

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,

2010

The Commonwealth of Massachusetts

RETURN
OF THE
BERKSHIRE GAS
COMPANY
TO THE
DEPARTMENT OF PUBLIC UTILITIES
OF MASSACHUSETTS
For the Year Ended December 31,
2010

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

Karen L. Zink

Official title: President, Treasurer,
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	

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	*Robert M. Alessio Berkshire Gas Company.	ALL AT: 115 Cheshire Road Pittsfield, MA 01201	\$9,364
President, Treasurer and COO	Karen L. Zink		170,000
Assistant Clerk of the Corporation	Cheryl M. Clark		88,000
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:	9
Common:	0
6. Number of stockholders in Massachusetts,

Preferred:	4
Common:	0
7. Amount of stock held in Massachusetts, No. of shares,

Preferred:	96	\$9,600
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,	outstanding December 31
of the fiscal year, 2010			
Preferred:	4.8% 776 \$100		77,600
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.

Energy East Corporation	\$ 387,721
UIL Holdings Corporation	\$ 42,340

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

GENERAL INFORMATION - Continued

		Names of the cities or town in which the company supplies GAS, with the number of customers' meters in each place.	
City or Town	Number of Customers' Meters, Dec. 31,	City or Town	Number of Customers' Meters, Dec. 31,
		Adams	2,305
		Amherst	2,164
		Cheshire	484
		Clarksburg	116
		Dalton	1,529
		Deerfield	593
		Great Barrington	921
		Greenfield	3,676
		Hadley	719
		Hatfield	723
		Lanesboro	200
		Lee	1,629
		Lenox	1,613
		Lenoxdale	153
		North Adams	3,648
		Northampton	4
		Pittsfield	12,906
		Stockbridge	433
		Sunderland	7
		Turners Falls	1,015
		Whately	69
		Williamstown	1,583
TOTAL		TOTAL	36,490

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.....	218,530,920	212,392,102	(6,138,818)
3	OTHER PROPERTY AND INVESTMENTS			
4	Nonutility Property (121) P. 19.....	4,983,150	4,392,875	(590,275)
5	Investment in Associated Companies (123) P. 20.....	-	-	-
6	Other Investments (124) P. 20.....	-	-	-
7	Special Funds (125, 126, 127, 128) P. 21.....	6,439,847	1,599,111	(4,840,736)
8	Total Other Property and Investments.....	11,422,997	5,991,986	(5,431,011)
9	CURRENT AND ACCRUED ASSETS			
10	Cash (131).....	365,762	5,989,148	5,623,386
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.....	8,755,781	10,924,141	2,168,360
15	Receivables from Assoc. Companies (145, 146) P. 23.....	1,609,987	325,097	(1,284,890)
16	Materials and Supplies (151-159, 163) P. 24.....	6,661,512	5,267,589	(1,393,923)
17	Prepayments (165).....	1,730,152	162,658	(1,567,494)
18	Interest and Dividends Receivable (171).....	-	-	-
19	Rents Receivable (172).....	-	-	-
20	Accrued Utility Revenues (173-175).....	4,431,174	3,449,034	(982,140)
21	Misc. Current and Accrued Assets (174).....	1,348,581	1,407,989	59,408
22	Total Current and Accrued Assets.....	24,906,749	27,529,456	2,622,707
23	DEFERRED DEBITS			
24	Unamortized Debt Discount and Expense (181) P. 26.....	1,099,409	1,181,963	82,554
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.....	30,284,830	41,342,901	11,058,071
30	Total Deferred Debits.....	31,414,194	42,554,819	11,140,625
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.....	286,274,860	288,468,363	2,193,504

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2010

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.....	118,200	77,600	(40,600)
5	Capital Stock Subscribed (202, 205).....	-	-	-
6	Premium on Capital Stock (207) P. 29.....	-	-	-
7	Total.....	118,450	77,850	(40,600)
8	SURPLUS			
9	Other Paid-In Capital (208-211) P. 30.....	98,198,897	106,045,750	7,846,853
10	Earned Surplus (215, 216) P. 12.....	12,006,495	2,578,973	(9,427,522)
11	Surplus Invested in Plant (217).....	-	-	-
12	Total.....	110,205,392	108,624,723	(1,580,669)
13	Total Proprietary Capital.....	110,323,842	108,702,573	(1,621,269)
14	LONG-TERM DEBT			
15	Bonds (221) p. 31.....	40,000,000	37,000,000	(3,000,000)
16	Advances from Associated Companies (223) P. 31....	-	8,681,000	8,681,000
17	Other Long-Term Debt (224) P. 31.....	-	-	-
18	Total Long-Term Debt.....	40,000,000	45,681,000	5,681,000
19	CURRENT AND ACCRUED LIABILITIES			
20	Notes Payable (231) P. 32.....	5,700,000	-	(5,700,000)
21	Accounts Payable (232).....	4,723,600	4,015,662	(707,938)
22	Payables to Associated Companies (223, 234) P. 32.	485,710	338,977	(146,733)
23	Customer Deposits (235).....	478,423	432,964	(45,459)
24	Taxes Accrued (236).....	211,752	3,424,885	3,213,133
25	Interest Accrued (237).....	901,966	-877,352	(24,614)
26	Dividends Declared (238).....	1,418	931	(487)
27	Matured Long-Term Debt (239).....	-	-	-
28	Matured Interest (240).....	-	-	-
29	Tax Collections Payable (241).....	-	-	-
30	Misc. Current and Accrued Liabilities (242) P. 33.	4,105,765	3,496,896	(608,869)
31	Total Current and Accrued Liabilities.....	16,608,634	12,587,667	(4,020,967)
32	DEFERRED CREDITS			
33	Unamortized Premium on Debt (251) P. 26.....	-	-	-
34	Customer Advances for Construction (252).....	21,333	21,333	-
35	Other Deferred Credits (253) P. 33.....	7,697,695	7,009,513	(688,182)
36	Total Deferred Credits.....	7,719,028	7,030,846	(688,182)
37	RESERVES			
38	Reserves for Depreciation (254-256) P. 13.....	69,331,762	73,218,699	3,886,937
39	Reserves for Amortization (257-259) P. 13.....	2,198,332	-	(2,198,332)
40	Reserve for Uncollectible Accounts (260).....	1,150,001	1,260,407	110,406
41	Operating Reserves (261-265) P. 35.....	14,219,285	16,147,685	1,928,400
42	Reserve for Depreciation and Amortization of Nonutility Property (266).....	3,625,686	3,016,855	(608,831)
43	Reserves for Deferred Federal Income Taxes (267, 268) P. 36.....	18,144,253	17,601,779	(542,474)
44	Total Reserves.....	108,669,319	111,245,425	2,576,106
45	CONTRIBUTIONS IN AID OF CONSTRUCTION			
46	Contributions in Aid of Construction (271) P. 36..	2,954,037	3,220,852	266,815
47	Total Liabilities and Other Credits.....	286,274,860	288,468,363	2,193,503

STATEMENT OF INCOME FOR THE YEAR			Total	
Line No.	Account (a)		Current Year (b)	Increase or (Decrease) from Preceding Year (c)
1	OPERATING INCOME		\$	\$
2	Operating Revenues (400) P. 37, 43.....		67,162,198	3,118,719
3	Operating Expenses:			
4	Operation Expense (401) P. 42, 47.....		44,930,498	1,781,238
5	Maintenance Expense (402) P. 42, 47.....		990,858	512
6	Depreciation Expense (403) P. 34.....		5,875,655	151,468
7	Amortization of Utility Plant (404 and 405).....		(48,396)	(262)
8	Amortization of Property Losses (407.1).....		-	-
9	Amortization of Conversion Expenses (407.2).....		-	-
10	Taxes Other Than Income Taxes (408) P. 49.....		2,925,108	135,480
11	Income Taxes (409) P. 49.....		3,792,309	5,428,696
12	Provision for Deferred Fed.Inc.Taxes (410) P.36.....		(599,773)	(4,972,626)
13			-	-
14	Total Operating Expenses.....		57,866,259	2,524,506
15	Net Operating Revenues.....		9,295,939	594,213
16	Income from Utility Plant Leased to Others (412).....		-	-
17	Other Utility Operating Income (414) P. 50.....		-	-
18	Total Utility Operating Income.....		9,295,939	594,213
19	OTHER INCOME			
20	Income from Mdse. Job. & Contract Work (415) P. 51.....		-	-
21	Income from Nonutility Operations (417).....		-	-
22	Nonoperating Rental Income (418).....		360,696	(31,676)
23	Interest and Dividend Income (419).....		172,342	(41,411)
24	Miscellaneous Nonoperating Income (421).....		98,700	192,186
25	Total Other Income.....		631,738	119,099
26	Total Income.....		9,927,677	713,312
27	MISCELLANEOUS INCOME DEDUCTIONS			
28	Miscellaneous Amortization (425).....		5,994,000	5,994,000
29	Other Income Deductions (426).....		44,265	692
30	Total Income Deductions.....		6,038,265	5,994,692
31	Income Before Interest Charges.....		3,889,412	(5,281,380)
32	INTEREST CHARGES			
33	Interest on Long-Term Debt (427) P. 31.....		3,214,535	(144,903)
34	Amortization of Debt Disc. & Expense (428) P. 26.....		93,250	5,494
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).....		24,104	(71,287)
38	Interest Charged to Construction - Credit (432).....		(4,011)	(1,904)
39	Total Interest Charges.....		3,327,878	(212,600)
40	Net Income.....		561,534	(5,068,780)
41	EARNED SURPLUS			
42	Unappropriated Earned Surplus (at beginning of period (216)		12,067,567	11,518.
43	Balance Transferred from Income (433).....		561,534	(5,068,780)
44	Reset Retained Earnings to zero per GAAP.		(10,037,976)	(10,037,976)
45	Miscellaneous Debits to Surplus (435).....		-	-
46	Appropriations of Surplus (436).....		-	-
47	Net Additions to Earned Surplus.....		(9,476,442)	(15,106,756)
48	Dividends Declared - Preferred Stock (437).....		5,109	(687)
49	Dividends Declared - Common Stock (438).....		-	(5,613,000)
50	Unappropriated Earned Surplus (at end of period)(216).....		2,586,016	(9,481,551)

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		\$12,067,567
3	Changes: (identify by prescribed earned surplus accounts)		
4			
5	Credits:		
6	Balance transferred from Income Account 433	400-432	561,534
7			
8			
9			
10	Debits:		
11	Dividends declared--		
12	Preferred 4.8% (\$4.80/share) -- A/C 437	238	5,109
13	Common Stock Dividends -- A/C 438	234	0
14			
15			
16			
17			
18			
19	Reset Retained Earnings to zero per GAAP due to merger.		(10,037,976)
20			
21			
22			
23			
24			
25			
26			
27	Balance -- end of year		2,586,016
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)		(7,043)
35			
36			
37			
38			
39			
40			
41			
42			
43			
44	Balance -- end of year		(7,043)

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).....	\$212,292,331		\$212,292,331			
4	106 Completed Construction not classified.....	0		0			
5	Total P. 16, 18.....	212,292,331		212,292,331			
6	104 Leased to Others.....	0		0			
7	105 Held for Future Use.....	0		0			
8	107 Construction Work in Progress.....	99,771		99,771			
9	Total Utility Plant.....	212,392,102		212,392,102			
10	DETAIL OF RESERVES FOR DEPRECIATION AND AMORTIZATION						
11	In Service:						
12	254 Depreciation P. 34.....	73,218,699		73,218,699			
13	257 Amortization.....	0		0			
14	Total in Service.....	73,218,699		73,218,699			
15	Leased to Others:						
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.....	\$73,218,699		\$73,218,699			

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.....	62,858,085			(10,382,113)		52,475,972
4	Total Intangible Plant.....	62,858,085	0	0	(10,382,113)	0	52,475,972
5	2. PRODUCTION PLANT						
6	Manufactured Gas Production Plant.....						
7	304 Land and Land Rights.....	1,754,414					1,754,413
8	305 Structures and Improvements.....	4,511,415					4,511,415
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.....	304,874	77,622				382,496
21	Total Manufactured Gas.....	9,379,160	77,622	1	0	0	9,456,781
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

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					110,439
4	366 Structures and Improvements.....	276,646			437,084		713,730
5	367 Mains.....	70,710,924	2,494,845	204,711	(5,619)		72,995,439
6	368 Compressor Station Equipment.....	0					0
7	369 Measuring and Regulating Station Equipment.....	4,491,285	177,471	6,908	(662)		4,661,187
8	380 Services.....	38,596,839	1,560,850	223,933			39,933,756
9	381 Meters.....	8,765,955	537,887	531,339			8,772,503
10	382 Meter Installations.....	9,432,849	578,072	293,174	(1,888)		9,715,859
11	383 House Regulators.....	1,243,107	43,791	6,642			1,280,256
12	386 Other Property on Cust's Premises.....	0					0
13	387 Other Equipment.....	53,941					53,941
14	Total Transmission and Distribution Plant.....	133,792,342	5,392,916	1,266,707	428,915	0	138,347,467
15	5. GENERAL PLANT						
16	389 Land and Land Rights.....	152,540					152,540
17	390 Structures and Improvements.....	5,271,968	75,490				5,347,457
18	391 Office Furniture and Equipment.....	3,015,385	197,986	600,064	(995)		2,612,312
19	392 Transportation Equipment.....	2,266,032	15,958	112,709			2,169,281
20	393 Stores Equipment.....	13,604					13,604
21	394 Tools, Shop and Garage Equipment.....	1,265,784	103,187	1,584			1,367,387
22	395 Laboratory Equipment.....	16,101					16,101
23	396 Power Operated Equipment.....	0					0
24	397 Communication Equipment.....	214,878	19,337				234,215
25	398 Miscellaneous Equipment.....	95,017	4,197				99,214
26	399 Other Tangible Property.....	0					0
27	Total General Plant.....	12,311,309	416,155	714,357	(995)	0	12,012,111
28	Total Gas Plant in Service.....	218,340,896	5,886,693	1,981,064	(9,954,193)	0	212,292,331
29	104 Utility Plant Leased to Others.....						
30	105 Property Held for Future Use.....	190,024	5,796,440			(5,886,693)	99,771
31	107 Construction Work in Progress.....						
32	Total Utility Plant-Gas.....	\$218,530,920	\$11,683,133	\$1,981,064	(\$9,954,193)	(\$5,886,693)	\$212,392,102

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, 2010

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	\$4,392,875	\$1,190,187	\$829,491	\$360,696
3						
4						
5						
6						
7						
8						
9						
10						
11						
12						
13	Totals		\$4,392,875	\$1,190,187	\$829,491	\$360,696

INVESTMENTS (ACCOUNTS 123, 124, 136)

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 #	Description	
2			
3		NONE	
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			

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)	\$1,599,111
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19	Total	\$1,599,111

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					
2					
3	NONE				
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	\$8,807,830
24		
25	Other Electric and Gas Utilities	
26		
27	Other Accounts Receivable (Account 143):	
28	Officers and employees	(396)
29		
30		
31	Miscellaneous (group and describe by classes):	
32	Unbilled revenues (Account 173)	1,891,144
33	Miscellaneous services	225,563
34		
35		
36		
37	Total	\$10,924,141

RECEIVABLES FROM ASSOCIATED COMPANIES (Accounts 145, 146)

- | | |
|--|---|
| <p>1. Report particulars of notes and accounts receivable from associated companies at end of year.</p> <p>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.</p> <p>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.</p> | <p>4. If any note was received in satisfaction of an open account, state the period covered by such open account.</p> <p>5. Include in column (d) interest recorded as income during the year, including interest on accounts and notes held any time during the year.</p> <p>6. Give particulars of any notes pledged or discounted, also of any collateral held as guarantee of payment of any note or account.</p> |
|--|---|

Line No.	Name of Company (a)	Amount End of Year (b)	Interest for Year	
			Rate (c)	Amount (d)
1	Southern Connecticut Gas	161,932	N/A	N/A
2				
3	Connecticut Natural Gas	161,932	N/A	N/A
4				
5	Berkshire Energy Resources	1,233	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	325,097		

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).....		\$4,871,926
2	Fuel Stock Expenses (Account 152).....		0
3	Residuals (Account 153).....		0
4	Plant Materials and Operating Supplies (Account 154).....		369,868
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).....		(9,022)
11	Total Per Balance Sheet		\$5,267,589

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.....	\$ 6,231,313	398,171	\$ 381,431	863,324	\$ 5,815,906
2	Received During Year.....	3,210,642	-	-	643,838	2,945,495
3	TOTAL.....	9,441,955	398,171	381,431	1,507,162	8,761,401
4	Used During Year (Note A).....	-	-	-	-	-
5	728 SUPPLEMENTAL	-	-	-	(679,497)	(4,311,854)
6	From storage for distribution to customers	(4,570,029)	-	-	-	-
7						
8						
9						
10						
11	Sold or Transferred.....	-	-	-	(679,497)	(4,311,854)
12	TOTAL DISPOSED OF.....	(4,570,029)	-	-	827,665	4,449,547
13	BALANCE END OF YEAR.....	4,871,926	398,171	381,431		
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.....	5,358	33,977		\$	
15	Received During Year.....	37,119	265,146			
16	TOTAL.....	42,477	299,123			
17	Used During Year (Note A).....	(36,363)	(258,175)			
18	From storage for distribution to customers					
19						
20						
21						
22						
23						
24	Sold or Transferred.....		(258,175)			
25	TOTAL DISPOSED OF.....	(36,363)	40,948			
26	BALANCE END OF YEAR.....	6,114				

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.

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	51,572		5,544	46,028
4									
5	<u>SENIOR NOTE, 9.60%</u>	8,000,000	137,466	8/30/90	8/30/20	50,958		4,752	46,206
6									
7	<u>SENIOR NOTE, 7.80%</u>	16,000,000	2,118,064	11/15/96	11/15/21	1,006,692		84,408	922,284
8									
9	<u>Med Term Note \$12 million - 4.76%</u>	12,000,000	(50,667)	4/30/04	5/1/11	(9,813)	6,948	0	(2,865)
10									
11	<u>Purchase Accounting Fair Vaule</u>	-	8,806,000	11/17/10	11/15/21		175,804	5,494	170,310
12	<u>Debt Premiun</u>								
13									
	Totals	\$ 46,000,000	\$11,197,571			\$1,099,409	\$182,752	\$100,198	\$1,181,963

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.

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	1,087,992	144,245	131,175	(225,081)	1,007,155
12	Pittsfield Environmental Study	186.81	4,526,144	274,179	131,175	(848,675)	3,951,650
13	Coal Tar Insurance Recovery	186.94	115,193	136,142	131,175	(262,969)	(11,634)
14	Recoverable Bad Debts	186.97	578,942		260	(8,609)	570,333
15	Pittsfield Generating O & M Costs	186.98	0	216,948		(205,912)	11,036
16	Environmental	186.99	6,530,000	2,300,000	265	0	8,830,000
17	Deferred Farm Discount	186.020	15,235		480,481	(7,344)	7,891
18	Depreciation Study	186.021	5,916		928	(2,820)	3,096
19	Deming Environmental Study	186.060	853,678	75,084	175	(208,289)	720,473
20	Cost of Service study 2000	186.022	38,748		928	(18,612)	20,136
21	Cost of Capital - Consultants	186.023	6,805		928	(3,240)	3,565
22	Rate Study - Consultants 2001	186.024	49,298		928	(23,676)	25,622
23	Rate Study - Legal 2001	186.025	116,990		928	(56,184)	60,806
24	Rate Study - Filing & Hearing Fees	186.026	9,222		928	(4,440)	4,782
25	Consultant Services	186.13	0			11,888	11,888
26	Pre-Paid Pension Reg Asset FAS 158	186.002	16,350,667	21,815,365	165,926	(20,720,930)	17,445,102
27	UIL Debt Premium	186.002	0	8,681,000	0	0	8,681,000
	Total		\$30,284,830	\$33,642,963		(\$22,584,893)	\$41,342,901

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		
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
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		
28		
29		
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	776	\$77,600	—
4	Total A/C 201	15,000		\$1,500,000	776	\$77,600	—
5							
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							
14							
15							
16							
17							
18							
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 12/31/2009	\$ 98,198,897
3		
4	Transactions:	
5	Reset Retained Earnings to zero per GAAP due to purchase by UIL.	10,037,976
6	Goodwill adjustment due to purchase by UIL.	(2,189,789)
7	Record Accumulated Other Comprehensive Income at time of purchase by UIL.	(2,573)
8	Inter company retained earnings/receivable adjustment due to purchase by UIL.	1,239
9		
10	Total	\$ 106,045,750
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		

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	1,006,009	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	3,000,000	4.76	5/1 & 11/1	192,526	216,748
7									
8	SENIOR NOTE, 7.80%	11/15/96	11/15/21	16,000,000	16,000,000	7.80	quarterly	1,248,000	1,248,000
9									
10	TOTALS			\$46,000,000	\$37,000,000			\$3,214,535	\$3,238,748

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					
2					
3	None				
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	325,196	Intercompany	Accounts Payable	N/A
24	Southern CT Gas	9,981	Intercompany	Accounts Payable	N/A
25	CT Natural Gas	3,800	Intercompany	Accounts Payable	N/A
26					
27					
28					
29					
30					
31					
32					
33					
34					
35	Totals	\$ 338,977			

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	\$109,567
2	Incentive Plan	464,663
3	Vacation Payroll	113,696
4	Legal	36,100
5	Customer Credit Balances/Consumer Rebates	2,772,870
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18	Total	\$3,496,896

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	\$464,046	406	\$48,396		\$415,650
21	Investment Tax Credit					
22						
23						
24	Deferred Pension Plan	\$3,405,275	926	\$783,036		\$2,622,239
25						
26	Deferred Revenues	\$541,667	253	\$32,500		\$509,167
27						
28	Motor Fuel Contracts	\$15,385	184	\$19,844	\$19,965	\$15,506
29						
30	Non-Current Pension	\$914,322	186	\$978,819	\$1,154,448	\$1,089,951
31						
32	Long Term Contract-SERP	\$2,357,000				\$2,357,000
33						
34						
35						
36						
37						
38						
39						
40	Totals	\$7,697,695		\$1,862,595	\$1,174,413	\$7,009,513

RESERVE FOR DEPRECIATION OF UTILITY PLANT IN SERVICE (Account 254)

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		\$69,331,762	\$69,331,762
2	Credits to Depreciation Reserve during year:			
3	Account 403 Depreciation		5,875,655	5,875,655
4	Other Accounts (Specify)			
5	Amortization of Aid to Construction to Acct 403		112,727	112,727
6				
7	TOTAL CREDITS DURING YEAR		\$5,988,382	\$5,988,382
8	Net Charges for Plant Retired:			
9	Book Cost of Plant Retired		1,551,256	1,551,256
10	Cost of Removal		585,494	585,494
11	Salvage (Credit)		(35,305)	(35,305)
12				
13	NET CHARGES DURING YEAR		\$2,101,445	\$2,101,445
14	Balance December 31, 2009		\$73,218,699	\$73,218,699

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 3.90% are
 16 applied to the average depreciable plant accounts during the year ended December 31, 2010.
 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, 2010 has not yet been filed. However the estimated depreciation expense,
 20 is anticipated to be \$5,743,260 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.

Line No.	Name of Security on Which Dividend was Declared (a)	Rate Per Cent		Amount of Capital Stock on Which Dividend was Declared (d)	Amount of Dividend (e)	Date	
		Reg'l'r (b)	Extra (c)			Declared (f)	Payable (g)
24	Preferred 4.8%	1.20		1,182	\$ 1,418	3/3/2010	4/15/2010
25	Preferred 4.8%	1.20		1,182	\$ 1,418	6/3/2010	7/15/2010
26	Preferred 4.8%	1.20		776	\$ 931	9/4/2010	10/15/2010
27	Preferred 4.8%	1.20		776	\$ 931	12/6/2010	1/15/2011
28							
29							
30							
31							
32							
33							
34							
35							
36	Totals				\$ 4,699		
37	Dividend rates on Common Stock and Premium %.						
38	Dividend rates on Common Stock, Premium and Surplus %.						

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		Amount (c)
		Debit	Credit (b)	
1	INJURIES & DAMAGES - A/C 262			
2	Beginning Balance			\$153,209
3	Provision		925	6,000
4	Payment of Claims net of insurance received			(15,889)
5	Ending Balance			143,320
6	RESERVE FOR RETIREMENT BENEFIT - A/C 263			
7	Beginning Balance			4,337,058
8	Provision		926.2, 930.3, 431.3	180,906
9	Payments			(164,304)
10	Adjustment			(303,428)
11	Ending Balance			4,050,232
12	OTHER LONG-TERM LIABILITY - A/C 265.1			
13	Beginning Balance			182,022
14	Adjustment		409,236	(18,972)
15	Ending Balance			163,050
16	DEFERRED STATE FRANCHISE TAX - DEPRECIATION - A/C 265.2			
17	Beginning Balance			2,036,227
18	Provision		408.8	15,455
19	Ending Balance			2,051,682
20	DEFERRED STATE FRANCHISE TAX - EXTRAORDINARY ITEMS - A/C 265.4			
21	Beginning Balance			958,592
22	Provision		408.9	12,302
23	Adjustment			(65,320)
24	Ending Balance			905,574
25	ENVIRONMENTAL CLEAN-UP COSTS - A/C 265.5			
26	Beginning Balance			6,530,000
27	Payments			0
28	Adjustment		186.99	2,300,000
29	Ending Balance			8,830,000
30	OBSOLETE INVENTORY			
31	Beginning Balance			22,177
32	Adjustment			(18,350)
33	Ending Balance			3,827
34				
35				
36				
37				
38				
39				
40				
41				
42				
43	Total reserves			\$16,147,685

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.....	18,144,253	(599,773)		17,544,480
	Other(Specify)=Comprehensive				
12	Income Adjustments			57,299	57,299
13	Totals.....	18,144,253	(599,773)	57,299	17,601,779
14					
15	Total (Accounts 267, 268)				
16	Electric.....				
17	Gas.....	18,144,253	(599,773)		17,544,480
	Other(Specify)=Comprehensive				
18	Income Adjustments	0		57,299	57,299
19	Totals.....	\$18,144,253	(\$599,773)	\$57,299	\$17,601,779
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		186,800	
24						
25	Commercial				192,742	
26						
27	Amortization of Aid to Construction		403	112,727		
28						
29						
30						
31						
32						
33						
34	Totals	\$2,954,037		\$112,727	\$379,542	\$3,220,852

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 preceding 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

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.

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.

Line No.	Account	Operating Revenues		DTH Sold Amount for Year (d)	(1000 BTU) Increase or (Decrease) from Preceding Year (e)	Amount for Year (f)	Average Number of Customers Per Month	Increase or (Decrease) from Preceding Year (g)
		Amount for Year (b)	Increase or (Decrease) from Preceding Year (c)					
1	SALES OF GAS							
2	480 Residential Sales.....	\$37,217,206	\$1,313,493	2,569,286	(67,130)	31,307	218	
3	481 Commercial and Industrial Sales:							
4	Small (or Commercial) see instr. 5.....	19,467,280	1,214,218	1,617,609	(12,056)	4,215	11	
5	Large (or Industrial) see instr. 5.....							
6	482 Other Sales to Public Authorities.....							
7	484 Interdepartmental Sales.....							
8	485 Miscellaneous Gas Sales.....	56,684,486	2,527,711	4,186,895	(79,186)	35,522	229	
9	Total Sales to Ultimate Consumers.....	0	0	4,186,895	(79,186)	35,522	229	
10	483 Sales for Resale.....	56,684,486	2,527,711	4,186,895	(79,186)	35,522	229	
11	Total Sales of Gas*.....							
12	OTHER OPERATING REVENUES							
13	487 Forfeited Discounts.....	34,655	(10,409)					
14	488 Miscellaneous Service Revenues.....	23,200	6,599					
15	489 Revenues from Trans. of Gas of Others.....	10,234,059	549,603					
16	490 Sales of Products Extracted from Natural Gas.....							
17	491 Rev. from Natural Gas Processed by Others.....							
18	493 Rent from Gas Property.....	185,798	45,215					
19	494 Interdepartmental Rents.....	10,477,712	591,008					
20	495 Other Gas Revenues.....	\$67,162,198	3,118,719					
21	Total Other Operating Revenues.....							
22	Total Gas Operating Revenues.....							
			(LDAC)	(CGA)				
			Purchase Price Adjustment Clauses	Fuel Clauses				
			\$ 4,656,910	\$ 29,307,344				
			80,897,558	4,065,281				

*Includes revenues from application of Total DTH to which Applied.....

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	87,009	\$2,057,835	\$23.65	4,921	4,833
3	480.2	Heating	2,482,277	34,982,635	14.09	25,765	26,474
4	480	Unbilled Revenues - Residential		176,736			
5		Commercial & Industrial:					
6		<u>Ann. Use Load Factor</u>					
7	481.41	Low Low	552,829	7,375,644	13.34	2,986	3,095
8	481.42	Low Medium	372,516	4,335,915	11.64	212	209
9	481.43	Low High	91,367	992,848	10.87	10	10
10	481.51	High Low	185,970	2,213,731	11.90	777	767
11	481.52	High Medium	210,572	2,046,613	9.72	128	126
12	481.53	High High	82,727	714,492	8.64	8	8
13	481	Unbilled Revenues - Commercial		218,224			
14							
15		<u>NON-FIRM</u>					
16	481.4	Interruptible	121,628	1,569,813	12.91	4	3
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							
46							
47							
		TOTAL SALES TO ULTIMATE CONSUMERS (Page 43 line 9)	4,186,895	\$56,684,486	\$13.54	34,811	35,525

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.....	\$48,647	(\$4,525)
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.....	10,344	(4,096)
32	724 Other gas fuels.....	258,175	(485,996)
33	Gas raw materials:		
34	726 Oil for water gas.....		
35	727 Oil for oil gas.....		
36	728 Liquefied petroleum gas.....	681	77,771
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.....	6,836	(5,393)
42	734 Duplicate charges -- Cr.....		
43	735 Miscellaneous production expenses.....	186,061	4,868
44	736 Rents.....	4,947	(816)
45	Total operation.....	\$515,691	(\$418,187)
46	Maintenance:		
47	740 Maintenance supervision and engineering.....		
48	741 Maintenance of structures and improvements.....	5,260	2,828
49	742 Maintenance of production equipment.....	98,465	7,425
50	Total maintenance.....	\$103,725	\$10,253
51	Total manufactured gas production.....	\$619,416	(\$407,934)

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.....	21,828,494	(140,364)
4	805 Other gas purchases.....	5,462,774	(1,791,899)
5	808.1 Purchased Gas - LNG.....	794,302	(390,508)
6	808.2 Deferred Gas Costs - (CR).....	1,566,754	4,209,389
7	814 Environmental.....	1,078,238	433,546
8	815 C&LM.....	2,048,976	690,756
9	812 Gas used for other utility operations - Cr.....	(91,804)	18,540
10	813 Other gas supply expenses.....	478,842	140,706
11	Total other gas supply expenses.....	33,166,576	3,170,166
12	Total production expenses.....	33,785,992	2,762,232
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.....	95,736	4,084
29	851 System control and load dispatching.....	257,103	8,962
30	852 Communication system expenses.....	74,126	36,927
31	853 Compressor station labor and expense.....	3,517	703
32	855 Fuel and power for compressor stations.....	4,085	(651)
33	857 Measuring and regulating station expenses.....	222,074	(66,879)
34	858 Transmission and compression of gas by others.....		
35	874 Mains and services expenses.....	1,188,976	78,288
36	878 Meter and house regulator expenses.....	824,920	(79,776)
37	879 Customer installations expenses.....	1,161,006	4,030
38	880 Other expenses.....	291,048	9,802
39	881 Rents.....	135,589	6,649
40	Total operation.....	4,258,181	2,139
41	Maintenance:		
42	885 Maintenance supervision and engineering.....	98,539	(5,715)
43	886 Maintenance of structures and improvements.....		
44	887 Maintenance of mains.....	457,295	(2,981)
45	888 Maintenance of compressor station equipment.....	-	0
46	889 Maintenance of measuring and regulating station equipment.....	-	(375)
47	892 Maintenance of services.....	193,330	(398)
48	893 Maintenance of meters and house regulators.....	137,969	(272)
49	894 Maintenance of other equipment.....		
50	Total maintenance.....	887,133	(9,741)
51	Total transmission and distribution expenses.....	5,145,314	(\$7,602)

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.....	98,837	(11,528)
4	902 Meter reading expenses.....	152,268	(10,082)
5	903 Customer records and collection expenses.....	1,497,841	(162,632)
6	904 Uncollectible accounts.....	417,067	128,843
7	905 Miscellaneous customer accounts expenses.....	-	-
8	Total customer accounts expenses.....	2,166,013	(55,399)
9	SALES EXPENSES		
10	Operation:		
11	911 Supervision.....	82,273	(2,084)
12	912 Demonstrating and selling expenses.....	303,252	(53,748)
13	913 Advertising expenses.....	32,735	3,247
14	916 Miscellaneous sales expenses.....	191,571	(49,182)
15	Total sales expenses.....	609,831	(101,767)
16	ADMINISTRATIVE AND GENERAL EXPENSES		
17	Operation:		
18	920 Administrative and general salaries.....	1,307,593	(57,955)
19	921 Office supplies and expenses.....	282,806	28,800
20	922 Administrative expenses transferred - Cr.....	-	-
21	923 Outside services employed.....	345,677	(134,071)
22	924 Property insurance.....	8,458	(299)
23	925 Injuries and damages.....	334,112	(116,779)
24	926 Employees pensions and benefits.....	991,805	101,244
25	928 Regulatory commission expenses.....	312,637	11,390
26	929 Duplicate charges - Cr.....	-	-
27	930 Miscellaneous general expenses.....	540,243	(645,872)
28	931 Rents.....	90,877	(2,172)
29	Total operation:	4,214,206	(815,714)
30	Maintenance:		
31	932 Maintenance of general plant.....	-	-
32	Total administrative and general expenses.....	4,214,206	(815,714)
33	Total gas operation and maintenance expenses.....	45,921,356	1,781,750

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.....	\$515,691	103,725	619,416
36	Other gas supply expenses.....	33,166,576		33,166,576
37	Total production expenses.....	33,682,267	103,725	33,785,992
38	Local storage expenses.....			
39	Transmission and distribution expenses.....	4,258,181	887,133	5,145,314
40	Customer accounts expenses.....	2,166,013		2,166,013
41	Sales expenses.....	609,831		609,831
42	Administrative and general expenses.....	4,214,206	-	4,214,206
43	Total gas operation and maintenance expenses.....	44,930,498	990,858	45,921,356
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).....			<u>77.12%</u>
45	Total salaries and wages of gas department for year, including amounts charged to operating expenses, construction and other accounts.....			<u>\$8,427,990</u>
46	Total number of employees of gas department at end of year, including administrative, operating, maintenance, construction and other employees (including part time employees)			<u>120</u>

Annual report of **THE BERKSHIRE GAS COMPANY** Year ended December 31, 2010

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		NONE			
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	(37,778)	\$4.8879	(\$184,656)
25	Canadian	City Gate	95,130	\$5.7999	551,741
26	LNG (Account 808)	City Gate	81,000	\$10.0101	810,815
27	Third Party	City Gate	3,338,342	\$5.0921	16,999,240
28	Pipeline Demand Charges & Allocated Storage Costs				9,477,942
29					
30					
31					
32					
33					
34					
35					
36	Note: Does not include transportation and off-system sales				
37					
38	Totals		3,476,694	\$7.9544	\$27,655,082

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 of actual amounts.
3. The aggregate of each kind of tax should be shown under the appropriate heading of "Federal," "State" or subaccount. "Local" in such manner that the total tax for each subdivision can readily be ascertained. For any tax which it was necessary to apportion 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 to utility plant should be shown in columns (c) to (h) to deferred income taxes, or taxes collected through payroll deductions or otherwise pending transmittal of such taxes to the taxing authority.
5. For any tax which it was necessary to apportion to more than one utility department or account, state in a footnote the basis of apportioning such tax.
6. Do not include in this schedule entries with respect to 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 (Acct. 408, 409) (c)	Gas (Acct. 408, 409) (d)	Gas Utility A/C 107, 254 (e)	Other Income			Miscellaneous (A)			
					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	\$4,132,591	N/A	\$3,792,309		145,947		194,221				
3	SOCIAL SECURITY	588,981		503,992	31,340	-	3,336	5,995	28,028	5,988	6,977	3,325
4	UNEMPLOYMENT	7,022		5,912	410	-	44	78	366	78	91	43
5												
6	STATE											
7	Franchise Tax	699,293		631,728		28,988		38,577				
8	Unemployment	75,592		64,038	4,260	-	454	815	3,810	814	949	452
9												
10	LOCAL											
11	Real Estate	174,142		174,142								
12	Personal Property	1,545,296		1,545,296								
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	\$7,222,917		\$6,717,417	\$36,010	\$174,935	\$3,834	\$239,686	\$32,204	\$6,880	\$8,017	\$3,820

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					
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					
46					
47					
48					
49					
50					
51	TOTALS				

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)		\$ -		\$ -

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>		
19	<u>LNG PLANT (INSTALLED 2000)</u>	1	3,000
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			
38			
39			
40			
41			
42			
43			
44			
45			
46			
47			
48			
49			
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						
14						
15						
16						
17						
18						
19						
20						
21						
22						
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	Condensers					
33						
34						
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				
15				
16				
17				
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							
31							
32							
33							
34							
35							
36							
37							
38							
39							
40							
41							
42							
43							
44							
45							
46							
47							

Annual report of

THE BERKSHIRE GAS COMPANY

Year ended December 31, 2010

TRANSMISSION AND DISTRIBUTION MAINS

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.

Line No.	Diameter	Total Length in Feet at Beginning of Year	Added During Year	Taken Up During Year	Abandoned but not Removed During Year	Total Length in Feet at end of Year
1	Cast Iron					
2	3"	11,033				11,033
3	3 1/2"	67				67
4	4"	308,981			4,418	304,563
5	6"	98,132			363	97,769
6	8"	54,543	137		170	54,510
7	9"	0				0
8	10"	6,728				6,728
9	12"	15,415				15,415
10	14"	0				0
11	16"	3,528				3,528
12	Total	498,427	137		4,951	493,613
13	Bare Steel					
14	3/4"	931				931
15	1"	693				693
16	1 1/4"	4,844			325	4,519
17	1 1/2"	2,462				2,462
18	2"	62,057			759	61,298
19	2 1/2"	228				228
20	3"	9,436			1,236	8,200
21	3 1/2"	4,900				4,900
22	4"	50,789			3,849	46,940
23	6"	28,979			5,576	23,403
24	8"	1,731				1,731
25	10"	384				384
26	12"	321				321
27	16"	1,155				1,155
28	Total	168,910	0		11,745	157,165
29	Coated Steel					
30	3/4"	4,122				4,122
31	1"	22,269			174	22,095
32	1 1/4"	59				59
33	1 1/2"	28,870				28,870
34	2"	829,938	2,102		937	831,103
35	3"	25				25
36	3 1/2"	0				0
37	4"	542,989	1,190		2,827	541,352
38	6"	505,408	32		72	505,368
39	8"	69,863			97	69,766
40	10"	20,208				20,208
41	12"	26,577	3,252			29,829
42	16"	1,762				1,762
43	Total	2,052,090	6,576		4,107	2,054,559
44	Plastic					
45	5/8"	3,792				3,792
46	1"	4,730				4,730
47	1 1/4"	24,092	8		304	23,796
48	2"	774,921	6,743		1,193	780,471
49	4"	295,356	11,270		282	306,344
50	6"	72,473	3,763		95	76,141
51	8"	3,812	2,218			6,030
52	10"	0				0
53	Total	1,179,176	24,002	0	1,874	1,201,304
54	TOTALS	3,898,603	30,715	0	22,677	3,906,641

Normal Operating Pressure - Mains and Lines - Maximum 200#, Minimum LP
 Normal Operating Pressure - Services - Maximum 200#, Minimum LP

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.....	31,069	22,462	39,739
2	Additions during year:			
3	Purchased.....	*****		975
4	Installed.....	616	616	*****
5	Associated with Plant acquired.....	0	0	
6	Total Additions.....	616	616	975
7	Reductions during year:.....			
8	Retirements.....	348	166	838
9	Associated with Plant sold.....	0	0	
10	Total Reductions.....	348	166	838
11	Number at End of Year.....	31,337	22,912	39,876
12	In Stock 12/31/2010.....			2,674
13	On Customers' Premises--Inactive.....			712
14	In Customers' Premises--Active.....			36,476
15	In Company Use.....			14
16	Number at End of Year.....			39,876
17	Number of Meters Tested by State Inspectors During Year.....			6,434

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.T.E. Number	Rate Schedule	Estimated Effect on Annual Revenues	
			Increases	Decreases
9/1/2010	444	Residential Non Heating, Rate R-1		(\$2,991)
9/1/2010	445	Residential Heating, Rate R-3		(28,215)
9/1/2010	446	Residential Low Income Non Heating, Rate R-2		(167)
9/1/2010	447	Residential Low Income Heating, Rate R-4		(2,055)
9/1/2010	449	Comm & Ind Low Ann, Low Load, Rate G-41		(7,248)
9/1/2010	450	Comm & Ind Med Ann, Low Load, Rate G-42		(5,838)
9/1/2010	451	Comm & Ind Large Ann, Low Load, Rate G-43		(4,041)
9/1/2010	452	Comm & Ind Low Ann, High Load, Rate G-51		(2,701)
9/1/2010	453	Comm & Ind Med Ann, High Load, Rate G-52		(2,629)
9/1/2010	454	Comm & Ind Large Ann, High Load, Rate G-53		(3,180)
9/1/2010	455	Comm & Ind Ex Large Ann, High Load, Rate T-54		(2,496)
2/1/2002	318	Energy Conservation Service Charge		0
9/1/2010	448	Gas Light Rate, Rate L		(10)
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		\$ (61,571)

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	\$42,000
2		
3		
4		
5		
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	TOTAL	\$42,000

913. Advertising Expenses.

Line No.	Account No.	Type (a)	General Description (b)	Amount for Year (c)
1				
2		City/Telephone Directory		\$891
3		Other		0
4		Payroll		7,485
5		Postage		7,949
6		Direct Mailing		16,410
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				
46				
47			TOTAL	\$32,735

Annual report of

The Berkshire Gas Company

Year ended December 31, 2010

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	1	Adams	\$8,087
2	2	Amherst	14,730
3	3	Cheshire	765
4	4	Dalton	4,640
5	5	Greenfield	29,670
6	6	Gt. Barrington	16,349
7	7	Hadley	17,235
8	8	Hatfield	2,415
9	11	Lanesboro	3,185
10	12	Lee	52,580
11	13	Lenox	41,400
12	15	North Adams	111,880
13	21	Pittsfield	99,911
14	22	South Deerfield	4,365
15	23	Stockbridge	1,426
16	24	Turners Falls	13,866
17	25	West Hatfield	3,610
18	26	Whately	675
19	27	Williamstown	6,175
20	28		
21	25		
22	58		
Total			\$432,964

THIS RETURN IS SIGNED UNDER THE PENALTIES OF PERJURY

Karen L. Znil President.

Karen L. Znil Treasurer.

Karen L. Znil
Robert Alh
.....
.....
.....
.....
.....
.....

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.

.....Treasurer.

Richard F. Milbrook

James F. Ferguson

L. J. Randall

Anthony Vallillo

.....Directors.

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

New Haven ss. *April 25*, 20*11*

Then personally appeared *Richard Nicholas, James Ferguson,*
Linda Randall and Anthony 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 PUBLIC
 MY COMMISSION EXPIRES 6/30/2012

DEPARTMENT OF TELECOMMUNICATIONS & ENERGY

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

**CONDENSED FINANCIAL RETURN
FOR THE YEAR ENDED DECEMBER 31, 2010**

FULL NAME OF COMPANY	THE BERKSHIRE GAS COMPANY
LOCATION OF PRINCIPAL BUSINESS OFFICE	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	67,162,198	3,118,719
Operating Expenses:		
Operation Expense	44,930,498	1,781,238
Maintenance Expense	990,858	512
Depreciation Expense	5,875,655	151,468
Amortization of Utility Plant	(48,396)	262
Amortization of Property Losses	0	
Amortization of Conversion Expenses	0	
Taxes Other Than Income Taxes	2,925,108	135,480
Income Taxes	3,792,309	5,428,696
Provision for Deferred Fed.Inc.Taxes	(599,773)	(4,972,626)
Fed. Inc. Taxes Def. in Prior Yrs.-Cr.		
Total Operating Expenses	57,866,259	2,524,506
Net Operating Revenues	9,295,939	594,213
Income from Utility Plant Leased to Others	0	0
Other Utility Operating Income	0	0
Total Utility Operating Income	9,295,939	594,213
OTHER INCOME		
Income from Mdsé. Job. & Contract Work	0	0
Income from Nonutility Operations	0	0
Nonoperating Rental Income	360,696	(31,676)
Interest and Dividend Income	172,342	(41,411)
Miscellaneous Nonoperating Income	98,700	192,186
Total Other Income	631,738	119,099
Total Income	9,927,677	713,312
MISCELLANEOUS INCOME DEDUCTIONS		
Miscellaneous Amortization	5,994,000	5,994,000
Other Income Deductions	44,265	692
Total Income Deductions	6,038,265	5,994,692
Income Before Interest Charges	3,889,412	(5,281,380)
INTEREST CHARGES		
Interest on Long-Term Debt	3,214,535	(144,903)
Amortization of Debt Disc. & Expense	93,250	5,494
Amortization of Prem. on Debt - Credit	0	0
Int. on Debt to Associated Companies	0	0
Other Interest Expense	24,104	(71,287)
Interest Charged to Construction - Credit	(4,011)	1,904
Total Interest Charges	3,327,878	(212,600)
Net Income	561,534	(5,068,780)

BALANCE SHEET

Title of Account	Balance End of Year	Title of Account	Balance End of Year
UTILITY PLANT	\$	PROPRIETARY CAPITAL	\$
Utility Plant	212,392,102	CAPITAL STOCK	
OTHER PROPERTY AND INVESTMENTS		Common Stock Issued	250
Nonutility Property	4,392,875	Preferred Stock Issued	77,600
Investment in Associated Companies	-	Capital Stock Subscribed	-
Other Investments	-	Premium on Capital Stock	-
Special Funds	1,599,111	Total	77,850
Total Other Property and Investments	5,991,986	SURPLUS	
CURRENT AND ACCRUED ASSETS		Other Paid-In Capital	106,045,750
Cash	5,989,148	Eamed Surplus	2,578,973
Special Deposits	-	Surplus Invested in Plant	-
Working Funds	3,800	Total	108,624,723
Temporary Cash Investments	-	Total Proprietary Capital	108,702,573
Notes and Accounts Receivable	10,924,141	LONG-TERM DEBT	
Receivables from Assoc. Companies	325,097	Bonds	37,000,000
Materials and Supplies	5,267,589	Advances from Associated Companies	8,681,000
Prepayments	162,658	Other Long-Term Debt	-
Interest and Dividends Receivable	-	Total Long-Term Debt	45,681,000
Rents Receivable	-	CURRENT AND ACCRUED LIABILITIES	
Accrued Utility Revenues	3,449,034	Notes Payable	-
Misc. Current and Accrued Assets	1,407,989	Accounts Payable	4,015,662
Total Current and Accrued Assets	27,529,456	Payables to Associated Companies	338,977
DEFERRED DEBITS		Customer Deposits	432,964
Unamortized Debt Discount and Expense	1,181,963	Taxes Accrued	3,424,885
Extraordinary Property Losses	-	Interest Accrued	877,352
Preliminary Survey and Investigation Charges	29,955	Dividends Declared	931
Clearing Accounts	-	Matured Long-Term Debt	-
Temporary Facilities	-	Matured Interest	-
Miscellaneous Deferred Debits	41,342,901	Tax Collections Payable	-
Total Deferred Debits	42,554,819	Misc. Current and Accrued Liabilities	3,496,896
CAPITAL STOCK DISCOUNT AND EXPENSE		Total Current and Accrued Liabilities	12,587,667
Discount on Capital Stock	-	DEFERRED CREDITS	
Capital Stock Expense	-	Unamortized Premium on Debt	-
Total Capital Stock Discount and Expense	-	Customer Advances for Construction	21,333
REACQUIRED SECURITIES		Other Deferred Credits	7,009,513
Reacquired Capital Stock	-	Total Deferred Credits	7,030,846
Reacquired Bonds	-	RESERVES	
Total Reacquired Securities	-	Reserves for Depreciation	73,218,699
Total Assets and Other Debits	288,468,363	Reserves for Amortization	-
		Reserve for Uncollectible Accounts	1,260,407
		Operating Reserves	16,147,685
		Reserve for Depreciation and Amortization of Nonutility Property	3,016,855
		Reserves for Deferred Federal Income	-
		Taxes	17,601,779
		Total Reserves	111,245,425
		CONTRIBUTIONS IN AID OF CONSTRUCTION	
		Contributions in Aid of Construction	3,220,852
		Total Liabilities and Other Credits	288,468,363

NOTES:

GAS OPERATING REVENUES		
Account	Operating Revenues	
	Amount for Year	Increase (Decrease) from Preceding Year
SALES OF GAS		
Residential Sales	\$ 37,217,206	\$ 1,313,493
Commercial and Industrial Sales		
Small (or Commercial)	19,467,280	1,214,218
Large (or Industrial)		
Other Sales to Public Authorities		
Interdepartmental Sales		
Miscellaneous Electric Sales		
Total Sales to Ultimate Consumers	56,684,486	2,527,711
Sales for Resale		
Total Sales of Gas	56,684,486	2,527,711
OTHER OPERATING REVENUES		
Forfeited Discounts	34,655	(10,409)
Miscellaneous Service Revenues	23,200	6,599
Revenues from Transportation of Gas of Others	10,234,059	549,603
Sales of Products Extracted from Natural Gas		
Revenues from Natural Gas Processed by Others		
Rent from Gas Property		
Interdepartmental Rents		
Other Gas Revenues	185,798	45,215
Total Other Operating Revenues	10,477,712	591,008
Total Gas Operating Revenues	67,162,198	3,118,719

SUMMARY OF GAS OPERATION AND MAINTENANCE EXPENSES

Functional Classification	Operation	Maintenance	Total
Steam Production	\$	\$	\$
Manufactured Gas Production	515,691	103,725	619,416
Other Gas Supply Expenses	33,166,576		33,166,576
Total Production Expenses	33,682,267	103,725	33,785,992
Local Storage Expenses			
Transmission and Distribution Expenses	4,258,181	887,133	5,145,314
Customer Accounts Expenses	2,166,013		2,166,013
Sales Expenses	609,831		609,831
Administrative and General Expenses	4,214,206		4,214,206
Total Gas Operation and Maintenance Expenses	\$44,930,498	990,858	\$45,921,356

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, Treasurer, COO
 Karen L. Zink

STATEMENT OF EARNED SURPLUS		
	Amount for Year	Increase (Decrease) from Preceding Year
Unappropriated Earned Surplus (at beginning of period)	\$12,067,567	\$11,518
Balance Transferred from Income	561,534	(5,068,780)
Miscellaneous Credit to Surplus	(10,037,976)	(10,037,976)
Miscellaneous Debits to Surplus	-	-
Appropriations of Surplus	-	-
Net Additions to Earned Surplus	(9,476,442)	(15,106,756)
Dividends Declared - Preferred Stock	5,109	(687)
Dividends Declared - Common Stock	-	(5,613,000)
Unappropriated Earned Surplus (at end of period)	2,586,016	(9,481,551)

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			

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, 2010**

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

Item	Current Year
1 NET UTILITY INCOME AVAILABLE FOR SHAREHOLDERS:	
2	
3 Total Utility Operating Income	\$ 9,295,939
4 Less:	
5 Total Interest Charges - 97.26%	(3,236,568)
6 Dividends Declared - Preferred Stock (437)- 97.26%	(4,969)
7	
8 Total Net Utility Income Available for Common Shareholders	\$ 6,054,402
9	
10 TOTAL UTILITY COMMON EQUITY:	
11	
12 Total Proprietary Capital-	\$ 109,513,208
13	
14 Preferred Stock Issued	(97,900)
15 Unamortized Acquisition Premium-	(52,475,972)
16 Net Proprietary Capital	\$ 56,939,336
17	
18 Utility allocation:	
19 Utility Plant (101-107) P. 8 line 2	<u>212,392,102</u>
20 Gross Utility Plant and Total Other Plant and Investments (P. 8, lines 2 and 8)	218,384,088
21	
22 Ratio of utility Plant to Total Plant (line 18 divided by line 19)	97.26%
23	
24 Total Utility Common Equity	\$ 55,377,044
25	
26 Return on Equity (Line 8 divided by line 24)	10.93%

RESIDENTIAL RATE - NON HEATING

AVAILABILITY

Service in accordance with this schedule is available for all residential non-heating purposes such as water heating, cooking and clothes drying in individual private dwellings, apartments or condominiums up to four (4) dwelling units with gas supplied through one meter. Excludes all institutions, hotels, apartments, condominiums and rooming houses in which the individual tenants are not billed separately.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$11.39	Monthly Service Charge	\$11.39
First 15 Therms	\$0.9796/therm	First 15 Therms	\$0.9796/therm
Over 15 Therms	\$0.7596/therm	Over 15 Therms	\$0.7596/therm

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

RESIDENTIAL RATE - HEATING

AVAILABILITY

Service in accordance with this schedule is available for residential customers with gas space heating equipment for individual private dwellings, apartments, or condominiums, up to four (4) dwelling units with gas supplied through one meter. Excludes all institutions, hotels, apartments, condominiums and rooming houses in which the individual tenants are not billed separately.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$11.39	Monthly Service Charge	\$11.39
First 60 Therms	\$0.6154/therm	First 60 Therms	\$0.6154/therm
Over 60 Therms	\$0.3257/therm	Over 60 Therms	\$0.3257/therm

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

RESIDENTIAL LOW INCOME RATE - NON HEATING

AVAILABILITY

Service under this rate is available for all residential non-heating purposes such as water heating, cooking and clothes drying in individual private dwellings, apartments, or condominiums, up to four (4) dwelling units, with gas supplied through one meter, based upon verification of a Customer's receipt of any means-tested public benefit program or verification of eligibility for the low-income home energy assistance program or its successor program, for which eligibility does not exceed 175 percent of the federal poverty level based on a household's gross income or other criteria approved by the Department. Excludes all institutions, hotels, apartments, condominiums and rooming houses in which the individual tenants are not billed separately. It is the responsibility of the customer to annually certify, by forms provided by the Company, the continued compliance with the foregoing qualifications.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$8.76	Monthly Service Charge	\$8.76
First 15 Therms	\$0.5653/therm	First 15 Therms	\$0.5653/therm
Over 15 Therms	\$0.4384/therm	Over 15 Therms	\$0.4384/therm

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

RESIDENTIAL LOW INCOME RATE - HEATING

AVAILABILITY

Service under this rate is available for residential customer with gas space heating equipment for individual private dwellings, apartments, or condominiums, up to four (4) dwelling units, with gas supplied through one meter, based upon verification of a Customer's receipt of any means-tested public benefit program or verification of eligibility for the low-income home energy assistance program or its successor program, for which eligibility does not exceed 175 percent of the federal poverty level based on a household's gross income or other criteria approved by the Department. Excludes all institutions, hotels, apartments, condominiums and rooming houses in which the individual tenants are not billed separately. It is the responsibility of the customer to annually certify, by forms provided by the Company, the continued compliance with the foregoing qualifications.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$6.50	Monthly Service Charge	\$6.50
First 60 Therms	\$0.2634/therm	First 60 Therms	\$0.2634/therm
Over 60 Therms	\$0.1394/therm	Over 60 Therms	\$0.1394/therm

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

GAS LIGHT RATE

AVAILABILITY

Service in accordance with this schedule is available to all existing gas light customers for non-metered gas lighting purposes.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

\$7.60/light per month (based on 18/Therms per light)

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Low Annual Use, Low Load Factor)

AVAILABILITY

Service in accordance with this schedule is available to commercial, industrial and institutional customers who must have annual usage of between 0 Therms and 10,000 Therms and summer usage less than 30 percent of annual use as determined by Company records or procedures. Gas service provided under this rate is for the customer's exclusive use and not for resale. Summer usage is considered to be the months of May through October.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$12.48	Monthly Service Charge	\$12.48
First 90 Therms	\$0.6410/therm	First 90 Therms	\$0.6410/therm
Over 90 Therms	\$0.3754/therm	Over 90 Therms	\$0.3754/therm

STANDBY GENERATOR CHARGE

Standby generator service is available at \$0.50 per month per 100,000 Btu's of generating capacity. Any gas usage is billed at the above rates.

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Low Annual Use, Low Load Factor)

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Medium Annual Use, Low Load Factor)

AVAILABILITY

Service in accordance with this schedule is available to commercial, industrial and institutional customers who must have annual usage of between 10,001 Therms and 60,000 Therms and summer usage less than 30 percent of annual use as determined by Company records or procedures. Gas service provided under this rate is for the customer's exclusive use and not for resale. Summer usage is considered to be the months of May through October.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$32.57	Monthly Service Charge	\$32.57
All Consumption	\$0.3879/therm	All Consumption	\$0.1468/therm

STANDBY GENERATOR CHARGE

Standby generator service is available at \$0.50 per month per 100,000 Btu's of generating capacity. Any gas usage is billed at the above rates.

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Medium Annual Use, Low Load Factor)

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Large Annual Use, Low Load Factor)

AVAILABILITY

Service in accordance with this schedule is available to commercial, industrial and institutional customers who must have annual usage of greater than 60,000 Therms and summer usage less than 30 percent of annual use as determined by Company records or procedures. Gas service provided under this rate is for the customer's exclusive use and not for resale. Summer usage is considered to be the months of May to October.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$162.80	Monthly Service Charge	\$162.80
All Consumption	\$0.3150/therm	All Consumption	\$0.1196/therm

STANDBY GENERATOR CHARGE

Standby generator service is available at \$0.50 per month per 100,000 Btu's of generating capacity. Any gas usage is billed at the above rates.

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

THE BERKSHIRE GAS COMPANY
Pittsfield, Massachusetts

M.D. P.U. No. 451
Cancel M.D.P.U. No. 439
Rate G-43
Page 2 of 2

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Large Annual Use, Low Load Factor)

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Low Annual Use, High Load Factor)

AVAILABILITY

Service in accordance with this schedule is available to commercial, industrial and institutional customers who must have annual usage of between 0 Therms and 10,000 Therms and summer usage greater than or equal to 30 percent of annual use as determined by Company records or procedures. Gas service provided under this rate is for the customer's exclusive use and not for resale. Summer usage is considered to be the months of May to October.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$12.48	Monthly Service Charge	\$12.48
First 100 Therms	\$0.6301/therm	First 100 Therms	\$0.6301/therm
Over 100 Therms	\$0.3689/therm	Over 100 Therms	\$0.3689/therm

STANDBY GENERATOR CHARGE

Standby generator service is available at \$0.50 per month per 100,000 Btu's of generating capacity. Any gas usage is billed at the above rates.

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Low Annual Use, High Load Factor)

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Medium Annual Use, High Load Factor)

AVAILABILITY

Service in accordance with this schedule is available to commercial, industrial and institutional customers who must have annual usage of between 10,001 Therms and 60,000 Therms and summer usage greater than or equal to 30 percent of annual use as determined by Company records or procedures. Gas service provided under this rate is for the customer's exclusive use and not for resale. Summer usage is considered to be the months of May through October.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$32.57	Monthly Service Charge	\$32.57
All Consumption	\$0.3855/therm	All Consumption	\$0.1414/therm

STANDBY GENERATOR CHARGE

Standby generator service is available at \$0.50 per month per 100,000 Btu's of generating capacity. Any gas usage is billed at the above rates.

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Medium Annual Use, High Load Factor)

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Large Annual Use, High Load Factor)

AVAILABILITY

Service in accordance with this schedule is available to commercial, industrial and institutional customers who must have annual usage of greater than 60,000 Therms and summer usage greater than or equal to 30 percent of annual use as determined by Company records or procedures. Gas service provided under this rate is for the customer's exclusive use and not for resale. Summer usage is considered to be the months of May to October.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION RATE

<u>November – April</u>		<u>May – October</u>	
Monthly Service Charge	\$162.80	Monthly Service Charge	\$162.80
All Consumption	\$0.2826/therm	All Consumption	\$0.0870/therm

STANDBY GENERATOR CHARGE

Standby generator service is available at \$0.50 per month per 100,000 Btu's of generating capacity. Any gas usage is billed at the above rates.

SUPPLIER CHARGES

If the customer purchases its gas from a third party, supply charges will be as agreed upon between the customer and the third party supplier (and may be billed directly by the third party supplier or through the Company as a separate item in the Company's distribution service bills to the customer). If the customer does not purchase its gas from a third party, it will receive Default Service from the Company and will pay the costs set forth in the Company's Seasonal Cost of Gas Adjustment Clause (CGAC) in effect from time to time and on file with the Massachusetts Department of Public Utilities (M.D.P.U.).

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Large Annual Use, High Load Factor)

OTHER CHARGES FOR DISTRIBUTION SERVICE AND MINIMUM CHARGE

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Charge (LDAC) and Energy Conservation Service (ECS) filings, as in effect from time to time and on file with the M.D.P.U. The minimum charge per month shall be the sum of the Service Charge and the ECS charge.

TERMS AND CONDITIONS

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.

FARM DISCOUNT RIDER

A customer taking service under this rate may be eligible for the Company's Farm Discount Rider, as in effect from time to time.

COMMERCIAL & INDUSTRIAL SERVICE RATE
(Extra Large Usage, High Load Factor)

AVAILABILITY

Service under this rate is available to any Customer whose facilities are located within the Company's service territory, whose minimum throughput is 1,000 therms/day or greater, and/or who must have annual usage of greater than 1,000,000 therms and summer usage greater than or equal to 30% of annual use as determined by Company records or procedures. Service under this rate is only available to the extent that the Customer provides suitable volumes of gas and the Company has available delivery capacity.

HEAT CONTENT

The gas supplied in accordance with this schedule shall have a heat content of not less than 967 British Thermal Units per cubic foot.

GENERAL SERVICE AND DISTRIBUTION SERVICE RATE

Monthly Service Charge \$341.86 per Delivery Point Per Month

Demand Charge \$/MDQ (Therm) Per Month:

November – April \$4.4495 Per Winter MDQ
May – October \$2.2335 Per Summer MDQ

Monthly Volumetric Charge \$0.0249 Per Therm

OTHER CHARGES/CREDITS

The customer must also pay such charges and adjustments as are set forth in the Company's Local Distribution Adjustment Clause (LDAC), exclusive of the conservation charge ("CC"), as in effect from time to time and on file with Massachusetts Department of Telecommunications & Energy (M.D.P.U.). The minimum charge per month shall be the Service Charge plus the Demand Charge.

DETERMINATION OF MAXIMUM DAILY QUANTITY (MDQ)

The MDQ is updated annually by the Company based on the customers' prior year Winter and Summer usage. If no historical telemetering equipment readings are available, the MDQ will be set by the Company based on the customers' projected Winter season and Summer season usage.

TERMS AND CONDITIONS OF SERVICE

The Company's Terms and Conditions in effect from time to time, where not inconsistent with any specific provisions hereof, are a part of this rate.