars called for concerning common and preferred stock at end of year, distinguishing separate series of any general class. Show totals separately for common and preferred stock.

2. Entries in column (b) should represent the number of shares authorized by the Department.

3. Give particulars concerning shares of any class and series of stock authorized to be issued by the Department which have not yet been issued.

4. The designation of each class of preferred stock should show the dividend rate and whether the dividends are cumulative or noncumulative.

5. State if any capital stock which has been nominally issued is nominally outstanding at end of year.

6. Give particulars of any nominally issued capital stock, reacquired stock, or stock in sinking and other funds which is pledged, stating name of pledgee and purpose of pledge.

Line No.	Class and Series of Stock (a)	Number of Shares Authorized (b)	Par Value per Share (c)	Amount Authorized (d)	Outstanding per Balance Sheet*		Premium at End of Year (g)
					Shares (e)	Amount (f)	
1	Preferred Stock						
2	4.8%	15,000	\$100	\$1,500,000	0	\$0	--
4	Total A/C 201	15,000		\$1,500,000	0	\$0	--
6	Common Stock	4,600,000	\$2.50	\$11,500,000	100	\$250	\$0
7	Total A/C 204	4,600,000		\$11,500,000	100	\$250	\$0
8							
9							
10							
11							
12							
13							
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19							
20							
21							
22							
23							
24							
25							
26							
27							
28							
29							
30							
31	Totals						

*Total amount outstanding without reduction for amounts held by respondent.

OTHER PAID-IN CAPITAL (Accounts 208-211)

1. Report below balance at end of year and the information specified in the instructions below for the respective other paid-in capital accounts. Provide a conspicuous sub-heading for each account and show a total for the account, as well as total of all accounts for reconciliation with balance sheet. Additional columns may be added for any account if deemed necessary. Explain the change in any account during the year and give the accounting entries effecting such change.

2. Donations Received from Stockholders (Account 208) - State amount and give brief explanation of the origin and purpose of each donation.

3. Reduction in Par Value of Capital Stock (Account 209) - State amount and give brief explanation of the capital

changes which gave rise to amounts reported under this caption including identification with the class and series of stock to which related.

4. Gain on Cancellation of Reacquired Capital Stock (Account 210) - Report balance at beginning of year, credits, debits, and balance at end of year with a succinct designation of the nature of each credit and debit identified as to class and series of stock to which related.

5. Miscellaneous Paid-In Capital (Account 211) - Classify amounts included in this account at end of year according to captions which, together with brief explanations, disclose the general nature of transactions which gave rise to the reported amounts.

Line No.	Item (a)	Amount (b)
1	Account 211 - Miscellaneous Paid-In Capital	
2	Balance 12/31/2010	\$ 106,045,750
3		
4	Transactions:	
5	Goodwill adjustment due to purchase by UIL.	48,988
6		
7		
8		
9		
10	Total	\$ 106,094,738
11		
12		
13		
14		
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43		

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

LONG TERM DEBT (Accounts 221, 223-224)

Report by balance sheet accounts particulars concerning long-term debt in Accounts

221, Bonds; 223, Advances from Associated Companies; and 224, Other Long-Term Debt.

Line No.	Class and Series of Obligation (a)	Date of Issue (b)	Date of Maturity (c)	Amount Authorized (d)	Amount Actually Outstanding at End of Year (e)	Interest Provisions Rate Per Cent (f)	Dates Due (g)	Interest Accrued During Year, Charged to Income (427) (h)	Interest Paid During Year (237) (i)
1	FIRST MORTGAGE BONDS - A/C 221:								
2	SERIES: P, 10.06%	02/01/89	02/01/19	10,000,000	10,000,000	10.06	1/31 & 7/31	1,005,996	1,006,000
3									
4	SENIOR NOTE, 9.60%	07/01/90	09/01/20	8,000,000	8,000,000	9.60	3/1 & 9/1	768,000	768,000
5									
6	MEDIUM TERM NOTE, 4.76%	04/30/04	05/01/11	12,000,000	0	4.76	5/1 & 11/1	48,431	71,853
7									
8	SENIOR NOTE, 7.80%	11/15/96	11/15/21	16,000,000	14,545,455	7.80	quarterly	1,233,818	1,248,000
9									
10									
	TOTALS			\$46,000,000	\$32,545,455			\$3,056,245	\$3,093,853

For issues of long-term debt made during current year state purpose for which issued, date of issue, Department authorization date and D.P.U. #.

NOTES PAYABLE (Account 231)

Report the particulars indicated concerning notes payable at end of year.

Line No.	Payee (a)	Date of Note (b)	Date of Maturity (c)	Int. Rate (d)	Balance End of Year (e)
1	None				
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21			Total		\$ -

PAYABLES TO ASSOCIATED COMPANIES (Accounts 233, 234)

Report particulars of notes and accounts payable to associated companies at end of year.

Line No.	Name of Company (a)	Amount End of Year (b)	Interest for Year		Amount (d)
			Rate (c)		
22					
23	UIL Holdings Corporation	259,919	Intercompany	Accounts Payable	N/A
24	Southern CT Gas	71,910	Intercompany	Accounts Payable	N/A
25	CT Natural Gas	34,756	Intercompany	Accounts Payable	N/A
26					
27					
28					
29					
30					
31					
32					
33					
34					
35	Totals	\$ 366,585			

Annual report of THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

MISCELLANEOUS CURRENT AND ACCRUED LIABILITIES (Account 242)

1. Report the amount and description of other current and accrued liabilities at end of year.
2. Minor items may be grouped under appropriate title.

Line No.	Item (a)	Amount (b)
1	Audit and Special Services	\$267,675
2	Incentive Plan	287,878
3	Vacation Payroll	37,171
4	Legal	112,036
5	Customer Credit Balances/Consumer Rebates	2,390,991
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18	Total	\$3,095,751

OTHER DEFERRED CREDITS (Account 253)

1. Report below the particulars called for concerning other deferred credits.
2. For any deferred credits being amortized show the period of amortization.
3. Minor items may be grouped by classes. Show number of items.

Line No.	Description of Other Deferred Credit (a)	Balance Beginning of Year (b)	Debits		Credits (e)	Balance End of Year (f)
			Account Credited (c)	Amount (d)		
20	Unamortized	\$415,650	406	\$48,744		\$366,906
21	Investment Tax Credit					
22						
23						
24	Deferred Pension Plan	\$2,622,239	926	\$783,036		\$1,839,203
25						
26	Deferred Revenues	\$509,167	253	\$58,782	\$53,204	\$503,589
27						
28	Motor Fuel Contracts	\$15,506	184	\$13,736	\$120	\$1,890
29						
30	Non-Current Pension	\$1,089,951	186	\$639,165	\$2,371,987	\$2,822,773
31						
32	Long Term Contract-SERP	\$2,357,000				\$2,357,000
33						
34						
35						
36						
37						
38						
39						
40	Totals	\$7,009,513		\$1,543,463	\$2,425,311	\$7,891,361

Show below the amount credited during the year to Depreciation Reserve, and the amount charged to Depreciation Reserve on account of property retired. Also the balance in the account at the end of the year.

Line No.	(a)	Electric (b)	Gas (c)	Total (d)
1	Balance at beginning of year		\$73,218,699	\$73,218,699
2	Credits to Depreciation Reserve during year:			
3	Account 403 Depreciation		6,090,019	6,090,019
4	Other Accounts (Specify)			
5	Amortization of Aid to Construction to Acct 403		125,720	125,720
6				
7	TOTAL CREDITS DURING YEAR		\$6,215,739	\$6,215,739
8	Net Charges for Plant Retired:			
9	Book Cost of Plant Retired		1,317,920	1,317,920
10	Cost of Removal		436,376	436,376
11	Salvage (Credit)		(611)	(611)
12				
13	NET CHARGES DURING YEAR		\$1,753,685	\$1,753,685
14	Balance December 31, 2011		\$77,680,753	\$77,680,753

METHOD OF DETERMINATION OF DEPRECIATION CHARGES

Give in detail the rule and rates, by which the respondent determined the amount charged to operating expenses and other accounts, and credited to Depreciation Reserve. Report also the depreciation taken for the year for federal income tax purposes.

15	For book purposes, varying straight line rates which are allowed to generate a composite rate of 3.70% are
16	applied to the average depreciable plant accounts during the year ended December 31, 2011.
17	
18	For tax purposes the declining balance method is used. Depreciation taken for federal income tax purposes for the tax
19	year ended December 31, 2011 has not yet been filed. However the estimated depreciation expense,
20	is anticipated to be \$9,978,984 due to bonus depreciation.
21	
22	
23	

DIVIDENDS DECLARED DURING THE YEAR (Accounts 437,438)

Give particulars of dividends declared on each class of stock during the year, and charged to Earned Surplus. This schedule shall include only dividends that have been declared by the Board of Directors during the fiscal year.

[illegible]

OPERATING RESERVES (Accounts 261, 262, 263, 264, 265)

1. Report below an analysis of the changes during the year for each of the above-named reserves.

2. Show name of reserve and account number, balance beginning of year, credits, debits, and balance at end of year. Credit amounts should be shown in black, debit amounts enclosed by parentheses.

3. Each credit and debit amount should be described as to its general nature and the contra account debited or credited shown. Combine the amounts of monthly accounting entries of the same general nature.

If respondent has more than one utility department, contra accounts debited or credited should indicate the utility department affected.

4. For Accounts 261, Property Insurance Reserve and 262, Injuries and Damages Reserve, explain the nature of the risks covered by the reserve.

5. For Account 265, Miscellaneous Operating Reserves, report separately each reserve comprising the account and explain briefly its purpose.

Line No.	Item (a)	Contra Account Debited or Credited (b)	Amount (c)
1	INJURIES & DAMAGES - A/C 262		
2	Beginning Balance		\$143,320
3	Provision	925	6,000
4	Payment of Claims net of insurance received		(3,833)
5	Ending Balance		145,487
6	RESERVE FOR RETIREMENT BENEFIT - A/C 263		
7	Beginning Balance		4,050,232
8	Provision	926.2, 930.3, 431.3	148,308
9	Payments		(166,134)
10	Adjustment		9,588
11	Ending Balance		4,041,992
12	OTHER LONG-TERM LIABILITY - A/C 265.1		
13	Beginning Balance		163,050
14	Adjustment	409,236	(18,972)
15	Ending Balance		144,078
16	DEFERRED STATE FRANCHISE TAX - DEPRECIATION - A/C 265.2		
17	Beginning Balance		2,051,682
18	Provision	408.8	(95,462)
19	Ending Balance		1,956,220
20	DEFERRED STATE FRANCHISE TAX - EXTRAORDINARY ITEMS - A/C 265.4		
21	Beginning Balance		905,574
22	Provision	408.9	
23	Adjustment		28,207
24	Ending Balance		933,781
25	ENVIRONMENTAL CLEAN-UP COSTS - A/C 265.5		
26	Beginning Balance		8,830,000
27	Payments		0
28	Adjustment	186.99	2,865,000
29	Ending Balance		11,695,000
30	OBSOLETE INVENTORY		
31	Beginning Balance		3,827
32	Adjustment		
33	Ending Balance		3,827
34			
35			
36			
37			
38			
39			
40			
41			
42			
43	Total reserves		\$18,920,385

RESERVES FOR DEFERRED FEDERAL INCOME TAXES (Accounts 267, 268)

1. Report the information called for below concerning the respondent's accounting for deferred federal income taxes.

2. In the space provided furnish significant explanations, including the following:

(a) Accelerated Amortization -- State for each certification number a brief description of property, total and amortizable cost of such property, date amortization rate used in computing deferred tax amounts.

(b) Liberalized Depreciation--State the general method or methods of liberalized depreciation being used (sum-of-years digits, declining balance, etc.), estimated useful lives and classes of plant to which each method is being applied. Furnish a table showing for each year, 1954 to date of this report, the annual amounts of tax deferral, the total debits thereto which have been accounted for as credits to Account 411, Federal Income Taxes Deferred in Prior Years -- Credit or comparable account of the previous system of accounts.

Line No.	Account Subdivisions (a)	Balance Beginning of Year (b)	Changes During Year		Balance End of Year (e)
			Amounts Debited Account 410 (1) (c)	Amounts Credited Account 215 (1) (d)	
1	Accelerated Amortization	\$	\$	\$	\$
2	(Account 267)				
3	Electric.....				
4	Gas.....				
5	Other (Specify).....				
6	Totals.....				
7					
8	Liberalized Depreciation				
9	(Account 268)				
10	Electric.....				
11	Gas.....	17,544,480	1,744,760		19,289,240
	Other(Specify)=Comprehensive				
12	Income Adjustments	57,299		19,075	76,374
13	Totals.....	17,601,779	1,744,760	19,075	19,365,614
14					
15	Total (Accounts 267, 268)				
16	Electric.....				
17	Gas.....	17,544,480	1,744,760		19,289,240
	Other(Specify)=Comprehensive				
18	Income Adjustments	57,299		19,075	76,374
19	Totals.....	\$17,601,779	\$1,744,760	\$19,075	\$19,365,614
20	*The Company reconciles federal income tax at the end of the fiscal year - 12/31				
21	(1) Account 410, Provision for Deferred Federal Income Taxes				
22	(2) Account 411, Federal Income Taxes Deferred in Prior Years -- Credit.				

CONTRIBUTIONS IN AID OF CONSTRUCTION (Account 271)

Report below the amount of contributions in aid of construction applicable to each utility department.

Line No.	Class of Utility Service (a)	Balance Beginning of Year (b)	Debits		Credits (e)	Balance End of Year (f)
			Account Credited (c)	Amount (d)		
23	Residential		143.1		106,787	
24						
25	Commercial				286,904	
26						
27	Amortization of Aid to Construction		403	125,720		
28						
29						
30						
31						
32						
33						
34	Totals	\$3,220,852		\$125,720	\$393,691	\$3,488,823

Next page is 43

GAS OPERATING REVENUES (Account 400)

1. Report below the amount of operating revenue for the year for each prescribed account and the amount of increase or decrease over the preceeding year

2. If increases and decreases are not derived from previously reported figures explain any inconsistencies.

3. Number of customers should be reported on the basis of number of meters, plus number of flat rate

accounts, except that where separate meter readings are added for billing purposes, one customer shall be counted for each group of meters so added. The average number of customers means the average of the 12 figures at the close of each month. If the customer count in the residential service classification includes customers counted more than once because of special services, such as water heating, etc., indicate in a footnote the number of such duplicate customers included in the classification.

4. Unmetered sales should be included below. the details of such sales should be given in a footnote.

5. Classification of Commercial and Industrial Sales, Account 481, according to Small (or Commercial) and Large (or Industrial) may be according to the basis of classification regularly used by the respondent.

Line No.	Account	Operating Revenues		DTH Sold (1000 BTU)		Average Number of Customers Per Month	
		Amount for Year	Increase or (Decrease) from Preceding Year	Amount for Year	Increase or (Decrease) from Preceding Year	Amount for Year	Increase or (Decrease) from Preceding Year
1	SALES OF GAS						
2	480 Residential Sales.....	\$36,191,423	(\$1,025,783)	2,682,945	113,659	31,446	139
3	481 Commercial and Industrial Sales:					4,314	99
4	Small (or Commercial) see Instr. 5.....	17,342,553	(2,124,727)	1,602,983	(14,626)		
5	Large (or Industrial) see instr. 5.....						
6	482 Other Sales to Public Authorities.....						
7	484 Interdepartmental Sales.....						
8	485 Miscellaneous Gas Sales.....						
9	Total Sales to Ultimate Consumers.....	53,533,976	(3,150,510)	4,285,928	99,033	35,760	238
10	483 Sales for Resale.....	0	0				
11	Total Sales of Gas*.....	53,533,976	(3,150,510)	4,285,928	99,033	35,760	238
12	OTHER OPERATING REVENUES						
13	487 Forfeited Discounts.....	47,460	12,805				
14	488 Miscellaneous Service Revenues.....	16,770	(6,430)				
15	489 Revenues from Trans. of Gas of Others.....	11,025,365	791,306				
16	490 Sales of Products Extracted from Natural Gas..						
17	491 Rev. from Natural Gas Processed by Others.....						
18	493 Rent from Gas Property.....						
19	494 Interdepartmental Rents.....						
20	495 Other Gas Revenues.....	324,033	138,235				
21	Total Other Operating Revenues.....	11,413,628	935,916				
22	Total Gas Operating Revenues.....	\$64,947,604	(2,214,594)				
			(LDAC)				
			Purchase Price		(CGA)		
			Adjustment Clauses		Fuel Clauses		
*Includes revenues from application of.....			\$ 5,765,620		\$ 26,638,331		
Total DTH to which Applied.....			85,399,875		4,265,458		

SALES OF GAS TO ULTIMATE CONSUMERS

Report by account the DTH sold, the amount derived and the total number of customers under each filed schedule or contract.
Contract sales and unbilled sales may be reported separately in total.

Line No.	Account No.	Schedule (a)	DTH (1000 BTU) (b)	Revenue (c)	Average Revenue per DTH (\$0.0000) (d)	Number of Customers (Per Bills Rendered)	
						July 31 (e)	December 31 (f)
		<u>FIRM</u>					
1		Residential:					
2	480.1	Non-Heating	85,019	\$1,944,596	\$22.87	4,736	4,567
3	480.2	Heating	2,597,926	34,340,324	13.22	26,304	26,879
4	480	Unbilled Revenues - Residential		(93,497)			
5		Commercial & Industrial:					
6		<u>Ann. Use Load Factor</u>					
7	481.41	Low Low	602,390	7,356,739	12.21	3,045	3,172
8	481.42	Low Medium	405,579	4,284,184	10.56	209	220
9	481.43	Low High	120,828	1,187,829	9.83	14	13
10	481.51	High Low	195,682	2,168,340	11.08	780	785
11	481.52	High Medium	184,824	1,665,694	9.01	114	117
12	481.53	High High	73,210	581,481	7.94	7	7
13	481	Unbilled Revenues - Commercial		(241,258)			
14							
15		<u>NON-FIRM</u>					
16	481.4	Interruptible	20,470	339,544	16.59	1	0
17							
18							
19							
20							
21							
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		TOTAL SALES TO ULTIMATE CONSUMERS (Page 43 line 9)	4,285,928	\$53,533,976	\$12.49	35,210	35,760

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

GAS OPERATION AND MAINTENANCE EXPENSES

1. Enter in the space provided the operation and maintenance expenses for the year.

2. If the increases and decreases are not derived from previously reported figures explain in footnote.

Line No.	Account (a)	Amount for Year (b)	Increase or (Decrease) from Preceding Year (c)
1	PRODUCTION EXPENSES		
2	MANUFACTURED GAS PRODUCTION EXPENSES		
3	STEAM PRODUCTION		
4	Operation:		
5	700 Operation supervision and engineering.....		
6	701 Operation labor.....		
7	702 Boiler fuel.....		
8	703 Miscellaneous steam expenses.....		
9	704 Steam transferred --Cr.....		
10	Total operation.....		
11	Maintenance:		
12	705 Maintenance supervision and engineering.....		
13	706 Maintenance of structures and improvements.....		
14	707 Maintenance of boiler plant equipment.....		
15	708 Maintenance of other steam production plant.....		
16	Total maintenance.....		
17	Total steam production.....		
18	MANUFACTURED GAS PRODUCTION		
19	Operation:		
20	710 Operation supervision and engineering.....	\$58,560	\$9,913
21	Production labor and expenses:		
22	711 Steam expenses.....		
23	712 Other power expenses.....		
24	715 Water gas generating expenses.....		
25	716 Oil gas generating expenses.....		
26	717 Liquefied petroleum gas expenses.....		
27	718 Other process production expenses.....		
28	Gas fuels:		
29	721 Water gas generator fuel.....		
30	722 Fuel for oil gas.....		
31	723 Fuel for liquefied petroleum gas process.....	12,668	2,324
32	724 Other gas fuels.....	297,228	39,053
33	Gas raw materials:		
34	726 Oil for water gas.....		
35	727 Oil for oil gas.....		
36	728 Liquefied petroleum gas.....	20,865	20,184
37	729 Raw materials for other gas processes.....		
38	730 Residuals expenses.....		
39	731 Residuals produced -- Cr.....		
40	732 Purification expenses.....		
41	733 Gas mixing expenses.....	11,226	4,390
42	734 Duplicate charges -- Cr.....		
43	735 Miscellaneous production expenses.....	179,583	(6,478)
44	736 Rents.....	6,129	1,182
45	Total operation.....	\$586,259	\$70,568
46	Maintenance:		
47	740 Maintenance supervision and engineering.....		
48	741 Maintenance of structures and improvements.....	2,275	(2,985)
49	742 Maintenance of production equipment.....	106,951	8,486
50	Total maintenance.....	\$109,226	\$5,501
51	Total manufactured gas production.....	\$695,485	\$76,069

GAS OPERATION AND MAINTENANCE EXPENSES - Continued

Line No.	Account (a)	Amount for Year (b)	Increase or (Decrease) from Preceding Year (c)
1	OTHER GAS SUPPLY EXPENSES	\$	\$
2	Operation:		
3	804 Natural gas city gate purchases.....	21,324,128	(504,366)
4	805 Other gas purchases.....	4,608,686	(854,088)
5	808.1 Purchased Gas - LNG.....	502,257	(292,045)
6	808.2 Deferred Gas Costs - (CR).....	488,669	(1,078,085)
7	814 Environmental.....	1,225,946	147,708
8	815 C&LM.....	2,103,276	54,300
9	812 Gas used for other utility operations - Cr.....	(98,808)	(7,004)
10	813 Other gas supply expenses.....	312,491	(166,351)
11	Total other gas supply expenses.....	30,466,645	(2,699,931)
12	Total production expenses.....	31,162,130	(2,623,862)
13	LOCAL STORAGE EXPENSES		
14	Operation:		
15	840 Operation supervision and engineering.....		
16	841 Operation labor and expenses.....		
17	842 Rents.....		
18	Total operation.....		
19	Maintenance:		
20	843 Maintenance supervision and engineering.....		
21	844 Maintenance of structures and improvements.....		
22	845 Maintenance of gas holders.....		
23	846 Maintenance of other equipment.....		
24	Total maintenance.....		
25	Total storage expenses.....		
26	TRANSMISSION AND DISTRIBUTION EXPENSES		
27	Operation:		
28	850 Operation supervision and engineering.....	103,935	8,199
29	851 System control and load dispatching.....	274,968	17,865
30	852 Communication system expenses.....	88,856	14,730
31	853 Compressor station labor and expense.....	6,819	3,302
32	855 Fuel and power for compressor stations.....	2,825	(1,260)
33	857 Measuring and regulating station expenses.....	275,210	53,136
34	858 Transmission and compression of gas by others.....		
35	874 Mains and services expenses.....	1,224,700	35,724
36	878 Meter and house regulator expenses.....	941,432	116,512
37	879 Customer installations expenses.....	1,232,633	71,627
38	880 Other expenses.....	309,468	18,420
39	881 Rents.....	169,888	34,299
40	Total operation.....	4,630,735	372,554
41	Maintenance:		
42	885 Maintenance supervision and engineering.....	111,847	13,308
43	886 Maintenance of structures and improvements.....		
44	887 Maintenance of mains.....	555,784	98,489
45	888 Maintenance of compressor station equipment.....	98	98
46	889 Maintenance of measuring and regulating station equipment	3,033	3,033
47	892 Maintenance of services.....	219,903	26,573
48	893 Maintenance of meters and house regulators.....	169,435	31,466
49	894 Maintenance of other equipment.....		
50	Total maintenance.....	1,060,100	172,967
51	Total transmission and distribution expenses.....	5,690,835	\$545,521

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

GAS OPERATION AND MAINTENANCE EXPENSES - Continued				
Line No.	Account (a)	Amount for Year (b)	Increase or (Decrease) from Preceding Year (c)	
1	CUSTOMER ACCOUNTS EXPENSES	\$	\$	
2	Operation:			
3	901 Supervision.....	119,383	20,546	
4	902 Meter reading expenses.....	155,453	3,185	
5	903 Customer records and collection expenses.....	1,602,380	104,539	
6	904 Uncollectible accounts.....	180,638	(236,429)	
7	905 Miscellaneous customer accounts expenses.....	-	-	
8	Total customer accounts expenses.....	2,057,854	(108,159)	
9	SALES EXPENSES			
10	Operation:			
11	911 Supervision.....	89,139	6,866	
12	912 Demonstrating and selling expenses.....	368,985	65,733	
13	913 Advertising expenses.....	41,220	8,485	
14	916 Miscellaneous sales expenses.....	152,589	(38,982)	
15	Total sales expenses.....	651,933	42,102	
16	ADMINISTRATIVE AND GENERAL EXPENSES			
17	Operation:			
18	920 Administrative and general salaries.....	1,177,780	(129,813)	
19	921 Office supplies and expenses.....	276,994	(5,812)	
20	922 Administrative expenses transferred - Cr.....	-	-	
21	923 Outside services employed.....	433,438	87,761	
22	924 Property insurance.....	5,539	(2,919)	
23	925 Injuries and damages.....	261,197	(72,915)	
24	926 Employees pensions and benefits.....	1,619,660	627,855	
25	928 Regulatory commission expenses.....	303,642	(8,995)	
26	929 Duplicate charges - Cr.....	-	-	
27	930 Miscellaneous general expenses.....	857,573	317,330	
28	931 Rents.....	109,828	18,951	
29	Total operation:	5,045,649	831,443	
30	Maintenance:			
31	932 Maintenance of general plant.....	-	-	
32	Total administrative and general expenses.....	5,045,649	831,443	
33	Total gas operation and maintenance expenses.....	44,608,401	(1,312,955)	
SUMMARY OF GAS OPERATION AND MAINTENANCE EXPENSES				
Line No.	Functional Classification (a)	Operation (b)	Maintenance (c)	Total (d)
34	Steam production.....	\$	\$	\$
35	Manufactured gas production.....	\$586,259	109,226	695,485
36	Other gas supply expenses.....	30,466,645		30,466,645
37	Total production expenses.....	31,052,904	109,226	31,162,130
38	Local storage expenses.....			
39	Transmission and distribution expenses.....	4,630,735	1,060,100	5,690,835
40	Customer accounts expenses.....	2,057,854		2,057,854
41	Sales expenses.....	651,933		651,933
42	Administrative and general expenses.....	5,045,649	-	5,045,649
43	Total gas operation and maintenance expenses.....	43,439,075	1,169,326	44,608,401
44	Ratio of operating expenses to operating revenues (carry out decimal two places, e.g.: 0.00%) Compute by dividing Revenues (Acct 400) into the sum of Operation and Maintenance Expenses (P. 47 line 44 (d), Depreciation (Acct 403) and Amortization (Acct 407)).....			78.06%
45	Total salaries and wages of gas department for year, including amounts charged to operating expenses, construction and other accounts.....			\$8,837,506
46	Total number of employees of gas department at end of year, including administrative, operating, maintenance, construction and other employees (including part time employees)			126

Annual report of **THE BERKSHIRE GAS COMPANY** Year ended December 31, 2011

If gas is purchased or sold at two or more different rates, the amounts at each rate should be shown in the following tables.

SALES FOR RESALE (Account 483)

Line No.	Names of Companies to Which Gas is Sold (a)	Where Delivered and Where and How Measured (b)	DTH (1000 BTU) (c)	Rate per DTH (\$0.0000) (d)	Amount (e)
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15	TOTALS				

SALE OF RESIDUALS (Accounts 730, 731)

State the revenues and expenses of the respondent resulting from the sale of residuals.

Line No.	Kind (a)	Revenue (b)	Inventory Cost (c)	Labor Handling Selling, Etc. (d)	(e)	Total Cost (f)	Net Revenue (g)
16							
17							
18							
19							
20							
21							
22							
23	Totals						

PURCHASED GAS (Accounts 804-806)

Line No.	Names of Companies from Which Gas Is Purchased	Where Received and Where and How Measured (b)	DTH (1000 BTU) (c)	Rate per M.C.F. (\$0.0000) (d)	Amount (e)
24	Tennessee OBA	City Gate	(47,608)	\$4.1534	(\$197,735)
25	Canadian	City Gate	96,176	\$4.5672	439,257
26	LNG (Account 808)	City Gate	77,000	\$6.5332	503,055
27	Third Party	City Gate	3,469,171	\$4.4127	15,308,550
28	Pipeline Demand Charges & Allocated				9,918,511
29	Storage Costs				
30					
31					
32					
33					
34					
35					
36	Note: Does not include transportation and off-system sales				
37					
38	Totals		3,594,739	\$7.2249	\$25,971,638

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

TAXES CHARGED DURING YEAR

1. This schedule is intended to give the account distribution of total taxes charged to operations and other final accounts during the year.

2. Do not include gasoline and other sales taxes which have been charged to accounts to which the material on which the tax was levied was charged. If the actual or estimated amounts of such taxes are known, they should be shown as a footnote and designated whether estimated or actual amounts.

3. The aggregate of each kind of tax should number of the appropriate balance sheet plant account under the appropriate heading of "Federal," " " or subaccount.

"Local" in such manner that the total tax for e 5. For any tax which it was necessary to apportion and for all subdivisions can readily be ascertained to more than one utility department or account, state in a footnote the basis of apportioning such tax.

4. The accounts to which the taxes charged 6. Do not include in this schedule entries with respect tributed should be shown in columns (c) to (h) to deferred income taxes, or taxes collected through pay- both the utility department and number of acc roll deductions or otherwise pending transmittal of such charged. For taxes charged to utility plant sh taxes to the taxing authority.

Line No.	Kind of Tax (a)	Total Taxes Charged During Year (omit cents) (b)	Distribution of Taxes Charged (omit cents) (Show utility department where applicable and account charged)									
			Electric	Gas	Gas Utility	Other Income			Miscellaneous (A)			
			(Acct. 408, 409) (c)	(Acct. 408, 409) (d)	A/C 107, 254 (e)	A/C 419 (f)	A/C 416 (g)	A/C 418 (h)	184 (i)	163 (j)	815 (k)	916 (l)
1	FEDERAL											
2	Income Tax A/C 409	\$1,413,991	N/A	\$1,142,934		97,615		173,442				
3	SOCIAL SECURITY	627,388		526,549	37,750	-	3,688	7,277	32,982	6,082	9,015	4,045
4	UNEMPLOYMENT	7,296		6,241	395	-	39	76	345	64	94	42
5												
6	STATE											
7	Franchise Tax	607,946		554,107		19,389		34,450				
8	Unemployment	64,690		53,091	4,342	-	424	837	3,794	700	1,037	465
9												
10	LOCAL											
11	Real Estate	182,271		182,271								
12	Personal Property	1,647,464		1,647,464								
13												
14												
15												
16												
17												
18												
19												
20												
21	(A) Allocated on the basis of actual payroll and applicable payroll tax rates.											
22												
23												
24												
25												
26												
27												
28	TOTALS	\$4,551,046		\$4,112,657	\$42,487	\$117,004	\$4,151	\$216,082	\$37,121	\$6,846	\$10,146	\$4,552

OTHER UTILITY OPERATING INCOME (Account 414)

Report below the particulars called for in each column.

Line No.	Property (a)	Amount of Investment (b)	Amount of Revenue (c)	Amount of Operating Expenses (d)	Gain or (Loss) from Operation (e)
1	NONE				
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
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44					
45					
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47					
48					
49					
50					
51	TOTALS				

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2011

INCOME FROM MERCHANDISING, JOBBING, AND CONTRACT WORK (Account 415)

Report by utility departments the revenues, costs, expenses, and net income from merchandising, jobbing, and contract work during year.

Line No.	Item (a)	Electric Department (b)	Gas Department (c)	Other Utility Department (d)	Total (e)
1	Revenues:	\$ N/A	\$	\$ N/A	\$
2	Merchandise sales, less discounts,				
3	allowances and returns.....				-
4	Contract work.....				
5	Commissions.....				
6	Other (list according to major classes)				
7	Jobbing				-
8	Central Heating Contracts				-
9	Finance & Installation				-
10	Total Revenues.....		-		-
11					
12					
13	Costs and Expenses:				
14	Cost of sales (list according to major				
15	classes of cost).....				
16					
17	Jobbing				-
18	Central Heating Contracts				-
19	Cost of Merchandise Sales				-
20	Other				-
21	Total Cost of Sales.....		-		-
22					
23					
24					
25					
26	Sales expenses.....				-
27	Customer account expenses.....				-
28	Administrative and general expenses.....				-
29	Service & Installation				-
30	General				-
31					
32	Total Expenses.....		-		-
33					
34					
35					
36					
37					
38					
39					
40					
41					
42					
43					
44					
45					
46					
47					
48					
49					
50	TOTAL COSTS AND EXPENSES		-		-
51	Net Profit (or Loss)		\$ -		\$ -

RECORD OF SENDOUT FOR THE YEAR IN DEKATHERMS

BASED ON 1000 BTU PER CUBIC FOOT

[illegible]

GAS GENERATING PLANT			
Line No.	General Description - Location, Size, Type, etc.	No. of Sets	24 Hour Cap.(MCF)
1	<u>LIQUEFIED PETROLEUM GAS EQUIP. - PITTSFIELD</u>		
2	<u>PROPANE AIR PLANT (INSTALLED 1955 - 1968 - 1973)</u>	1	5,400
3			
4	80# - 100# DISCHARGE PRESSURE		
5	1100 - 1400 BTU CONTROL COMPLETE WITH		
6	6 - 30,000 GALLON STORAGE TANKS AND 3 - 60,000		
7	GALLON STORAGE TANKS		
8			
9			
10	<u>LIQUEFIED PETROLEUM GAS EQUIP. - NORTH ADAMS</u>		
11	<u>PROPANE AIR PLANT (INSTALLED 1971- 1981)</u>	1	4,800
12			
13	80# - 100# DISCHARGE PRESSURE		
14	1100 - 1400 BTU CONTROL COMPLETE WITH		
15	6 - 30,000 GALLON STORAGE TANKS		
16			
17			
18	<u>LIQUEFIED NATURAL GAS EQUIP. - WHATELY</u>	1	3,000
19	<u>LNG PLANT (INSTALLED 2000)</u>		
20			
21	200# DISCHARGE PRESSURE		
22	1000 - 1150 BTU CONTROL WITH 2 - 70,000 GALLON STORAGE TANKS		
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
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50			
51			
52			
53			
54			
55			
56		Total	13,200

BOILERS						
Line No.	Location	Kind of Fuel and Method of Firing	Rated Pressure in Lbs.	Rated Steam Temp.	Number	Output Rating M. Lbs. Steam Per Hour
1	NONE					
2						
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13						
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23						
24						
25						
26						
27						
28						
SCRUBBERS, CONDENSERS AND EXHAUSTERS. 24 HOUR CAPACITY (MCF)						
Line No.		Kind of Gas				Total Capacity
29	Scrubbers	NONE				
30						
31						
32						
33						
34	Condensers					
35						
36						
37						
38						
39	Exhausters					
40						
41						
42						
43						
44						
45						
46						
47						
48						

PURIFIERS							
Line No.	Location	Kind of Gas Purified	Kind of Purifying Material	Estimated 24 Hour Capacity			
1	NONE						
2							
3							
4							
5							
6							
7							
8							
9							
10							
11							
12							
13							
14							
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16							
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18							
19							
20							
21							
22							
HOLDERS (Including Relief Holders). Indicate Relief Holders by the letters R.H.							
Line No.	Location	Type of Tank	Dimensions		No. of Lifts	Number	Working Capacity
			Diam.	Height			
23	NONE						
24							
25							
26							
27							
28							
29							
30							
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32							
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Report by size, for all mains and lines, the information called for below for cast iron, welded, wrought iron and steel mains. Sub-totals should be shown for each type.

[illegible]

GAS DISTRIBUTION SERVICES, HOUSE GOVERNORS AND METERS

Report below the information called for concerning Distribution Services, House Governors and Meters

Line No.	Item	Gas Services	House Governors	Meters
1	Number at beginning of year.....	31,337	22,912	39,876
2	Additions during year:			
3	Purchased.....	*****		1,452
4	Installed.....	843	843	*****
5	Associated with Plant acquired.....	0	0	
6	Total Additions.....	843	843	1,452
7	Reductions during year:.....			
8	Retirements.....	334	132	1,268
9	Associated with Plant sold.....	0	0	
10	Total Reductions.....	334	132	1,268
11	Number at End of Year.....	31,846	23,623	40,060
12	In Stock12/31/2010.....			2,579
13	On Customers' Premises--Inactive.....			816
14	In Customers' Premises--Active.....			36,653
15	In Company Use.....			12
16	Number at End of Year.....			40,060
17	Number of Meters Tested by State Inspectors During Year.....			6,439

RATE SCHEDULE INFORMATION

1. Attach copies of all Filed Rates for General Consumers.
2. Show below the changes in rate schedules during the year and the estimated increase in annual revenue predicated on the previous year's operations.

Date Effective	M.D.P.U. Number	Rate Schedule	Estimated Effect on Annual Revenues	
			Increases	Decreases
9/1/2011	459	Residential Non Heating, Rate R-1	\$3,258	
9/1/2011	460	Residential Heating, Rate R-3	31,957	
9/1/2011	461	Residential Low Income Non Heating, Rate R-2	292	
9/1/2011	462	Residential Low Income Heating, Rate R-4	5,830	
9/1/2011	464	Comm & Ind Low Ann, Low Load, Rate G-41	8,436	
9/1/2011	465	Comm & Ind Med Ann, Low Load, Rate G-42	7,364	
9/1/2011	466	Comm & Ind Large Ann, Low Load, Rate G-43	5,077	
9/1/2011	467	Comm & Ind Low Ann, High Load, Rate G-51	2,704	
9/1/2011	468	Comm & Ind Med Ann, High Load, Rate G-52	2,464	
9/1/2011	469	Comm & Ind Large Ann, High Load, Rate G-53	4,278	
9/1/2011	470	Comm & Ind Ex Large Ann, High Load, Rate T-54	2,481	
2/1/2002	318	Energy Conservation Service Charge	0	
9/1/2011	463	Gas Light Rate, Rate L	6	
2/1/2002	324	Interruptible Sales Service, Code 2,4,6,8	0	
2/1/2002	325	Interruptible Transportation Rate	0	
2/1/2002	326	Peaking Service	0	
2/1/2002	327	Farm Discount Rider	0	
2/1/2002	328	Default Service	0	
1/1/2006	377	Seasonal Cost of Gas Adjustment Clause	0	
9/1/2010	456	Local Distribution Adjustment Clause	0	
2/1/2002	323	Load Management Service	0	
11/1/2008	431	Residential Assistance Adjustment Clause	0	
		Total	\$ 74,147	\$ -

EXPENDITURES FOR CERTAIN CIVIC, POLITICAL AND RELATED ACTIVITIES
(Account 426.4)

1. Report all expenditures incurred by the respondent during the year for the purpose of influencing public opinion with respect to the election or appointment of public officials, referenda, legislation or ordinances (either with respect to the possible adoption of new referenda, legislation or ordinances or repeal or modification of existing referenda, legislation or ordinances); approval, modification, or revocation of franchises; or for the purpose of influencing the decisions of public officials which are accounted for as Other Income Deductions, Expenditures for Certain Civic, Political and Related Activities; Account 426.4.

2. Advertising expenditures in this Account shall be classified according to subheadings, as follows: (a) radio, television, and motion picture advertising; (b) newspaper, magazine, and pamphlet advertising; (c) letters or inserts in customers' bills; (d) inserts in reports to stockholders; (e) news-

paper and magazine editorial services; and (f) other advertising.

3. Expenditures within the definition of paragraph (1), other than advertising shall be reported according to captions or descriptions, clearly indicating the nature and purpose of the activity.

4. If respondent has not incurred any expenditures contemplated by the instructions of Account 426.4, so state.

5. For reporting years which begin during the calendar year 1963 only, minor amounts may be grouped by classes if the number of items so grouped is shown.

NOTE: The classification of expenses as nonoperating and their inclusion in this account is for accounting purposes. It does not preclude Commission consideration of proof to the contrary for ratemaking or other purposes.

Line No.	Item (a)	Amount (b)
1	JOHN BARTLEY	\$43,200
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
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31		
32		
33		
34		
35		
36		
37		
38		
39		
40	TOTAL	\$43,200

913. Advertising Expenses.

Line No.	Account No.	Type (a)	General Description (b)	Amount for Year (c)
1				
2		City/Telephone Directory		\$0
3		Other		0
4		Payroll		7,990
5		Postage		8,283
6		Direct Mailing		24,947
8				
9				
10				
11				
12				
13				
14				
15				
16				
17				
18				
19				
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21				
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44				
45				
46				
47			TOTAL	\$41,220

Annual report of

The Berkshire Gas Company

Year ended December 31, 2011

DEPOSITS AND COLLATERAL

1. Statement of money and the value of any collateral held as guaranty
for the payment of charges pursuant to Massachusetts General Laws.
Chapter 164, Section 128.

Line No.	Town Code	Name of City or Town	Amount
1	12	Adams	\$8,310
2	26	Amherst	20,775
3	15	Cheshire	745
4	14	Clarksburg	200
5	2	Dalton	6,365
6	21	Greenfield	29,160
7	8	Gt. Barrington	36,619
8	27	Hadley	23,416
9	24	Hatfield	1,900
10	7	Lanesboro	2,930
11	5	Lee	50,745
12	3	Lenox	42,485
13	11	North Adams	119,880
14	1	Pittsfield	127,534
15	23	South Deerfield	5,035
16	6	Stockbridge	516
17	22	Turners Falls	14,666
18	24	West Hatfield	3,610
19	25	Whately	1,110
20	13	Williamstown	9,840
21	28		
22	25		
23	58		
Total			\$505,841

THIS RETURN IS SIGNED UNDER THE PENALTIES OF PERJURY

Kenneth Z. Zait

President.

Treasurer.

/s/Robert M. Alessio

Directors.

SIGNATURES OF ABOVE PARTIES AFFIXED OUTSIDE OF THE COMMONWEALTH OF
MASSACHUSETTS MUST BE PROPERLY SWORN TO

ss.

20

Then personally appeared

and severally made oath to the truth of the foregoing statement by them subscribed according to their best knowledge and belief.

Notary Public or
Justice of the Peace

THIS RETURN IS SIGNED UNDER THE PENALTIES OF PERJURY

.....President.

Patricia C. Cosgriff

.....Treasurer.

*Richard J. Nicholas**J.P. Targerson*
Anthony J. Vallillo

.....Directors.

SIGNATURES OF ABOVE PARTIES AFFIXED OUTSIDE OF THE COMMONWEALTH OF
MASSACHUSETTS MUST BE PROPERLY SWORN TO*New Haven* ss.*March 30, 2012*Then personally appeared *Richard J. Nicholas, James P. Targerson,*
and Anthony J. Vallillo.

and severally made oath to the truth of the foregoing statement by them subscribed according to their best knowledge and belief.

*Talaine R. Fraser*Notary Public or
Justice of the Peace.**TALAIN R. FRASER**
NOTARY PUBLICMY COMMISSION EXPIRES *6/30/2012*

THIS RETURN IS SIGNED UNDER THE PENALTIES OF PERJURY

.....President.

.....Treasurer.

.....Directors.

*L. L. Bell*SIGNATURES OF ABOVE PARTIES AFFIXED OUTSIDE OF THE COMMONWEALTH OF
MASSACHUSETTS MUST BE PROPERLY SWORN TO*New Haven* ss.*April 2, 2012*

Then personally appeared

Linda L. Randell

and severally made oath to the truth of the foregoing statement by them subscribed according to their best knowledge and belief.

*Talaine R. Fraser*Notary Public or
Justice of the Peace.TALAIN R. FRASER
TALAIN R. FRASER
NOTARY PUBLICMY COMMISSION EXPIRES *6/30/2013*

DEPARTMENT OF TELECOMMUNICATIONS & ENERGY

This statement is filed in accordance with Chapter 164, Section 83 AND 220 c.m.r. §79.00

RETURN ON EQUITY CALCULATION FOR THE YEAR ENDED DECEMBER 31, 2011

FULL NAME OF COMPANY
LOCATION OF PRINCIPAL BUSINESS OFFICE

THE BERKSHIRE GAS COMPANY
115 Cheshire Road
Pittsfield, MA 01201-1803

STATEMENT OF RETURN ON EQUITY

line

Item	Current Year
1 NET UTILITY INCOME AVAILABLE FOR SHAREHOLDERS:	
2	
3 Total Utility Operating Income	\$ 8,440,511
4 Less:	
5 Total Interest Charges - 97.45%	(3,188,287)
6 Dividends Declared - Preferred Stock (437)- 97.45%	(2,405)
7	
8 Total Net Utility Income Available for Common Shareholders	\$ 5,249,819
9	
10 TOTAL UTILITY COMMON EQUITY:	
11	
12 Total Proprietary Capital-	\$ 108,490,847
13	
14 Preferred Stock Issued	(38,800)
15 Unamortized Acquisition Premium-	(52,524,960)
16 Net Proprietary Capital	\$ 55,927,087
17	
18 Utility allocation:	
19 Utility Plant (101-107) P. 8 line 2	219,504,272
20 Gross Utility Plant and Total Other Plant and Investments (P. 8, lines 2 and 8)	225,247,911
21	
22 Ratio of utility Plant to Total Plant (line 18 divided by line 19)	97.45%
23	
24 Total Utility Common Equity	\$ 54,500,992
25	
26 Return on Equity { Line 8 divided by line 24}	9.63%