

Commonwealth of Massachusetts
Department of Public Utilities

One South Street
Boston, MA 02110

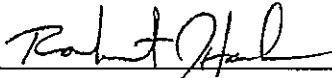
STATEMENT OF OPERATING REVENUES

YEAR 2012

Name of Company New England Gas Company, A Division of Southern Union
D/B/A _____
Address 45 North Main St.
Fall River, MA 02720

		Location on <u>Annual Return</u>
Massachusetts Operating Revenues (Intrastate)	\$ <u>59,687,992</u>	<u>pg 10</u>
Other Revenues (outside Massachusetts)	\$ _____	_____
Total Revenues	\$ <u>59,687,992</u>	_____

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

Signature 
Name Rob Hack
Title Chief Operating Officer

The purpose of this statement is to provide the Department of Public Utilities with the amount of intrastate operating revenues for the annual assessment made pursuant to G.L. c. 25, § 18.

If invoices or correspondence are to be addressed to a particular individual or department of the Company, please provide the name, title, and address below.

Name Vincent Duffy
Title Director/Controller
Address 45 North Main St.
Fall River, Ma 02720

DEPARTMENT OF TELECOMMUNICATIONS & ENERGY

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

**CONDENSED FINANCIAL RETURN
FOR THE YEAR ENDED DECEMBER 31, 2012**

FULL NAME OF COMPANY

NEW ENGLAND GAS COMPANY, A DIVISION OF SOUTHERN UNION CO
FALL RIVER AND NORTH ATTLEBORO SERVICE AREAS

LOCATION OF PRINCIPAL BUSINESS OFFICE 45 North Main St.

Fall River, MA 02720

STATEMENT OF INCOME FOR THE YEAR

Item	Current Year	Increase or (Decrease) from Preceding Year
OPERATING INCOME	\$	\$
Operating Revenues	59,687,992	(3,437,791)
Operating Expenses:		
Operation Expense	45,326,095	(9,690,618)
Maintenance Expense	2,046,749	322,855
Depreciation Expense	4,138,006	221,321
Amortization of Utility Plant	-	-
Amortization of Property Losses	-	-
Amortization of Investment Tax Credit	-	-
Taxes Other Than Income Taxes	2,466,040	386,255
Income Taxes	257,916	(751,427)
Provision for Deferred Fed.Inc.Taxes	2,492,387	3,070,608
Fed. Inc. Taxes Def. in Prior Yrs.-Cr.	-	-
Total Operating Expenses	56,727,193	(6,441,006)
Net Operating Revenues	2,960,800	3,003,214
Income from Utility Plant Leased to Others	-	-
Other Utility Operating Income	-	-
Total Utility Operating Income	2,960,800	3,003,214
OTHER INCOME		
Income from Mdse. Job. & Contract Work	-	-
Income from Nonutility Operations	(2,348)	(508)
Nonoperating Rental Income	-	-
Interest and Dividend Income	25,838	(29,935)
Miscellaneous Nonoperating Income	333,435	185,796
Total Other Income	356,925	155,353
Total Income	3,317,724	3,158,567
MISCELLANEOUS INCOME DEDUCTIONS		
Miscellaneous Amortization	-	-
Other Income Deductions	43,750	297,427
Total Income Deductions	43,750	297,427
Income Before Interest Charges	3,273,974	2,861,139
INTEREST CHARGES		
Interest on Long-Term Debt	803,650	803,650
Amortization of Debt Disc. & Expense	-	-
Amortization of Prem. on Debt - Credit	(88,387)	(88,387)
Int. on Debt to Associated Companies	-	-
Other Interest Expense	(257,975)	60,725
Interest Charged to Construction - Credit	-	-
Total Interest Charges	457,288	775,988
Net Income	2,816,686	2,085,152

BALANCE SHEET


Title of Account	Balance End of Year	Title of Account	Balance End of Year
UTILITY PLANT	\$	PROPRIETARY CAPITAL	\$
Utility Plant	132,875,855	CAPITAL STOCK	
OTHER PROPERTY AND INVESTMENTS		Common Stock Issued	-
Nonutility Property	15,616	Preferred Stock Issued	-
Investment in Associated Companies	-	Capital Stock Subscribed	-
Other Investments	-	Premium on Capital Stock	-
Special Funds	-	Total	-
Total Other Property and Investments	15,616	SURPLUS	
CURRENT AND ACCRUED ASSETS		Other Paid-In Capital	60,151,144
Cash	958,133	Earned Surplus	(2,148,543)
Special Deposits	-	OCI - Pension & FAS 87	(2,922,267)
Working Funds	388	Total	55,080,334
Temporary Cash Investments	556,983	Total Proprietary Capital	55,080,334
Notes and Accounts Receivable	10,889,523	LONG-TERM DEBT	
Receivables from Assoc. Companies	-	Bonds	19,500,000
Materials and Supplies	2,316,458	Advances from Associated Companies	-
Prepayments	302,302	Other Long-Term Debt	-
Interest and Dividends Receivable	-	Total Long-Term Debt	19,500,000
Rents Receivable - Gas Costs	-	CURRENT AND ACCRUED LIABILITIES	
Accrued Utility Revenues	12,182,598	Notes Payable	-
Misc. Current and Accrued Assets	-	Accounts Payable	6,513,962
Total Current and Accrued Assets	27,206,385	Payables to Associated Companies	-
DEFERRED DEBITS		Customer Deposits	416,029
Unamortized Debt Discount and Expense	-	Taxes Accrued	320,559
Extraordinary Property Losses	-	Interest Accrued	411,328
Preliminary Survey and Investigation Charges	-	Dividends Declared	-
Clearing Accounts	(425,080)	Matured Long-Term Debt	-
Temporary Facilities	-	Matured Interest	-
Miscellaneous Deferred Debits	64,067,985	Tax Collections Payable	385,273
Total Deferred Debits	63,642,905	Misc. Current and Accrued Liabilities	2,945,765
CAPITAL STOCK DISCOUNT AND EXPENSE		Total Current and Accrued Liabilities	10,992,916
Discount on Capital Stock	-	DEFERRED CREDITS	
Capital Stock Expense	58	Unamortized Premium on Debt	3,368,547
Total Capital Stock Discount and Expense	58	Customer Advances for Construction	-
REACQUIRED SECURITIES		Other Deferred Credits	54,277,005
Reacquired Capital Stock	-	Total Deferred Credits	57,645,552
Reacquired Bonds	-	RESERVES	
Total Reacquired Securities	-	Reserves for Depreciation	57,637,198
Total Assets and Other Debits	223,740,819	Reserves for Amortization	-
		Reserve for Uncollectible Accounts	371,013
		Operating Reserves	311,331
		Reserve for Depreciation and Amortization of Nonutility Property	-
		Reserves for Deferred Federal Income	18,644,495
		Taxes	-
		Total Reserves	76,964,037
		CONTRIBUTIONS IN AID OF CONSTRUCTION	
		Contributions in Aid of Construction	3,557,980
		Total Liabilities and Other Credits	223,740,819

NOTES:

GAS OPERATING REVENUES		
Account	Operating Revenues	
	Amount for Year	Increase (Decrease) from Preceding Year
SALES OF GAS		
Residential Sales	\$ 39,147,232	\$ (2,490,857)
Commercial and Industrial Sales	-	-
Small (or Commercial)	11,976,143	(2,135,153)
Large (or Industrial)	(258,407)	(958,668)
Other Sales to Public Authorities	-	-
Interdepartmental Sales	-	-
Miscellaneous Gas Sales	-	-
Total Sales to Ultimate Consumers	50,864,987	(5,584,677)
Sales for Resale	897,925	512,080
Total Sales of Gas	51,762,893	(5,072,598)
OTHER OPERATING REVENUES		
Supplier Sales	-	-
Unbilled Revenue	201,647	(63,233)
Miscellaneous Service Revenues	-	-
Revenues from Transportation of Gas of Others	7,617,454	1,667,979
Sales of Products Extracted from Natural Gas	-	-
Revenues from Natural Gas Processed by Others	-	-
Rent from Gas Property	4,500	-
Interdepartmental Rents	-	-
Other Gas Revenues	101,499	30,060
Total Other Operating Revenues	7,925,100	1,634,806
Total Gas Operating Revenues	59,687,992	(3,437,791)

SUMMARY OF GAS OPERATION AND MAINTENANCE EXPENSES			
Functional Classification	Operation	Maintenance	Total
Steam Production	-	-	\$ -
Manufactured Gas Production	1,106,812	11,047	1,117,859
Other Gas Supply Expenses	22,256,738	-	22,256,738
Total Production Expenses	23,363,550	11,047	23,374,597
Local Storage Expenses	1,779	187,149	188,927
Transmission and Distribution Expenses	4,624,790	1,846,896	6,471,687
Customer Accounts Expenses	4,550,526	-	4,550,526
Sales Expenses	396,212	-	396,212
Administrative and General Expenses	12,389,236	1,658	12,390,895
Total Gas Operation and Maintenance Expenses	45,326,095	2,046,749	47,372,844

March 31, 2013, 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.


 Chief Operating Officer

STATEMENT OF EARNED SURPLUS

	Amount for Year	Increase (Decrease) from Preceding Year
Unappropriated Earned Surplus (at beginning of period)	\$ 21,832,485	\$ 731,535
Balance Transferred from Income	2,816,686	2,085,152
Miscellaneous Credit to Surplus	-	-
Misc Debits to Surplus - ETE Acquisition- Zero out Ret. Earnings at Acquisition Date	(26,797,714)	(26,797,714)
Zero out Investment in Subsidiary	-	-
Net Additions to Earned Surplus	(23,981,028)	(24,712,563)
Dividends Declared - Preferred Stock	-	-
Dividends Declared - Common Stock	-	-
Unappropriated Earned Surplus (at end of period)	(2,148,543)	(23,981,028)

ELECTRIC OPERATING REVENUES

	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			

NEW ENGLAND GAS COMPANY
 FALL RIVER AND NORTH ATTLEBORO SERVICE AREAS
 RETURN ON COMMON EQUITY
 FOR CALENDAR YEAR 2012

		2012	MA DTE Page/Line #
1	NET UTILITY INCOME AVAILABLE FOR COMMON SHAREHOLDERS		1
2			2
3	Total Utility Operating Income	2,960,800	Page10 / Line 18 3
4	Plus Income Taxes	2,750,303	Page10 / Lines 11 and 12 4
5	Plus Service Quality Penalties	-	5
6	Minus Long Term Interest	803,650	
7	Minus Amortization of Premium on Long Term Debt	(88,387)	Page 10 / Line 37 6
8	Minus Other Utility Interest and Dividends	(257,975)	Page 10 / Line 37 7
9	Subtotal	5,253,815	8
10			9
11	Minus Income Tax	2,060,809	Line 39 10
12	Net Income (see NOTE)	3,193,006	11
13			12
14	TOTAL UTILITY COMMON EQUITY		13
15			14
16	Total Proprietary Capital	55,080,334	Page 9 / Line 13 15
17	Minus Preferred Stock Issued	-	16
18	Minus Unamortized Acquisition Premium	252,247	Page 27/ Line 16 and 17 17
19	Subtotal	54,828,087	
20	Minus Prop Capital * Allocation Ratio	6,442.95	[100%- Line 33]* line 19 18
21	Utility Common Equity	54,821,644	19
22			20
23			21
24	ROE	5.82%	Line 12/21 22
25			23
26			24
27	ALLOCATION FACTOR CALCULATION		25
28			26
29	Utility Plant	132,875,855	Page 8 / Line 2 27
30	Other Property & Other Investments	15,616	Page 8 / Line 8 28
31	Property & Investments	132,891,471	Line 29+Line 30 29
32			30
33	Allocation Ratio	99.99%	Line 29/31 31
34			32
35			33
36	INCOME TAX CALCULATION		34
37			35
38	Net Income Before Income Tax	5,253,815	Line 3+4-6-7-8 36
39	Blended Federal/State Income Rate	39.225%	Statutory Rate 37
40		2,060,809	Line 38 * Line 39 38
41			39
42	NOTE: Beginning in 2008, allocated corporate expenses are included in the NEGC financial statements 40		

Officers

OFFICE

NAME

Chief Operating Officer

Rob Hack

Annual report of the... New England Gas Company, Fall River and North Attleboro Service Areas.....Year ended December 31, 2012

Directors*

Names	Addresses	Fees Paid During Year
Kelcy L. Warren	3738 Oak Lawn Ave. Dallas, TX 75219	
Thomas P. Mason	"	
Marshall S. ("Mackie") McCrea III	"	
John W. McReynolds	"	
John D. Harkey, Jr.	"	

**Directors of ETP Holdco Corporation - October 5, 2012 thru December 31, 2012*

**Directors of LE GP, LLC, the general partner of Energy Transfer Equity, L.P. from March 26, 2012 thru October 4, 2012*

Kelcy L. Warren	3738 Oak Lawn Ave.
Marshall S. ("Mackie") McCrea III	Dallas, TX 75219
John W. McReynolds	"
John D. Harkey, Jr.	"
Mathew S. Ramsey	"
K. Rick Turner	"

**Directors of Southern Union Company from January 1, 2012 thru March 25, 2012*

Frank W. Denius (Chairman Emeritus)	5051 Westheimer Road
George L. Lindermann (Chairman)	Houston, TX 77056-5306
Eric D. Herschmann (Vice Chairman)	"
David Brodsky	"
Hebert H. Jacobi	"
Kurt A. Gitter, M.D.	"
George Rountree, III	"
Thomas N. McCarter, III	"
Allan D. Scherer	"

GENERAL INFORMATION - Continued

1. Corporate name of company making this report.

New England Gas Company, a Division of Southern Union Company, D/B/A Fall River Gas Company and North Attleboro Gas Company

2. Date of organization. *See Item 3 Below*

3. Date of incorporation. *On 9/27/2000, North Attleboro Gas Company merged with and into Southern Union Company whose date of incorporation is 12/13/1932*
On 9/28/2000, Fall River Gas Company merged with and into Southern Union Company whose date of incorporation is 12/13/1932

4. Give location (including street and number) of principal business office:

45 N Main Street, Fall River, Massachusetts, MA 02720

5. Total number of stockholders. N/A

6. Number of stockholders in Massachusetts. None

7. Amount of stock held in Massachusetts, No. of shares, **

8. Capital stock issued prior to N/A No. of shares, **

9. Capital stock issued with approval of Board of Gas and Electric Light Commissioners or Department of Public Utilities since June 5, 1894, No. of shares **

10. If any stock has been issued during the last fiscal period, give the date and terms upon which such issue was offered to the stockholders, and if the whole of any part of the issue was sold at auction, the date of dates of such sale or sales, the number of shares sold and the amounts realized therefrom.

All stock is issued at the Corporate level and any approvals are filed independently by Southern Union Company.

11. Management Fees and Expenses during the Year.

List all individuals, corporations or concerns with whom the company has any contact 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.

See Page 5-A.

New England Gas Company, Fall River and North Attleboro Service Areas
Page 5, Question 11: Management Fees and Expenses during the Year
FOR THE YEAR ENDED DECEMBER 31, 2012

Following is a list of all individuals, corporations or concerns with whom the company has any contract or agreement covering the management or supervision of its affairs, such as accounting, financing, engineering, construction, purchasing, operation, etc.

Southern Union Company Corporate Expense Allocation

	Corporate Costs Expensed	Corporate Costs Capitalized	Total Corporate Cost Charged to NEGC
Capitalized Amounts		233,644	233,644
Utility Expense	3,024,924	-	3,024,924
Total Allocated Corporate Costs	3,024,924	233,644	3,258,568
Service and Management Fees acct 92100051	352,697		352,697
Royalty and Licensing Fees acct 93020025	235,132		235,132
Total Corporate Cost Charged to NEGC	3,612,753	233,644	3,846,397

The above schedule represents the amount of corporate expense allocated to NEGC for the twelve months ended December 31, 2012. NOTE: Beginning in 2008, allocated corporate expenses are included in the NEGC financial statements.

GENERAL INFORMATION - Continued

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.

In Electric property:

NONE

In Gas property:

During the year 2012 the Company installed 37,303' of new mains, and retired 41,457' of cast iron, bare steel and plastic main. The Company installed 877 new service lines and retired 616 service lines.

Annual report of NEW ENGLAND GAS COMPANY Year ended December 31, 2012

GENERAL INFORMATION - Continued			
Names of the cities or towns in which the company supplies ELECTRICITY, with the number of customers' meters in each place.		Names of the cities or towns in which the company supplies GAS, with the number of customers' meters in each place.	
City or Town	Number of Customers' Meters, Dec.31,2012	City or Town	Number of Customers' Meters, Dec.31,2012
		Dartmouth	86
		Fall River	33,551
		Freetown	1
		Somerset	6,207
		Swansea	4,800
		Westport	3,854
		So. Attleboro	8
		No Attleboro	4,008
		Plainville	1,043
TOTAL	0	TOTAL	53,558

COMPARATIVE BALANCE SHEET Assets and Other Debits				
Line No.	Title of Account (a)	Balance Beg of 2012 Total (b.3)	Balance End of 2012 (c)	Increase or (Decrease) (d)
1	UTILITY PLANT	\$	\$	\$
2	Utility Plant (101-107) P.13.....	124,340,162	132,875,855	8,535,693
3	OTHER PROPERTY AND INVESTMENTS			
4	Nonutility Property (121) P.19.....	15,616	15,616	-
5	Investments in Associated Companies (123) P.20 (see NOTE page 9).....	-	-	-
6	Other Investments (124) P.20.....	-	-	-
7	Special Funds (125,126,127,128) P.21.....	-	-	-
8	Total Other Property and Investments.....	15,616	15,616	-
9	CURRENT AND ACCRUED ASSETS			
10	Cash (131).....	258,649	958,133	699,484
11	Special Deposits (132,133,134) P.21.....	-	-	-
12	Working Funds (135).....	388	388	-
13	Temporary Cash Investments (136) P.20.....	-	556,983	556,983
14	Notes and Accounts Receivable (141,142,143) P.22.....	9,483,612	10,889,523	1,405,911
15	Receivables from Assoc. Companies (145,146) P.23 (see NOTE page 9).....	-	-	-
16	Material and Supplies (151-159,163,164) P.24.....	3,211,679	2,316,458	(895,221)
17	Prepayments (165).....	122,538	302,302	179,764
18	Interest and Dividends Receivable (171).....	-	-	-
19	Rent Receivable (172).....	-	-	-
20	Accrued Utility Revenues (173,175).....	7,519,338	12,182,598	4,663,260
21	Misc. Current and Accrued Assets (174).....	-	-	-
22	Total Current and Accrued Assets.....	20,596,203	27,206,385	6,610,182
23	DEFERRED DEBITS			
24	Unamortized Debit Discount and Expense (181) P.26.....	-	-	-
25	Extraordinary Property Losses (182) P.27.....	-	-	-
26	Preliminary Survey and Investigation Charges (183).....	-	-	-
27	Clearing Accounts (184).....	62,659	(425,080)	(487,739)
28	Temporary Facilities (185).....	-	-	-
29	Miscellaneous Deferred Debits (186) P.27.....	84,801,490	64,067,985	(20,733,505)
30	Matured Interest (240).....	-	-	-
31	Total Deferred Debits.....	84,864,149	63,642,905	(21,221,244)
32	CAPITAL STOCK DISCOUNT AND EXPENSE			
33	Discount on Capital Stock (191) P.28.....	-	-	-
34	Capital Stock Expense (192) P.28.....	-	58	58
35	Total Capital Stock Discount and Expense.....	-	58	58
36	REACQUIRED SECURITIES			
37	Reacquired Capital Stock (196).....	-	-	-
38	Reacquired Bonds (197).....	-	-	-
39	Total Reacquired Securities.....	-	-	-
40	Total Assets and Other Debits.....	229,816,130	223,740,819	(6,075,311)

COMPARATIVE BALANCE SHEET Liabilities and Other Credits				
Line No.	Title of Account (a)	Balance Beg of 2012 Total (b.3)	Balance End of 2012 (c)	Increase or (Decrease) (d)
		\$	\$	\$
1	PROPRIETARY CAPITAL			
2	CAPITAL STOCK			
3	Common Stock Issued (201) P.29.(see NOTE).....	-	-	-
4	Preferred Stock Issued (204) P.29.....	-	-	-
5	Capital Stock Subscribed (202,205).....	-	-	-
6	Premium on Capital Stock (207) P.29...(see NOTE).....	-	-	-
7	Total.....	-	-	-
8	SURPLUS			
9	Other Paid-In Capital (208-211) P. 30.....	98,828,980	60,151,144	(38,677,835)
10	Earned Surplus (215,216) P. 12 (see NOTE).....	21,832,485	(2,148,543)	(23,981,028)
10A	OCI - Pension and FAS 87	(17,907,473)	(2,922,267)	14,985,206
11	Surplus Invested In Plant (217).....	-	-	-
12	Total.....	102,753,991	55,080,334	(47,673,657)
13	Total Proprietary Capital.....	102,753,991	55,080,334	(47,673,657)
14	LONG TERM DEBT			
15	Bonds (221) P.31.....	-	19,500,000	19,500,000
16	Advances from Assoc. Companies (223) P.31	-	-	-
17	Other Long-Term Debt (224) P.31.....	-	-	-
18	Total Long-Term Debt.....	-	19,500,000	19,500,000
19	CURRENT AND ACCRUED LIABILITIES			
20	Notes Payable (231) P.32.....	-	-	-
21	Accounts Payable (232).....	4,918,518	6,513,962	1,595,444
22	Payables to Associated Companies (233,234) P.32.(see NOTE).....	-	-	-
23	Customer Deposits (235).....	429,212	416,029	(13,183)
24	Taxes Accrued (236).....	753,294	320,559	(432,735)
25	Interest Accrued (237).....	-	411,328	411,328
26	Dividends Declared (238).....	-	-	-
27	Matured Long-Term Debt(239).....	-	-	-
28	Matured Interest (240).....	-	-	-
29	Tax Collections Payable (241).....	26,104	385,273	359,169
30	Misc. Current and Accrued Liabilities (242) P.33.....	7,516,680	2,945,765	(4,570,915)
31	Total Current and Accrued Liabilities.....	13,643,808	10,992,916	(2,650,893)
32	DEFERRED CREDITS			
33	Unamortized Premium on Debt (251) P.26.....	-	3,368,547	3,368,547
34	Customer Advances for Construction (252)	-	-	-
35	Other Deferred Credits (253) P.33.....	37,799,072	54,277,005	16,477,933
36	Total Deferred Credits.....	37,799,072	57,645,552	19,846,480
37	RESERVES			
38	Reserves for Depreciation (254-256) P.34.....	54,324,911	57,637,198	3,312,287
39	Reserves for Amortization (257-259) P.34.....	-	-	-
40	Reserve for Uncollectible Accounts (260).....	366,401	371,013	4,612
41	Operating Reserves (261-265) P.35.....	480,617	311,331	(169,286)
42	Reserve for Depreciation and Amortization of Nonutility Property (266).....	-	-	-
43	Reserves for Deferred Federal Income Taxes (268)..P.36.....	17,044,794	18,644,495	1,599,701
44	Total Reserves.....	72,216,723	76,964,037	4,747,314
45	CONTRIBUTIONS IN AID OF CONSTRUCTION			
46	Contributions in Aid of Construction (271) P. 36B.....	3,402,536	3,557,980	155,443
47	Total Liabilities and Other Credits.....	229,816,130	223,740,819	(6,075,311)
		0	0	

NOTE: On 9/28/2000, Fall River Gas Company merged with and into Southern Union Company, therefore, the Company no longer has Capital Stock. Subsequent to the merger through calendar 2007, the Company presented the Capital Stock and Investment in Associated Companies balances in its Annual Returns at the amounts reflected on the Company's books as of the date of acquisition. Effective with the 2008 Annual Return and for subsequent Returns through 2011, the Company modified the presentation of these components to address questions raised by the DPU and the AG in DPU-08-35. Specifically, the acquired balance of investment in Subsidiary was closed to Retained Earnings (which was the offset account during the years in which the debits to Investment in Subsidiary Account were booked). The acquired balances of Common Stock and Premium on Capital Stock were reclassified to Other Paid in Capital. In addition, to reflect Fall River's status as a division of Southern Union Company and the lack of repayment provisions relating to these amounts, the year-end net balance of Inter-Company Payables and Receivables have been reclassified to Other Paid in Capital. In 2012, Southern Union Company was acquired by Energy Transfer Equity (ETE). In accounting for that acquisition, the aforementioned balances of Common Stock, Premium on Capital Stock, and Other Paid in Capital (excluding the portion relating to intercompany payables and receivables) were eliminated on the Company's books and replaced with an entry to Paid in Capital pursuant to ETE's acquisition.

STATEMENT OF INCOME FOR THE YEAR			
Line No.	Account (a)	Current Year (b)	Increase or (Decrease) from Preceding Year (c)
		\$	\$
1	OPERATING INCOME		
2	Operating Revenues (400) P.37,43.....	59,687,992	(3,437,791)
3	Operating Expenses:		-
4	Operation Expense (401) P.42,47.....	45,326,095	(9,690,618)
5	Maintenance Expense (402) P.42,47.....	2,046,749	322,855
6	Depreciation Expense (403) P.34.....	4,138,006	221,321
7	Amortization of Utility Plant (404 and 405).....		-
8	Amortization of Property Losses (407.1).....		-
9	Amortization of Investment Tax Credit (406).....		-
10	Taxes Other Than Income Taxes (408) P.49.....	2,466,040	386,255
11	Income Taxes (409) P.49.....	257,916	(751,427)
12	Provision for Deferred Fed. Inc. Taxes (410) P.36, P.33.....	2,492,387	3,070,608
13	Fed. Inc. Taxes Def. in Prior Yrs.-Cr. (411) P.36.....		-
14	Total Operating Expenses.....	56,727,193	(6,441,006)
15	Net Operating Revenues.....	2,960,800	3,003,214
16	Income from Utility Plant Leased to Others (412)-Net.....		-
17	Other Utility Operating Income (414) P.50.....		-
18	Total Utility Operating Income.....	2,960,800	3,003,214
19	OTHER INCOME		
20	Income from Mdse. Job & Contract Work (415) P.51.....	0	-
21	Income from Nonutility Operations (417).....	(2,348)	(508)
22	Nonoperating Rental Income (418).....	0	-
23	Interest and Dividend Income (419).....	25,838	(29,935)
24	Miscellaneous Nonoperating Income (421).....	333,435	185,796
25	Total Other Income.....	356,925	155,353
26	Total Income.....	3,317,724	3,158,567
27	MISCELLANEOUS INCOME DEDUCTIONS		
28	Miscellaneous Amortization (425).....		-
29	Other Income Deductions (426).....	43,750	297,427
30	Total Income Deductions.....	43,750	297,427
31	Income Before Interest Charges.....	3,273,974	2,861,139
32	INTEREST CHARGES		
33	Interest on Long-Term Debt (427) P.31.....	803,650	803,650
34	Amortization of Debt Disc. & Expense (428) P.26.....		-
35	Amortization of Prem. on Debt-Credit (429) P.26.....	(88,387)	(88,387)
36	Int. on Debt to Associated Companies (430) P.31,32.....		-
37	Other Interest Expense (431).....	(257,975)	60,725
38	Interest Charged to Construction-Credit (432).....		-
39	Total Interest Charges.....	457,288	775,988
40	Net Income.....	2,816,686	2,085,152
41	EARNED SURPLUS		
42	Unappropriated Earned Surplus (at beginning of period) (216)	21,832,485	731,535
43	Balance Transferred from Income (433).....	2,816,686	2,085,152
44	Miscellaneous Credits to Surplus (434).....		-
45	Misc Debits to Surplus (435) ETE Acquisition - Zero out Ret. Earnings at Acquisition Date	(26,797,714)	(26,797,714)
46	Appropriations of Surplus (436).....		-
47	Net Additions of Earned Surplus.....	(23,981,028)	(24,712,563)
48	Dividends Declared-Preferred Stock (437).....		-
49	Dividends Declared-Common Stock (438).....		-
51	Unappropriated Earned Surplus (at end of period) (216)	(2,148,543.14)	(23,981,027.77)

STATEMENT OF EARNED SURPLUS (Accounts 215-216)

1. Report in this schedule an accounting for changes in appropriated 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 payments 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.

Line No.	Item (a)	Primary Contra Account Affected (b)	Amount (c)
1			
2	UNAPPROPRIATED EARNED SURPLUS (Account 216)		
3			
4			
5	Balance - Beginning of Year - Total		21,832,485
6	Zero Out Retained Earnings as of ETE Acquisition Date		(26,797,714)
7	Balance transferred from net income (loss) - Current Year		2,816,686
8			
9	Balance - end of year		<u>(2,148,543)</u>
10			
11			
12			
13			
14	APPROPRIATED EARNED SURPLUS (Account 215)		
15	State balance and purpose of each appropriated earned surplus amount at end		
16	of year and give accounting entries for any applications of appropriated earned		
17	surplus during the year.		
18			
19	NONE		
20			
21			
22			
23			
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43			

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)	131,794,804		131,794,804			
4	106 Completed Construction not Classified.....						
5	Total P. 18.....	131,794,804		131,794,804			
6	104 Leased to Others.....						
7	105 Held for Future Use.....	0		-			
8	107 Construction Work in Progress	1,081,051		1,081,051			
9	Total Utility Plant.....	132,875,855		132,875,855			
10	DETAIL OF RESERVES FOR DEPRECIATION AND AMORTIZATION						
11	In Service:						
12	254 Depreciation P. 34.....	57,637,198		57,637,198			
13	257 Amortization.....						
14	Total, in Service.....	57,637,198		57,637,198			
15	Leased to Others:						
16	255 Depreciation.....						
17	258 Amortization.....						
18	Total, Leased to Others.....						
19	Held For Future Use:.....						
20	256 Depreciation.....						
21	259 Amortization.....						
22	Total, Held for Future Use.....						
23	Total Reserves for Depreciation and Amortization.....	57,637,198		57,637,198			

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 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 Beg of Year Total (b.3)	Additions (c)	Retirements (d)	Adjustments (e)	Transfers (f)	Balance End of Year (g)
1	1. INTANGIBLE PLANT	\$	\$	\$	\$	\$	\$
2	301 Organization.....	4,437,167.52	42,432	-	-	-	4,479,599.68
3	303 Miscellaneous Intangible Plant.....						
4	Total Intangible Plant.....	4,437,167.52	42,432	-	-	-	4,479,599.68
5	2. PRODUCTION PLANT						
6	Manufactured Gas Production Plant.....	27,598.24					27,598.24
7	304 Land and Land Rights.....	860,378.38	387,886				1,248,264.02
8	305 Structures and Improvements.....	29,028.21					29,028.21
9	306 Boiler Plant Equipment.....	73,810.27					73,810.27
10	307 Other Power Equipment.....	-					-
11	310 Water Gas Generating Equipment.....	-					-
12	311 Liquefied Petroleum Gas Equipment.....	839,329.32					839,329.32
13	312 Oil Gas Generating Equipment.....	-					-
14	313 Generating Equipment-Other Processes.....	2,077,050.96					2,077,050.96
15	315 Catalytic Cracking Equipment.....	-					-
16	316 Other Reforming Equipment.....	-					-
17	317 Purification Equipment.....	-					-
18	321 LNG Equipment.....	-					-
19	319 Gas Mixing Equipment.....	-					-
20	320 Other Equipment.....	120,110.00					120,110.00
21	Total Manufactured Gas Production Plant.....	4,027,305.38	387,886	-	-	-	4,415,191.02
22	3. STORAGE PLANT						
23	360 Land and Land Rights.....	-					-
24	361 Structures and Improvements.....	66,338.12					66,338.12
25	362 Gas Holders.....	-					-
26	363 Other Equipment.....	177,759.80					177,759.80
27	Total Storage Plant.....	244,097.92	-	-	-	-	244,097.92

UTILITY PLANT - GAS (Continued)

Line No.	Account (a)	Balance Beg of Year Total (b.3)	Additions (c)	Retirements (d)	Adjustments (e)	Transfers (f)	Balance End of Year (g)
1	4. DISTRIBUTION PLANT						
2	365.1 Land and Land Rights.....	83,483.74					83,483.74
3	365.2 Rights of Way.....	-					-
4	366 Structures and Improvements.....	744,584.26	140,388	11,261			873,711.74
5	367 Mains.....	42,443,138.04	2,508,988	106,308			44,845,817.73
6	368 Compressor Station Equipment.....	-					-
7	369 Measuring and Regulating Station Equipment.....	-					-
8	380 Services.....	1,606,598.12	386,459	4,320			1,988,737.13
9	381 Meters.....	48,203,880.97	3,714,993	332,680			51,586,193.24
10	382 Meter Installations.....	6,779,173.42	467,171	128,483			7,117,861.46
11	383 House Regulators.....	9,295,262.25	861,007	105,027			10,051,242.67
12	384 House Regulators Installations.....	315,984.35	10,791				326,775.64
13	386 Other Property on Cust's Prem.....	192,743.96					192,743.96
14	387 Other Equipment.....	70,557.91		3,335			67,222.49
15	Total Transmission and Distribution Plant.....	109,735,407.02	8,089,797	691,415	-	-	117,133,789.80
16	5. GENERAL PLANT						
17	389 Land and Land Rights.....	41,367.73					41,367.73
18	390 Structures and Improvements.....	1,100,587.48					1,100,587.48
19	391 Office Furniture and Equipment.....	947,858.79	245,500	52,048			1,141,310.99
20	392 Transportation Equipment.....	1,697,710.39	113,168	24,552			1,786,326.53
21	393 Stores Equipment.....	25,001.68					25,001.68
22	394 Tools, Shop, and Garage Eqt.....	569,228.27	108,460				677,687.98
23	395 Laboratory Equipment.....	23,578.07					23,578.07
24	396 Power Operated Equipment.....	193,285.12	12,400				205,685.12
25	397 Communication Equipment.....	198,819.42	31,650				230,469.89
26	398 Miscellaneous Equipment.....	290,109.83					290,109.83
27	399 Other Tangible Property.....	-					-
28	Total General Plant.....	5,087,546.78	511,178	76,600	-	-	5,522,125.30
29	Total Gas Plant in Service.....	123,531,524.62	9,031,293	768,014	-	-	131,794,803.72
30	104 Utility Plant Leased to Others.....	-					-
31	105 Property Held for Future Use.....	-					-
32	107 Construction Work in Progress.....	808,636.95	9,182,692	8,910,267			1,081,051.23
33	Total Utility Plant - Gas.....	124,340,161.57	18,213,975	9,678,282	-	-	132,875,854.95

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 (a) are entries for reversals of tentative distribution of prior year reported in column (a). Likewise, if the respondent has a significant amount of plant retirements which have not been classified to primary accounts at the end of the 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 reversal of the prior year 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 the respondent's plant actually in service at end of year.

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)	Book Value at End of Year (b)	Revenue for the Year (c)	Expense for the Year (d)	Net Revenue for the Year (e)
1					
2					
3					
4					
5					
6					
7					
8					
9				-	-
10					
11					
12					
13	Two (2) Family Frame Dwelling				
14	at 216 Charles Street				
15	Fall River, MA	2,175			
16	Less: Reserve for				
17	Depreciation of				
18	Non-Utility Property	-			
19					
20		2,175		-	-
21					
22					
23					
24					
25	Land - 45.9 Acres More or				
26	Less at Sanford Road,				
27	Westport, MA	13,441			-
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38	Summary:				
39	Non-Utility Property a/c 121	15,616			
40	Less: Reserve for				
41	Depreciation of				
42	Non-Utility Property	-			
43	a/c 266				
44					
45	TOTALS	15,616		-	-

INVESTMENTS (ACCOUNTS 123,124,136)		
Give particulars of all investments in stocks, bonds, notes, etc. held by the respondent at the end of the year. Provide a subheading for each list thereunder the information called for.		
Line No.	Description of Security Held by Respondent (a)	Amount (b)
1		
2		
3	a/c 123 - Investment in Associated Company	
4	-----	
5		
6		
7		
8	NONE	
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		\$ -
21		
22		
23	a/c 124 - Other Investments	
24	-----	
25		
26		\$ -
27	NONE	
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		
42		
43		
44		
45		
46		
47		

SPECIAL FUNDS (Account 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 year. Identify each fund as to account in which include. Indicate nature of any fund included in Account 128, other Special Funds.			
Line No.	(a) Name of fund and Trustee if Any	Balance End of Year (b)	
1	NONE		
2			
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			TOTAL
20			
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.	(a) Description and Purpose of Deposit	Balance End of Year (b)	
21	NONE		
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
38			
39			
40			
41			TOTAL
42			

NOTES RECEIVABLE (Account 141)

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

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

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

ACCOUNTS RECEIVABLE (Account 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 \$5,000.

Line No.	Description (a)	Amount End of Year (b)
17	Customers (Account 142):	\$
18		
19		
20		
21		
22		
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
TOTAL		\$ 10,889,523

RECEIVABLES FROM ASSOCIATED COMPANIES (Accounts 145,146)

1. Report particulars of notes and accounts receivable from associated companies at end of year.
2. Provide separate headings and totals for Account 145, Notes Receivable from Associated Companies, and 146, Accounts Receivable from Associated Companies, in addition to a total for the combined accounts.
3. For notes receivable list each note separately and state purpose for which received. Show also in column (a) date of note and date of maturity.
4. If any note was received in satisfaction of an open account, state the period covered by such open account.
5. Include in column (d) interest recorded as income during the year, including interest on accounts and notes held any time during the year.
6. Give particulars of any notes pledged or discounted, also of any collateral held as guarantee of payment of any note or account.

Line No.	Name of Company (a)	Amount End of Year (b)	Interest for Year		
			Rate (c)	Amount (d)	
1		\$		\$	
2					
3					
4	See Note on Page 9. Any balance at year end is netted against Payable to Associated Companies and reflected as Other Paid in Capital.				
5					
6					
7					
8					
9					
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27					
28					
29					
30					
31					
32					
33					
34					
35					
36					
37					
38					
39					
40					
41		TOTALS	\$ -		\$ -
42					

MATERIAL 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).....		-
2	Fuel Stock Expenses (Account 152).....		-
3	Residuals (Account 153).....		-
4	Plant Materials and Operating Supplies (Account 154).....	NOT	756,632
5	Merchandise (Account 155).....	APPLICABLE	-
6	Other Materials and Supplies (Account 156).....		-
7	Liquefied Natural Gas (Account 164, Page 25).....		1,559,826
8	Nuclear Fuel Assemblies and Components-Stock Account (Account 158).....		-
9	Nuclear Byproduct Materials (Account 159).....		-
10	Stores Expense (Account 163).....		-
11			
12	Total Per Balance Sheet		2,316,458
13			
14			

PRODUCTION FUEL AND OIL STOCKS - Included in Account 151 & 164 (Except Nuclear Materials)													
Line No.	Item (a)	Total Cost (b)	Kinds of Fuel and Oil			Liquid Propane Quantity (e) Gal.	Cost (f)	Liquid Natural Gas Quantity (h) MMBtu	Cost (i)	Natural Gas In Storage Quantity (j) MMBtu	Cost (k)		
			#2 Oil		Liquid Propane Cost (d)							Liquid Natural Gas Cost (l)	Natural Gas In Storage Cost (m)
			Quantity (c) Gal.	Quantity (g) Gal.									
1	On Hand Beginning of Year	2,387,750	-	-	-	336,766	-	-	-	-			
2	Received During Year	1,097,144	-	-	-	-	-	-	-	-			
3	TOTAL AVAILABLE	3,484,894	-	-	-	336,766	-	-	-	-			
4	Used During Year (Note A)	336,766	-	-	-	-	-	-	-	-			
5	Compressor Fuel	-	-	-	-	-	-	-	-	-			
6	Boiler Fuel	-	-	-	-	-	-	-	-	-			
7	Vaporized	-	-	-	-	-	-	-	-	-			
8	Vapor - Send Out	-	-	-	-	-	-	-	-	-			
9	Propane Air	-	-	-	-	-	-	-	-	-			
10	Sold or Transferred	-	-	-	-	-	-	-	-	-			
11	TOTAL DISPOSED OF	1,925,068	-	-	-	-	-	-	-	-			
12	BALANCE END OF YEAR	1,559,826	-	-	-	-	-	-	-	-			
13													
Kinds of Fuel and Oil - Continued													
Line No.	Item (g)	Total Cost (b)	Kinds of Fuel and Oil			Liquid Propane Quantity (e) Gal.	Cost (f)	Liquid Natural Gas Quantity (h) MMBtu	Cost (i)	Natural Gas In Storage Quantity (j) MMBtu	Cost (k)		
			#2 Oil		Liquid Propane Cost (d)							Liquid Natural Gas Cost (l)	Natural Gas In Storage Cost (m)
			Quantity (c) Gal.	Quantity (g) Gal.									
14	On Hand Beginning of Year	2,387,750	-	-	-	336,766	-	-	-	-			
15	Received During Year	1,097,144	-	-	-	-	-	-	-	-			
16	TOTAL AVAILABLE	3,484,894	-	-	-	336,766	-	-	-	-			
17	Used During Year (Note A)	336,766	-	-	-	-	-	-	-	-			
18	Compressor Fuel	-	-	-	-	-	-	-	-	-			
19	Vaporized	-	-	-	-	-	-	-	-	-			
20	Vapor - Send Out	-	-	-	-	-	-	-	-	-			
21	Sold or Transferred	-	-	-	-	-	-	-	-	-			
22	TOTAL DISPOSED OF	1,925,068	-	-	-	-	-	-	-	-			
23	BALANCE END OF YEAR	1,559,826	-	-	-	-	-	-	-	-			
24													
25													

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

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, particularly 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 Account or 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 Expenses 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	Unamortized Premium								
2		7,000,000	(1,256,711)	9/20/1996	9/20/2026	-	23,686	(1,256,711)	(1,233,025)
3	Bonds - Fall River 7.99% Debt	6,500,000	(1,023,680)	2/20/1990	2/20/2020	-	43,945	(1,023,680)	(979,735)
4	Bonds - Fall River 9.44% Debt	6,000,000	(1,176,543)	12/11/1997	12/11/2027	-	20,756	(1,176,543)	(1,155,787)
5	Bonds - Fall River 7.24% Debt								
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21									
22	TOTALS	19,500,000	(3,456,934)			-	88,387	(3,456,934)	(3,368,547)

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 of Account 182, and period over which amortization is being made.						
Line No.	Description of Property Loss or 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)	Balance Beg of Year (b)	Debits (c)	Credits		Balance End of Year (f)
				Account Charged (d)	Amount (e)	
11						
12	Remediation Costs Incurred 10800003	1,758,640	2,853,930	10800001 and 4, 92300003 and 17570000	2,233,554	2,379,016
13	Remediation Costs Amortizable 10800004	22,000,169	1,547,593	10800003 and 5, and 17570000	5,498,423	18,049,339
14	Remediation Cost Not-Recoverab 10800005	851,922	1,159,797	10800004, 17570000 and 93020008	1,160,346	851,373
15						
16	Goodwill 11400003	44,796,847	-	n/a		44,796,847
17	Goodwill - ETE Acquisition 11400010			20700001, 20110001, 21800041	44,544,600	(44,544,600)
18	Defd Debits-Other Post Retireme 18600005	-	8,938	24200011, 25300023		8,938
19						
20	Rate Case - 2010 18600127	898,369		92800004	281,862	616,507
21						
22	Misc Defd Debits - Strike Contiger 18600048	119,886	1,454	92300007	95,909	25,431
23	Misc Def Debits - S3 Bfii 18600115	28,098		42100034	28,098	-
24	Life Insurance Policies 18600132	974,940	34,719	92800014		1,009,659
25	Misc. Defd Debits-Chem. 18600135	255,500	37,500	10700001	293,000	-
26	Misc Def Debt-Fcast & Sup 18600137	70,117	272,570	92800004	159,525	183,162
27						
28						
29						
30	Environmental Reserve 18600136	11,258,000	1,874,000	25300017		13,132,000
31	Other Reg Assels - OCI at Merge 18230040		27,123,108	92600038	1,949,131	25,173,977
32	Deferred Gas Cost 25300033	1,789,004	6,661,487	48000007, 43100001	6,064,153	2,386,337
33						
34						
35						
36						
37	TOTALS	\$ 84,801,490	\$ 41,575,095		\$ 62,308,600	64,067,985

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 state-

ment giving particulars of the change. State the reason for any charge-off during the year and specify the amount charged.

Line No.	Class and Series of Stock (a)	Balance End of Year (b)
1	NONE	
2		
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21	TOTAL	0

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 state-

ment giving particulars of the change. State the reason for any charge-off of capital stock expense and specify the account charged.

Line No.	Class and Series of Stock (a)	Balance End of Year (b)
22	NONE	
23		
24		
25		
26		
27		
28		
29		
30		
31		
32		
33		
34		
35		
36		
37		
38		
39		
40		
41		

CAPITAL STOCK AND PREMIUM (Account 201, 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)	Per Value Share (c)	Amount Authorized (d)	Outstanding per Balance Sheet		Premium at End of Year (g)
					Shares (e)	Amount (f)	
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	TOTALS	0					\$ -

OTHER PAID-IN CAPITAL (Accounts 208-211)

1. Report below balance at end of year and the information specified in the instructions below for respective other paid-in capital accounts. Provide a conspicuous subheading 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 the 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 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)	
1	Balance - Beginning of Year	98,828,980
2		
3	Change in Net Intercompany Payables for 2012	(17,676,607)
4	Zero Out Various SUCo Paid in Capital Amounts	(13,998,800)
5	Record ETE Merger Adjustments	(7,002,428)
6		
7	Balance - End of Year	60,151,144
8		
9		
10		
11		
12		
13	See Note on Page 9. Includes Net Intercompany Payables	
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	TOTAL	60,151,144

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 (h)	Interest Paid During Year (i)
1	Bonds - Fall River 7.99% Debt	9/20/1996	9/20/2026	7,000,000	7,000,000	7.99%	3/15 & 9/15	442,779	279,650
2	Bonds - Fall River 9.44% Debt	2/20/1990	2/20/2020	6,500,000	6,500,000	9.44%	2/15 & 8/15	536,900	306,800
3	Bonds - Fall River 7.24% Debt	12/11/1997	12/11/2027	6,000,000	6,000,000	7.24%	6/15 & 12/15	235,300	217,200
4									
5									
6									
7									
8									
9									
10									
11									
12									
13									
14									
15									
16									
17									
18									
19									
20									
21									
22									
23									
24									
25									
26									
27			TOTALS	19,500,000	19,500,000			1,214,978	803,650

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

NOTES PAYABLE (Account 231)					
Report the particulars indicated concerning notes payable at end of year.					
Line No.	Payee (a)	Date of Note (b)	Date of Maturity (c)	Int. Rate (d)	Balance End of Year (e)
1	NONE				
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18	TOTAL				-

PAYABLES TO ASSOCIATED COMPANIES (Accounts 233, 234)				
Report the particulars indicated concerning notes payable at end of year.				
Line No.	Name of Company (a)	Amount End of Year (b)	Interest for Year	
			Rate (c)	Amount (d)
19	See Note on Page 9. Any balance at year end is netted against Receivable from Associated Companies and reflected as Other Paid in Capital.	\$		\$
20				
21				
22				
23				
24				
25				
26				
27				
28				
29				
30				
31				
32				
33				
34				
35				
36				
37				
38				
39	TOTALS		\$0	\$ -
40				

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.	Description (a)	Amount (b)
1	Environmental 22820007	1,015,000
2	Employee 24200002	130
3	Union Dues 24200003	5,351
4	Accrued Vacation 24200009	146,055
5	FAS 106 Liability - OPEB - Curr 24200011	248,651
6	Misc. Individual Agreements 24200012	266,121
7	Medical and Life 24200029	136,300
8	Flex Spending 24200094	1,602
9	Medical Reserve 24200097	84,700
10	Flex Spending 24200102	2,222
11	Accrued Payroll 24200109	249,440
12	Incentive Accrual 24200149	790,194
13		
14		
15	TOTAL	2,945,765

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 Beg of Year (b)	Debits		Credits (e)	Balance End of Year (dr)/cr (f)
			Account Debited (c)	Amount (d)		
16	Other 25300001	288,445	9260009, 92600038	344,314	55,869	-
17						
18	FAS 87 Liability 25300002	23,631,541	13100003, 25300001, 92600038	5,804,688	5,685,045	23,491,898
19						
20	Environmental 25300017	5,635,000	16600136, 22820007	486,600	6,968,600	12,117,000
21						
22	FAS 106 Liability - OPEB 25300023	10,923,547	13100065, 23400001, 24200011, 2420002, 25300001, 92600003, 92600013, 92600023	1,591,510	2,696,095	12,028,132
23						
24	Balance Due Customer 25300031	(698)	14200001	36	76	(657)
25						
26						
27						
28	Misc. Individual Agreements 25300065	2,665,051	24100001, 24100004, 24200109	260,928	209,612	2,613,736
29						
30	Deferred Comp 25300068	448,470	23200402, 24100001, 24100004, 24200109	25,874	15,257	437,853
31						
32	Supplemental Agreements 25300069	186,892	23200402	25,000	17,976	179,968
33						
34	Other Defd Cr - OIL 25300070	372,583	92600001	255,315	-	117,268
35						
36	Investment Tax Credit 25500002	12,784	n/a	-	-	12,784
37						
38	Deferred Income Tax - Other Federal 28300001	(5,426,050)	2160004, 21600053, 21600054, 21600055, 41010002, 41010003	-	8,043,570	2,617,520
39						
40	Deferred Income Tax - Other State 28300003	(938,593)	2160004, 21600053, 21600054, 21600055, 41010002, 41010003	-	1,600,096	661,503
41						
42						
43						
44						
45						
46						
47	TOTALS	0 \$ 37,799,072		\$ 8,794,263	\$ 25,272,196	54,277,005

RESERVE FOR DEPRECIATION OF UTILITY PLANT IN SERVICE (Account 254-259)				
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 Total.....		54,324,911	54,324,911
2	Credits to Depreciation Reserve during year:			
3	Account 40300001 Depreciation.....		4,138,006	4,138,006
4	Account 18400210 TWE Clearing.....		164,329	164,329
5	TOTAL CREDITS DURING YEAR.....		4,302,334	4,302,334
6	Net Charges for Plant Retired:			
7	Book Cost of Plant Retired.....		768,014	768,014
8	Cost of Removal.....		222,033	222,033
9	Salvage (Credit).....		-	-
10				
11				
12	NET CHARGES DURING YEAR.....		990,047	990,047
13	Balance December 31.....	\$ -	\$ 57,637,198	\$ 57,637,198

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.

14
15 Book depreciation was calculated using the depreciation rates approved in D.P.U. 08-35.
16
17
18
19
20
21
22

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	
		Regular (b)	Extra (c)			Declared	Payable
23	NONE						
24							
25							
26							
27							
28							
29							
30							
31							
32	TOTALS	-		-	-		
33							

34 Dividend rates on Common Stock and Premium 0.0%

35 Dividend rates on Common Stock, Premium and Surplus 0.0%

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

1. Report below an analysis of the change during the year for each of the above-named reserves.
2. Show name of reserve and account number, balance beginning of year, credits, debits, and balance at end of year. Credit amounts should be shown in black, debit amounts enclosed by parentheses.
3. Each credit and debit amount should be described as to its general nature and the contra account debited or credited shown. Combine the amounts of monthly accounting entries of the same general nature. If respondent has more

than one utility department, contra accounts debited or credited should indicate the utility department affected.

4. For Accounts 261, Property Insurance Reserve and 262, Injuries and Damages Reserve, explain the nature of the risks covered by the reserve.
5. For Account 265, Miscellaneous Operating Reserves, report separately each reserve comprising the account and explain briefly its purpose.

Line No.	Item (a)	Contra Account Debited or Credited (b)	Amount (c)
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			
11	<u>A/C 265 Reserve for Liability & Damage</u>		
12			
13	Balance - Beginning of Year		480,617
14			
15	Provision for current year	925	68,365
16	Payments made during the year	131	(210,328)
17	Correcting Entry	253	<u>(27,323)</u>
18			
19			(169,286)
20			
21	Balance - End of Year		<u>311,331</u>
22			
23			
24			
25			
26			
27			
28			
29			
30			
31			
32			
33			
34			
35			
36			
37			
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39			
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41			
42			
43			
44			
45			
46			
47			
48		TOTAL	311,331
49			
50			
51			
52			
53			

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 for tax purposes commenced, "normal" depreciation 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 Beg of 2012 Total (b.3)	Changes During Year		
			Account 410 cr/(dr) Note (1) (c)	Account 411 cr/(dr) Note (2) (d)	Balance End of Year cr/(dr) (e)
1	Accelerated Amortization	\$	\$	\$	\$
2	(Account 267)				
3	Electric.....				
4	Gas.....				
5	Other (Specify).....				
6	Totals.....				
7	Liberalized Depreciation				
8	(Account 268)				
9	Electric.....				
10	Gas - State.....	2,824,501	265,091		3,089,591
11	Gas - Federal.....	14,220,293	1,334,610		15,554,904
12	Other (Specify)				
13	Totals.....	17,044,794	1,599,701	0	18,644,495
14	Total (Accounts 267, 268)				
15	Electric.....				
16	Gas.....	17,044,794	1,599,701		18,644,495
17	Other Adjustments.....				
18	Totals.....	17,044,794	1,599,701	-	18,644,495
19					
20					
21					
22					

(1) Account 410, Provision for Deferred Federal Income Taxes.

(2) Account 411, Federal Income Taxes Deferred In Prior Years

(3) Composite life of 33 1/2 years on Plant Property prior to 1971 -
 PRE 1954 @ Straight Line, 1954 thru 1970 at Double Declining Balance
 ADR guideline range SYD on all major plant property 1971 thru 1980
 ACRS System Property 1981 thru 1986
 Modified ACRS System Property 1987 and Forward

SCHEDULE OF DEFERRED FEDERAL INCOME TAX

YEAR	DEFERRED	DEBITS	TOTAL
1954	1,205	38	1,167
1955	5,487	120	5,368
1956	11,636	465	11,171
1957	17,285	981	16,304
1958	21,056	1,177	19,878
1959	27,380	1,553	25,828
1960	32,733	4,022	28,711
1961	38,815	6,231	32,584
1962	51,554	6,081	45,474
1963	58,786	6,801	51,985
1964	57,107	6,966	50,141
1965	56,410	5,876	50,535
1966	59,265	5,094	54,171
1967	57,160	4,160	53,000
1968	34,967	3,433	31,534
1969	50,015	0	50,015
1970	56,402	0	56,402
1971	68,083	0	68,083
1972	81,302	0	81,302
1973	96,452	0	96,452
1974	96,578	0	96,578
1975	88,172	0	88,172
1976	77,095	0	77,095
1977	70,623	0	70,623
1978	62,111	0	62,111
1979	70,099	0	70,099
1980	97,930	0	97,930
1981	117,728	0	117,728
1982	118,184	0	118,184
1983	115,930	0	115,930
1984	122,258	0	122,258
1985	139,774	0	139,774
1986	169,885	0	169,885
1987	172,230	0	172,230
1988	168,059	0	168,059
1989	190,650	0	190,650
1990	218,125	0	218,125
1991	240,972	0	240,972
1992	179,237	0	179,237
1993	224,973	1,383,531	(1,158,558)
1994	248,309	(516,540)	764,849
1995	229,188	0	229,188
1996	177,210	0	177,210
1997	115,319	0	115,319
1998	144,091	0	144,091
1999	48,090	0	48,090
2000	1,131,361	0	1,131,361
2001	96,294	0	96,294
2002	222,896	0	222,896
2003	196,077	0	196,077
2004	737,807	0	737,807
2004 Stub Year	546,886	0	546,886
2005	122,742	0	122,742
2006	327,872	0	327,872
2007	(433,831)	0	(433,831)
2008	2,403,106	0	2,403,106
2009	2,879,868	0	2,879,868
2010	2,314,308	0	2,314,308
2011	2,833,474	0	2,833,474
2012	1,599,701	0	1,599,701
TOTAL	<u>19,564,484</u>	<u>919,988</u>	<u>18,644,496</u>

Notes:

2000 includes Cumulative relating to North Attleboro as if 9/30/2000

2008 Amount includes \$2,291,076 to adjust the beginning of year balance.

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)		
1	Total CIAC	3,402,536			155,443	3,402,536
2						
3						
4						
5						
6						
7						
8						
9						
10						
11	TOTALS	3,402,536		0	155,443	3,557,980
12						

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 accounts, except that where separate meter readings

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

classification.
 4. Unmetered sales should be included below. The details of such sales should be given in a footnote.
 5. Classification of Commercial and Industrial Sales, Account 481, according to Small (or Commercial) and Large (or Industrial) may be according to the basis of classification regularly used by the respondent.

Line No.	Account (a)	Operating Revenues		MCF Sold (1000 BTU)		Average Number of Customers per Month	
		Amount for Year (b)	Increase or (Decrease) from Preceding Year (c)	Amount for Year (d)	Increase or (Decrease) from Preceding Year (e)	Number For Year (f)	Increase or (Decrease) from Preceding Year (g)
1	SALES OF GAS	\$					
2	480 Residential Sales.....	39,147,232	(2,490,857)	3,101,825	(512,417)	48,636	188
3	481 Commercial and Industrial Sales:						
4	Small (or Commercial)...see instr.5.....	11,976,143	(2,135,153)	810,151	(187,867)	3,609	(18)
5	Large (or Industrial)...see instr.5.....	(258,407)	(958,668)	(21,131)	(82,879)	1	(2)
6	482 Other Sales to Public Authorities.....	-	-	-	-	-	-
7	484 Interdepartmental Sales.....	-	-	-	-	-	-
8	485 Miscellaneous Gas Sales... Unbilled.....	-	-	-	-	-	-
9	Total Sales to Ultimate Consumers.....	50,864,967	(5,594,677)	3,890,845	(783,163)	52,246	168
10	483 Sales for Resale.....	897,925	512,080	166,016	114,357	1	-
11	Total Sales of Gas *	51,762,893	(5,072,598)	4,056,861	(668,806)	52,247	168
12	OTHER OPERATING REVENUES						
13	486 Supplier Sales	-	-	-	-	-	-
14	487 Unbilled Revenue.....	201,647	(63,233)	-	-	-	-
15	488 Miscellaneous Service Revenues.....	-	-	-	-	-	-
16	489 Revenues from Trans. of Gas of Others.....	7,617,454	1,667,979	-	-	-	-
17	490 Sales of Products Extracted from Natural Gas.....	-	-	-	-	-	-
18	491 Rev. from Natural Gas Processed by Others.....	-	-	-	-	-	-
19	493 Rent from Gas Property.....	4,500	-	-	-	-	-
20	494 Interdepartmental Rents.....	-	-	-	-	-	-
21	495 Other Gas Revenues.....	101,499	30,060	-	-	-	-
22	Total Other Operating Revenues.....	7,925,100	1,634,806	-	-	-	-
23	Total Gas Operating Revenues.....	59,687,992	(3,437,791)	-	-	-	-
			Purchased Price Adjustment Clauses				
			Fuel Clauses				

SALES OF GAS TO ULTIMATE CONSUMERS

Report by account the MCF sold, the amount derived and the 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)	M.C.F (1000 BTU) (b)	Revenue (c)	Average Revenue per MCF (\$0.0000) (see Note) (d)	Number of Customers (Per Bills Rendered)	
						July 31 (e)	December 31 (f)
1	RESIDENTIAL						
2							
3	48000013	R-1 Residential Non-heating	42,100	903,192	21.4535	3,172	3,007
4							
5	48000014	R-2 Residential Non-heating, Low income	4,605	72,037	15.6432	141	291
6							
7	48000015	R-3 Residential Heating	2,319,504	33,959,508	14.6408	34,952	35,068
8							
9	48000016	R-4 Residential Heating, Low income	735,616	8,153,988	11.0846	9,978	10,824
10							
11	48000500	LDAC Deferred Revenue		(5,723,369)			
12							
13	48000006	Res Decoupling Revenue Deferred		2,009,672			
14							
15	48000007	Gas Revenue Deferred		(227,797)			
16							
17	COMMERCIAL & INDUSTRIAL						
18							
19	48100069	G-41 C&I Low Annual Use, Low Load Factor	318,592	4,822,713	15.1376	2,748	2,891
20							
21							
22	48100070	G-42 C&I Medium Annual Use, Low Load Factor	263,971	3,373,940	12.7815	192	167
23							
24							
25	48100072	G-51 C&I Low Annual Use, High Load Factor	102,383	1,266,610	12.3713	517	518
26							
27							
28	48100073	G-52 C&I Medium Annual Use, High Load Factor	125,205	1,449,727	11.5788	88	97
29							
30							
31							
32							
33	48100081	Comm/Indust Decoupling Rev Deferred		1,063,153			
34							
35	48100071	G-43 C&I High Annual Use, Low Load Factor	(21,485)	(267,237)	12.4383	1	0
36							
37							
38	48100074	G-53 C&I High Annual Use, High Load Factor	354	8,830	24.9425	0	0
39							
40							
41							
42	Note: Average revenue per MCF by class is calculated without allocating impact of LDAC and GAF deferrals and add Decoupling accrual.						
43							
44							
45	TOTAL SALES TO ULTIMATE CONSUMERS (Page 43 line 9)		3,890,845	50,864,967	13.0730	51,789	52,863

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	<i>Operation:</i>		
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	<i>Maintenance:</i>		
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	<i>Operation:</i>		
20	710 Operation supervision and engineering.....	-	-
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.....	1,068,844	21,766
27	718 Other process production expenses.....	-	-
28	<i>Gas fuels:</i>		
29	721 Water gas generator fuel.....	-	-
30	722 Fuel for oil gas.....	-	-
31	723 Fuel for liquefied petroleum gas process.....	1,672	(2,575)
32	724 Other gas fuels.....	-	-
33	<i>Gas raw materials:</i>		
34	726 Oil for water gas.....	-	-
35	727 Oil for oil gas.....	-	-
36	728 Liquefied petroleum gas.....	(11,539)	(10,062)
37	808.1 Liquefied Natural Gas (Costs included in Act 804.1).....	-	-
38	730 Residuals expenses.....	-	-
39	731 Residuals produced -- Cr.....	-	-
40	732 Purification expenses.....	-	-
41	733 Gas mixing expenses.....	-	-
42	734 Duplicate charges -- Cr.....	-	-
43	735 Miscellaneous production expenses.....	47,835	38,089
44	736 Rents.....	-	-
45	Total operation.....	1,106,812	47,219
46	<i>Maintenance:</i>		
47	740 Maintenance supervision and engineering.....	-	-
48	741 Maintenance of structures and improvements.....	7,347	4,263
49	742 Maintenance of production equipment.....	3,700	550
50	Total maintenance.....	11,047	4,813
51	Total manufactured gas production.....	1,117,859	52,031

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	<i>Operation:</i>		
3	804 Natural gas city gate purchases.....	21,125,254	(9,409,789)
4	805 Other gas purchases.....	1,588,301	(559,439)
5	806 Exchange gas.....	-	-
6	807 Purchased Gas Expenses.....	-	-
7	810 Gas used for compressor station fuel - Cr.....	-	-
8	811 Gas used for products extraction - Cr.....	-	-
9	812 Gas used for other utility operations - Cr.....	(24,381)	17,569
10	813 Other gas supply expenses (CGA & Capacity Release).....	(432,436)	(50,655)
11	Total other gas supply expenses.....	22,256,738	(10,002,313)
12	Total production expenses.....	23,374,597	(9,950,282)
13	LOCAL STORAGE EXPENSES		-
14	<i>Operation:</i>		-
15	835 Measuring & Regulating Equipment.....	1,260	1,260
16	840 Operation supervision and engineering.....	-	-
17	841 Operation labor and expenses.....	519	519
18	842 Rents.....	-	-
19	Total operation.....	1,779	1,779
20	<i>Maintenance:</i>		-
21	843 Maintenance supervision and engineering.....	-	-
22	844 Maintenance of structures and improvements.....	23,876	(2,520)
23	845 Maintenance of gas holders.....	443	(1,033)
24	846 Maintenance of other equipment.....	162,829	123,393
25	Total maintenance.....	187,149	119,839
26	Total storage expenses.....	188,927	121,618
27	TRANSMISSION AND DISTRIBUTION EXPENSES		-
28	<i>Operation:</i>		-
29	850 Operation supervision and engineering.....	563,194	12,717
30	851 System control and load dispatching.....	40,274	(10,248)
31	852 Communication system expenses.....	-	-
32	853 Compressor station labor and expense.....	-	-
33	855 Fuel and power for compressor stations.....	-	-
34	857 Measuring and regulating station expenses.....	-	-
35	858 Transmission and compression of gas by others.....	-	-
36	874 Mains and services expenses.....	720,959	68,724
37	878 Meter and house regulator expenses.....	796,395	97,907
38	879 Customer installations expenses.....	666,591	136,855
39	880 Other expenses.....	1,837,376	218,493
40	881 Rents.....	-	-
41	Total operation.....	4,624,790	524,446
42	<i>Maintenance:</i>		-
43	885 Maintenance supervision and engineering.....	220,440	18,548
44	886 Maintenance of structures and improvements.....	209,267	(15,880)
45	887 Maintenance of mains.....	690,922	116,967
46	888 Maintenance of compressor station equipment.....	-	-
47	889 Maintenance of measuring and regulating station equipment.....	56,375	24,144
48	891 City Gate.....	-	-
49	892 Maintenance of services.....	193,237	(8,530)
50	893 Maintenance of meters and house regulators.....	430,338	58,664
51	894 Maintenance of other equipment.....	46,317	3,014
52	Total maintenance.....	1,846,896	196,929
53	Total transmission and distribution expenses.....	6,471,687	721,375

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	<i>Operation:</i>			
3	901 Supervision.....	-	-	
4	902 Meter reading expenses.....	768,015	(84,259)	
5	903 Customer records and collection expenses.....	2,880,071	134,095	
6	904 Uncollectible accounts.....	902,440	360,863	
7	905 Miscellaneous customer accounts expenses.....	-	-	
8	Total customer accounts expenses.....	4,550,526	410,699	
9	SALES EXPENSES			
10	<i>Operation:</i>			
11	909 I&I Advertising Exp- Sales Exp.....	-	-	
12	910 Misc Cust Assist Exp-Information.....	-	-	
13	912 Demonstrating and selling expenses.....	-	-	
14	913 Advertising expenses.....	67,681	37,508	
15	916 Miscellaneous sales expenses.....	328,532	47,341	
16	Total sales expenses.....	396,212	84,849	
17	ADMINISTRATIVE AND GENERAL EXPENSES			
18	<i>Operation:</i>			
19	920 Administrative and general salaries.....	704,100	(110,468)	
20	921 Office supplies and expenses.....	4,081,371	1,416,280	
21	922 Administrative expenses transferred - Cr.....	(354,219)	690	
22	923 Outside services employed.....	1,322,619	(487,955)	
23	924 Property insurance.....	297,033	9,764	
24	925 Injuries and damages.....	(187,990)	(814,935)	
25	926 Employees pensions and benefits.....	4,695,096	367,364	
26	928 Regulatory commission expenses.....	420,939	(928,456)	
27	929 Duplicate charges - Cr.....	-	-	
28	930 Miscellaneous general expenses.....	1,410,288	(209,580)	
29	931 Rents.....	-	-	
30	Total operation:	12,389,236	(757,296)	
31	<i>Maintenance:</i>			
32	932 Maintenance of general plant.....	1,658	1,275	
33	Total administrative and general expenses.....	12,390,895	(756,021)	
34	Total gas operation and maintenance expenses.....	47,372,844	(9,367,762)	
SUMMARY OF GAS OPERATION AND MAINTENANCE EXPENSES				
Line No.	Functional Classification (a)	Operation (b)	Maintenance (c)	Total (d)
35	Steam production.....	\$	\$	\$
36	Manufactured gas production.....	1,106,812	11,047	1,117,859
37	Other gas supply expenses.....	22,256,738	-	22,256,738
38	Total production expenses.....	23,363,550	11,047	23,374,597
39	Local storage expenses.....	1,779	187,149	188,927
40	Transmission and distribution expenses.....	4,624,790	1,846,896	6,471,687
41	Customer accounts expenses.....	4,550,526	-	4,550,526
42	Sales expenses.....	396,212	-	396,212
43	Administrative and general expenses.....	12,389,236	1,658	12,390,895
44	Total gas operation and maintenance expenses.....	45,326,095	2,046,749	47,372,844
45	Ratio of operating expenses to operating revenues (carry out decimal two places, e.g.: 0.00%)			86.30%
<small>Compute by dividing Revenues (Acct 409) into the sum of Operation and Maintenance Expenses (P. 47 line 44 (d), Depreciation (Acct 403) and Amortization (Acct 407))</small>				
46	Total salaries and wages of gas department for year, including amounts charged to operating expenses, construction and other accounts		\$	10,582,328
47	Total number of employees of gas department at end of year, including administrative, operating, maintenance, construction and other employees (including part time employees)			129

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

SALES FOR RESALE (Account 483)

Line No.	Names of Companies to Which Gas is Sold (a)	Where Delivered and Where and How Measured (b)	M.C.F. (c)	Rate per M.C.F. (d)	Amount (e)
1	Assonet Gate Station		166,016	5.41	\$ 897,925
2					
3					
4					
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
			166,016		\$ 897,925

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	NONE						
17							
18							
19							
20							
21							
22							
23							

PURCHASED GAS (Accounts 804-806)

Line No.	Names of Companies from Which Gas is Purchased (a)	Where Received and Where and How Measured (b)	M.C.F. (1000 BTU) (c)	Rate per M.C.F. (\$0.0000) (d)	Amount (e)
24	SEE ATTACHED				
25					
26					
27					
28					
29					
30					
31					
32					
33					
34					

Support for page 48

Year ended December 31, 2012			
		MCF	COST
Gas Purchased, Produced and Sold	Delivered & Measured by		
	Orifice Meter @ Charles St.		
AGT Imbalance	Plant Westport & Swansea Gate Stations	(12,049)	\$ 4,534
COMMODITY:			
Sequent & Hess (INCL INJECTIONS)		3,916,088	15,791,751
RESERVATION/DEMAND CHARGES:			6,345,732
Algonquin, Dominion, Texas Eastern			
STORAGE WITHDRAWAL		236,374	985,065
LNG PRODUCED / VAPORIZED		<u>84,295</u>	<u>571,701</u>
		4,224,708	\$ 5.6096 \$ 23,698,783

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					
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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:				
2	Merchandise sales, less discounts, allowance and returns				
3	Contract work				
4	Commissions				
5	Other (list according to major classes)		NONE		NONE
6					
7					
8					
9					
10					
11	Total Revenues		-		-
12					
13					
14					
15	Costs and Expenses:				
16	Cost of sales (list according to major classes of cost)				
17					
18					
19					
20					
21					
22					
23					
24	Sales expenses				
25	Customer accounts expenses				
26	Administrative and general expenses				
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	TOTAL COSTS AND EXPENSES	-	-	-	-
	Net Profit (or Loss)				

RECORD OF SENDOUT FOR THE YEAR IN MCF
BASED ON 1000 BTU PER CUBIC FOOT

Line Item No.	Totals	January	February	March	April	May
<u>1 Gas Made</u>						
2 Liquefied Natural Gas	72,238	27,784	3,716	2,577	3,230	3,956
3 Liquefied Petroleum Gas	-	-	-	-	-	-
4 Gas						
5 Gas						
6 TOTAL	72,238	27,784	3,716	2,577	3,230	3,956
7						
<u>8 Gas Purchased</u>						
9 Natural	5,655,087	957,635	838,386	630,086	407,425	277,530
10 Transportation	-	-	-	-	-	-
11 TOTAL	5,655,087	957,635	838,386	630,086	407,425	277,530
12 TOTAL MADE AND						
13 PURCHASED	5,727,325	985,419	842,102	632,663	410,655	281,486
14 Net Change in Holder Gas						
15 TOTAL SENDOUT	5,727,325	985,419	842,102	632,663	410,655	281,486
16						
17						
18 Transportation	1,402,947	191,300	184,124	156,052	124,250	103,780
19 Gas Sold	4,056,861	678,667	703,699	593,628	380,039	248,132
20 Gas Used by Company	6,928	1,523	1,307	752	558	241
21 Gas Accounted for	5,466,736	871,490	889,130	750,432	504,847	352,153
22 Gas Unaccounted for	260,589	113,929	(47,028)	(117,769)	(94,192)	(70,667)
23 % Unaccounted for (0.00%)	4.55%	11.56%	-5.58%	-18.61%	-22.94%	-25.10%
24						
25						
26						
27 <u>Sendout in 24 hours</u>						
<u>in MCF</u>						
28 Maximum-MCF		53,916	43,790	36,829	23,967	17,717
29 Maximum-Date		Jan. 15	Feb. 12	March 5	April 2	May 1
30 Minimum-MCF		17,819	20,657	8,918	7,011	5,510
31 Minimum-Date		Jan. 1	Feb. 22	March 23	April 21	May 27
33						
34						
35 B.T.U. Content of Gas Delivered: 1,029 per cf.		1.032	1.032	1.034	1.033	1.034

Annual report of NEW ENGLAND GAS COMPANY Year ended December 31, 2012

RECORD OF SENDOUT FOR THE YEAR IN MCF-Continued
BASED ON 1000 BTU PER CUBIC FOOT

June	July	August	September	October	November	December	Line No.
							1
3,481	3,501	5,383	5,730	4,013	4,108	4,759	2
-	-	-	-	-	-	-	3
							4
3,481	3,501	5,383	5,730	4,013	4,108	4,759	5
							6
							7
							8
206,696	173,581	178,979	184,239	298,905	681,028	820,597	9
-	-	-	-	-	-	-	10
206,696	173,581	178,979	184,239	298,905	681,028	820,597	11
							12
210,177	177,082	184,362	189,969	302,918	685,136	825,356	13
							14
210,177	177,082	184,362	189,969	302,918	685,136	825,356	15
							16
							17
77,374	62,305	70,619	66,611	88,497	128,253	149,782	18
175,442	112,711	116,097	103,075	124,757	281,713	538,901	19
156	72	153	72	181	900	1,013	20
252,972	175,088	186,869	169,758	213,435	410,866	689,696	21
(42,795)	1,994	(2,507)	20,211	89,483	274,270	135,660	22
							23
-20.36%	1.13%	-1.36%	10.64%	29.54%	40.03%	16.44%	
							24
							25
							26
							27
10,862	7,234	7,392	7,860	15,969	33,991	41,217	28
June 5	July 31	Aug. 1	Sept. 20	Oct. 12	Nov. 14	Dec. 30	29
4,949	4,778	4,833	4,501	6,286	10,759	14,866	30
June 30	July 6	Aug. 4	Sept. 8	Oct. 6	Nov. 12	Dec. 10	31
							32
							33
							34
1.032	1.034	1.035	1.034	1.039	1.037	1.038	35

GAS GENERATING PLANT			
Line No.	General Description - Location, Size, Type, etc.	No. of Sets	24 Hour Cap. (MCF)
1			
2	<u>Other Gas Producing Equipment</u>		
3			
4	NONE		
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
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42			
43			
44			
45			
46			
47			
48			
49		TOTAL	

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		NONE			
33						
34						
35						
36						
37						
38	Exhausters		NONE			
39						
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							
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38							
39							
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41							
42							
43							
44							
45							
46							
47							

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	Adjustments During Year	Abandoned But Not Removed During Year	Total Length in Feet at End
1						
2						
3	Steel					
4	2" or less	498,986	3	413	22,528	476,874
5	Over 2" thru 4"	698,650	-	(1,615)	9,051	687,984
6	Over 4" thru 8"	206,818	-	(102)	411	206,305
7	Over 8" thru 12"	61,306	-	(5)	16	61,285
8	Over 12"	13,110	-	26	20	13,116
9						
10						
11	Cast/Wrought Iron					
12	2" or less	4,926	-	(37)	417	4,472
13	Over 2" thru 4"	421,307	-	(335)	8,018	412,954
14	Over 4" thru 8"	198,512	-	(359)	10	198,143
15	Over 8" thru 12"	48,338	-	6	74	48,270
16	Over 12"	27,989	-	-	-	27,989
17						
18						
19	Plastic					
20	2" or less	438,446	25,858	(443)	420	463,441
21	Over 2" thru 4"	350,719	9,270	2,367	95	362,261
22	Over 4" thru 8"	223,935	2,068	50	11	226,042
23	Over 8" thru 12"	15,233	140	(2)	386	14,985
24	Over 12"	-	-	-	-	-
25						
26						
27						
28						
29						
30						
31						
32						
33						
34						
35						
36						
37						
38						
39						
40						
41						
42						
43						
44						
45						
	TOTALS	3,208,275	37,339	(36)	41,457	3,204,121
	Normal Operating Pressure - Mains and Lines	- Maximum	60 psi	Minimum	6" w.c.	
	Normal Operating Pressure - Services	- Maximum	60 psi	Minimum	6" w.c.	

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 FR & NAG.....	35,011	9,812	64,158
	Number at beginning of year.....	35,011	9,812	64,158
2	Additions during year:			
3	Purchased.....		692	2,806
4	Installed.....	877	-	
5	Associated with Plant acquired.....	-	-	-
6	Total Additions.....	877	692	2,806
7	Reductions during year:			
8	Retirements.....	616	171	3,559
9	Associated with Plant sold.....	-	-	-
10	Total Reductions.....	616	171	3,559
11	Number at End of Year.....	35,272	10,333	63,405
12	In Stock.....			7,880
13	On Customers' Premises - Inactive.....			1,946
14	On Customers' Premises - Active.....			53,558
15	In Company Use.....			21
16	Number at End of Year.....			63,405
17	Number of Meters Tested by State Inspectors During Year.....			7,834

RATE SCHEDULE INFORMATION

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

Date Effective	M.D.P.U. Number	Rate Schedule	Estimated Effect on Annual Revenues	
			Increases	Decreases
		<i>See Attached</i>		

New England Gas Company

Sales Service Rates - Peak
Effective January 1, 2012

R-1 Residential rate - Non Heating			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	5	Therms	\$0.3883	\$0.7367	\$0.2207	\$1.3457	\$9.90	\$0.16	\$10.06
Over	5	Therms	\$0.4722	\$0.7367	\$0.2207	\$1.4296	\$9.90	\$0.16	\$10.06

R-2 Residential low income rate - Non Heating
Use rates as shown for R-1 and apply 25% discount to total amount.

R-3 Residential rate - Heating			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	35	Therms	\$0.3351	\$0.7367	\$0.2207	\$1.2925	\$9.90	\$0.16	\$10.06
Over	35	Therms	\$0.4012	\$0.7367	\$0.2207	\$1.3586	\$9.90	\$0.16	\$10.06

R-4 Residential low income rate - Heating
Use rates as shown for R-3 and apply 25% discount to total amount.

G-41 Com & Ind rate - Low annual use, Low load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	75	Therms	\$0.3296	\$0.7367	\$0.1905	\$1.2568	\$22.00	\$0.16	\$22.16
Over	75	Therms	\$0.4055	\$0.7367	\$0.1905	\$1.3327	\$22.00	\$0.16	\$22.16

G-42 Com & Ind rate - Medium annual use, Low load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	850	Therms	\$0.3103	\$0.7367	\$0.1905	\$1.2375	\$33.00	\$0.16	\$33.16
Over	850	Therms	\$0.3826	\$0.7367	\$0.1905	\$1.3098	\$33.00	\$0.16	\$33.16

G-43 Com & Ind rate - High annual use, Low load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	8,000	Therms	\$0.1752	\$0.7367	\$0.1905	\$1.1024	\$770.00	\$0.16	\$770.16
Over	8,000	Therms	\$0.2093	\$0.7367	\$0.1905	\$1.1365	\$770.00	\$0.16	\$770.16

G-51 Com & Ind rate - Low annual use, High load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	80	Therms	\$0.2779	\$0.7367	\$0.1857	\$1.2003	\$22.00	\$0.16	\$22.16
Over	80	Therms	\$0.3424	\$0.7367	\$0.1857	\$1.2648	\$22.00	\$0.16	\$22.16

G-52 Com & Ind rate - Medium annual use, High load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	550	Therms	\$0.3124	\$0.7367	\$0.1857	\$1.2348	\$33.00	\$0.16	\$33.16
Over	550	Therms	\$0.3789	\$0.7367	\$0.1857	\$1.3013	\$33.00	\$0.16	\$33.16

G-53 Com & Ind rate - High annual use, High load factor						Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
Maximum Daily Contract Quantity (MDCQ)			\$2.6249			\$2.6249			
plus Therms				\$0.7367	\$0.1857	\$0.9224	\$770.00	\$0.16	\$770.16

Customer Charge includes cost of reading, billing and accounting.

"GAF" (Gas Adjustment Factor)	\$0.7367
Fixed Price Option	\$0.7567

Local Distribution Adjustment Factors (LDAF):	
R-1 & R-2	\$0.2207
R-3 & R-4	\$0.2207
G-41, G-42, & G-43	\$0.1905
G-51, G-52, & G-53	\$0.1857

"ECS" Monthly Energy Conservation Service charge 01/01/12 =	
Fall River and North Attleboro service territories \$	0.16

New England Gas Company

Transportation Billing Rates - Peak
Effective January 1, 2012

T-1 Residential rate - Non Heating			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	5	Therms	\$0.3883	\$0.2207	\$0.6090	\$9.90	\$0.16	\$10.06
Over	5	Therms	\$0.4722	\$0.2207	\$0.6929	\$9.90	\$0.16	\$10.06

T-2 Residential low income rate - Non Heating

Use rates as shown for T-1 and apply 25% discount to total amount.

T-3 Residential rate - Heating			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	35	Therms	\$0.3351	\$0.2207	\$0.5558	\$9.90	\$0.16	\$10.06
Over	35	Therms	\$0.4012	\$0.2207	\$0.6219	\$9.90	\$0.16	\$10.06

T-4 Residential low income rate - Heating

Use rates as shown for T-3 and apply 25% discount to total amount.

T-41 Com & Ind rate - Low annual use, Low load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	75	Therms	\$0.3296	\$0.1905	\$0.5201	\$22.00	\$0.16	\$22.16
Over	75	Therms	\$0.4055	\$0.1905	\$0.5960	\$22.00	\$0.16	\$22.16

T-42 Com & Ind rate - Medium annual use, Low load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	850	Therms	\$0.3103	\$0.1905	\$0.5008	\$33.00	\$0.16	\$33.16
Over	850	Therms	\$0.3826	\$0.1905	\$0.5731	\$33.00	\$0.16	\$33.16

T-43 Com & Ind rate - High annual use, Low load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	8,000	Therms	\$0.1752	\$0.1905	\$0.3657	\$770.00	\$0.16	\$770.16
Over	8,000	Therms	\$0.2093	\$0.1905	\$0.3998	\$770.00	\$0.16	\$770.16

T-51 Com & Ind rate - Low annual use, High load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	80	Therms	\$0.2779	\$0.1857	\$0.4636	\$22.00	\$0.16	\$22.16
Over	80	Therms	\$0.3424	\$0.1857	\$0.5281	\$22.00	\$0.16	\$22.16

T-52 Com & Ind rate - Medium annual use, High load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	550	Therms	\$0.3124	\$0.1857	\$0.4981	\$33.00	\$0.16	\$33.16
Over	550	Therms	\$0.3789	\$0.1857	\$0.5646	\$33.00	\$0.16	\$33.16

T-53 Com & Ind rate - High annual use, High load factor			Base rate +	LDAF =	Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
Maximum Daily Contract Quantity (MDCQ)			\$2.6249		\$2.6249			
plus	Therms			\$0.1857	\$0.1857	\$770.00	\$0.16	\$770.16

Customer Charge includes cost of reading, billing and accounting.

Retention Rate Line Loss 1.98%

"ECS" Monthly Energy Conservation Service charge 01/01/12 =
Fall River and North Attleboro service territories \$ 0.16

"LDAF" (Local Distribution Adjustment Factor):	
T-1 & T-2	\$0.2207
T-3 & T-4	\$0.2207
T-41, T-42, & T-43	\$0.1905
T-51, T-52, & T-53	\$0.1857

New England Gas Company

Sales Service Rates - Peak
Effective February 1, 2012

R-1	Residential rate - Non Heating			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	5	Therms	\$0.3883	\$0.7367	\$0.2885	\$1.4135	\$9.90	\$0.16	\$10.06
	Over	5	Therms	\$0.4722	\$0.7367	\$0.2885	\$1.4974	\$9.90	\$0.16	\$10.06

R-2 Residential low income rate - Non Heating

Use rates as shown for R-1 and apply 25% discount to total amount.

R-3	Residential rate - Heating			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	35	Therms	\$0.3351	\$0.7367	\$0.2885	\$1.3603	\$9.90	\$0.16	\$10.06
	Over	35	Therms	\$0.4012	\$0.7367	\$0.2885	\$1.4264	\$9.90	\$0.16	\$10.06

R-4 Residential low income rate - Heating

Use rates as shown for R-3 and apply 25% discount to total amount.

G-41	Com & Ind rate - Low annual use, Low load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	75	Therms	\$0.3296	\$0.7367	\$0.2583	\$1.3246	\$22.00	\$0.16	\$22.16
	Over	75	Therms	\$0.4055	\$0.7367	\$0.2583	\$1.4005	\$22.00	\$0.16	\$22.16

G-42	Com & Ind rate - Medium annual use, Low load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	850	Therms	\$0.3103	\$0.7367	\$0.2583	\$1.3053	\$33.00	\$0.16	\$33.16
	Over	850	Therms	\$0.3826	\$0.7367	\$0.2583	\$1.3776	\$33.00	\$0.16	\$33.16

G-43	Com & Ind rate - High annual use, Low load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	8,000	Therms	\$0.1752	\$0.7367	\$0.2583	\$1.1702	\$770.00	\$0.16	\$770.16
	Over	8,000	Therms	\$0.2093	\$0.7367	\$0.2583	\$1.2043	\$770.00	\$0.16	\$770.16

G-51	Com & Ind rate - Low annual use, High load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	80	Therms	\$0.2779	\$0.7367	\$0.2535	\$1.2681	\$22.00	\$0.16	\$22.16
	Over	80	Therms	\$0.3424	\$0.7367	\$0.2535	\$1.3326	\$22.00	\$0.16	\$22.16

G-52	Com & Ind rate - Medium annual use, High load factor			Base rate +	GAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	550	Therms	\$0.3124	\$0.7367	\$0.2535	\$1.3026	\$33.00	\$0.16	\$33.16
	Over	550	Therms	\$0.3789	\$0.7367	\$0.2535	\$1.3691	\$33.00	\$0.16	\$33.16

G-53	Com & Ind rate - High annual use, High load factor			Base rate +	GAF +	LDAF =	Variable Rate	Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	Maximum Daily Contract Quantity (MDCQ)			\$2.6249			\$2.6249				
	plus Therms				\$0.7367	\$0.2535	\$0.9902		\$770.00	\$0.16	\$770.16

Customer Charge includes cost of reading, billing and accounting.

"GAF" (Gas Adjustment Factor)	\$0.7367
Fixed Price Option	\$0.7567

Local Distribution Adjustment Factors (LDAF):	
R-1 & R-2	\$0.2885
R-3 & R-4	\$0.2885
G-41, G-42, & G-43	\$0.2583
G-51, G-52, & G-53	\$0.2535

"ECS" Monthly Energy Conservation Service charge 01/01/12 =	
Fall River and North Attleboro service territories	\$ 0.16

New England Gas Company

Transportation Billing Rates - Peak
Effective February 1, 2012

T-1 Residential rate - Non Heating			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	5	Therms	\$0.3883	\$0.2885	\$0.6768	\$9.90	\$0.16	\$10.06
Over	5	Therms	\$0.4722	\$0.2885	\$0.7607	\$9.90	\$0.16	\$10.06

T-2 Residential low income rate - Non Heating

Use rates as shown for T-1 and apply 25% discount to total amount.

T-3 Residential rate - Heating			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	35	Therms	\$0.3351	\$0.2885	\$0.6236	\$9.90	\$0.16	\$10.06
Over	35	Therms	\$0.4012	\$0.2885	\$0.6897	\$9.90	\$0.16	\$10.06

T-4 Residential low income rate - Heating

Use rates as shown for T-3 and apply 25% discount to total amount.

T-41 Com & Ind rate - Low annual use, Low load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	75	Therms	\$0.3296	\$0.2583	\$0.5879	\$22.00	\$0.16	\$22.16
Over	75	Therms	\$0.4055	\$0.2583	\$0.6638	\$22.00	\$0.16	\$22.16

T-42 Com & Ind rate - Medium annual use, Low load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	850	Therms	\$0.3103	\$0.2583	\$0.5686	\$33.00	\$0.16	\$33.16
Over	850	Therms	\$0.3826	\$0.2583	\$0.6409	\$33.00	\$0.16	\$33.16

T-43 Com & Ind rate - High annual use, Low load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	8,000	Therms	\$0.1752	\$0.2583	\$0.4335	\$770.00	\$0.16	\$770.16
Over	8,000	Therms	\$0.2093	\$0.2583	\$0.4676	\$770.00	\$0.16	\$770.16

T-51 Com & Ind rate - Low annual use, High load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	80	Therms	\$0.2779	\$0.2535	\$0.5314	\$22.00	\$0.16	\$22.16
Over	80	Therms	\$0.3424	\$0.2535	\$0.5959	\$22.00	\$0.16	\$22.16

T-52 Com & Ind rate - Medium annual use, High load factor			Base rate +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	550	Therms	\$0.3124	\$0.2535	\$0.5659	\$33.00	\$0.16	\$33.16
Over	550	Therms	\$0.3789	\$0.2535	\$0.6324	\$33.00	\$0.16	\$33.16

T-53 Com & Ind rate - High annual use, High load factor			Base rate +	LDAF =	Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
Maximum Daily Contract Quantity (MDCQ)			\$2.6249		\$2.6249	\$770.00	\$0.16	\$770.16
plus Therms			\$0.2535		\$0.2535			

Customer Charge includes cost of reading, billing and accounting.

Retention Rate Line Loss 1.98%

"ECS" Monthly Energy Conservation Service charge 01/01/12 =
 Fall River and North Attleboro service territories \$ 0.16

"LDAF" (Local Distribution Adjustment Factor):	
T-1 & T-2	\$0.2885
T-3 & T-4	\$0.2885
T-41, T-42, & T-43	\$0.2583
T-51, T-52, & T-53	\$0.2535

New England Gas Company

**Sales Service Rates - Peak
Effective March 1, 2012**

R-1 Residential rate - Non Heating			Base rate +	GAF +	LD AF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	5	Therms	\$0.3883	\$0.6236	\$0.2885	\$1.3004	\$9.90	\$0.16	\$10.06
Over	5	Therms	\$0.4722	\$0.6236	\$0.2885	\$1.3843	\$9.90	\$0.16	\$10.06

R-2 Residential low income rate - Non Heating

Use rates as shown for R-1 and apply 25% discount to total amount.

R-3 Residential rate - Heating			Base rate +	GAF +	LD AF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	35	Therms	\$0.3351	\$0.6236	\$0.2885	\$1.2472	\$9.90	\$0.16	\$10.06
Over	35	Therms	\$0.4012	\$0.6236	\$0.2885	\$1.3133	\$9.90	\$0.16	\$10.06

R-4 Residential low income rate - Heating

Use rates as shown for R-3 and apply 25% discount to total amount.

G-41 Com & Ind rate - Low annual use, Low load factor			Base rate +	GAF +	LD AF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	75	Therms	\$0.3296	\$0.6236	\$0.2583	\$1.2115	\$22.00	\$0.16	\$22.16
Over	75	Therms	\$0.4055	\$0.6236	\$0.2583	\$1.2874	\$22.00	\$0.16	\$22.16

G-42 Com & Ind rate - Medium annual use, Low load factor			Base rate +	GAF +	LD AF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	850	Therms	\$0.3103	\$0.6236	\$0.2583	\$1.1922	\$33.00	\$0.16	\$33.16
Over	850	Therms	\$0.3826	\$0.6236	\$0.2583	\$1.2645	\$33.00	\$0.16	\$33.16

G-43 Com & Ind rate - High annual use, Low load factor			Base rate +	GAF +	LD AF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	8,000	Therms	\$0.1752	\$0.6236	\$0.2583	\$1.0571	\$770.00	\$0.16	\$770.16
Over	8,000	Therms	\$0.2093	\$0.6236	\$0.2583	\$1.0912	\$770.00	\$0.16	\$770.16

G-51 Com & Ind rate - Low annual use, High load factor			Base rate +	GAF +	LD AF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	80	Therms	\$0.2779	\$0.6236	\$0.2535	\$1.1550	\$22.00	\$0.16	\$22.16
Over	80	Therms	\$0.3424	\$0.6236	\$0.2535	\$1.2195	\$22.00	\$0.16	\$22.16

G-52 Com & Ind rate - Medium annual use, High load factor			Base rate +	GAF +	LD AF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	550	Therms	\$0.3124	\$0.6236	\$0.2535	\$1.1895	\$33.00	\$0.16	\$33.16
Over	550	Therms	\$0.3789	\$0.6236	\$0.2535	\$1.2560	\$33.00	\$0.16	\$33.16

G-53 Com & Ind rate - High annual use, High load factor			Base rate +	GAF +	LD AF =	Variable Rate	Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
Maximum Daily Contract Quantity (MDCQ)			\$2.6249			\$2.6249				
plus Therms				\$0.6236	\$0.2535	\$0.8771		\$770.00	\$0.16	\$770.16

Customer Charge includes cost of reading, billing and accounting.

"GAF" (Gas Adjustment Factor)	\$0.6236
Fixed Price Option	\$0.7567

"ECS" Monthly Energy Conservation Service charge 01/01/12 =	
Fall River and North Attleboro service territories	\$ 0.16

Local Distribution Adjustment Factors (LDAF):	
R-1 & R-2	\$0.2885
R-3 & R-4	\$0.2885
G-41, G-42, & G-43	\$0.2583
G-51, G-52, & G-53	\$0.2535

New England Gas Company

Sales Service Rates - Off-Peak
Effective May 1, 2012

R-1 Residential rate - Non Heating			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	5	Therms	\$0.3706	\$0.3757	\$0.0252	\$0.2885	\$1.0600	\$9.90	\$0.16	\$10.06
Over	5	Therms	\$0.4293	\$0.3757	\$0.0252	\$0.2885	\$1.1187	\$9.90	\$0.16	\$10.06

R-2 Residential low income rate - Non Heating

Use rates as shown for R-1 and apply 25% discount to total amount.

R-3 Residential rate - Heating			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	10	Therms	\$0.2626	\$0.3757	\$0.0252	\$0.2885	\$0.9520	\$9.90	\$0.16	\$10.06
Over	10	Therms	\$0.3086	\$0.3757	\$0.0252	\$0.2885	\$0.9980	\$9.90	\$0.16	\$10.06

R-4 Residential low income rate - Heating

Use rates as shown for R-3 and apply 25% discount to total amount.

G-41 Com & Ind rate - Low annual use, Low load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	25	Therms	\$0.2178	\$0.3757	\$0.0252	\$0.2583	\$0.8770	\$22.00	\$0.16	\$22.16
Over	25	Therms	\$0.2616	\$0.3757	\$0.0252	\$0.2583	\$0.9208	\$22.00	\$0.16	\$22.16

G-42 Com & Ind rate - Medium annual use, Low load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	300	Therms	\$0.2079	\$0.3757	\$0.0252	\$0.2583	\$0.8671	\$33.00	\$0.16	\$33.16
Over	300	Therms	\$0.2550	\$0.3757	\$0.0252	\$0.2583	\$0.9142	\$33.00	\$0.16	\$33.16

G-43 Com & Ind rate - High annual use, Low load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	4,000	Therms	\$0.1179	\$0.3757	\$0.0252	\$0.2583	\$0.7771	\$770.00	\$0.16	\$770.16
Over	4,000	Therms	\$0.1395	\$0.3757	\$0.0252	\$0.2583	\$0.7987	\$770.00	\$0.16	\$770.16

G-51 Com & Ind rate - Low annual use, High load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	60	Therms	\$0.1980	\$0.3757	\$0.0252	\$0.2535	\$0.8524	\$22.00	\$0.16	\$22.16
Over	60	Therms	\$0.2446	\$0.3757	\$0.0252	\$0.2535	\$0.8990	\$22.00	\$0.16	\$22.16

G-52 Com & Ind rate - Medium annual use, High load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	350	Therms	\$0.2190	\$0.3757	\$0.0252	\$0.2535	\$0.8734	\$33.00	\$0.16	\$33.16
Over	350	Therms	\$0.2707	\$0.3757	\$0.0252	\$0.2535	\$0.9251	\$33.00	\$0.16	\$33.16

G-53 Com & Ind rate - High annual use, High load factor			Base rate +				Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
Maximum Daily Contract Quantity (MDCQ)			\$1.8749				\$1.8749			
plus Therms				\$0.3757	\$0.0252	\$0.2535	\$0.6544	\$770.00	\$0.16	\$770.16

Customer Charge includes cost of reading, billing and accounting.

GAF (Gas Adjustment Factor) Fixed Price Option	\$0.3757 N/A
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ECS Monthly Energy Conservation Service charge 01/01/12 = Fall River and North Attleboro service territories	\$ 0.16
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Local Distribution Adjustment Factors (LDAF):	
R-1 & R-2	\$0.2885
R-3 & R-4	\$0.2885
G-41, G-42, & G-43	\$0.2583
G-51, G-52, & G-53	\$0.2535
Revenue Decoupling Adjustment Factor	\$0.0252

New England Gas Company

Transportation Billing Rates - Off-Peak
Effective May 1, 2012

T-1 Residential rate - Non Heating			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	5	Therms	\$0.3706	\$0.0252	\$0.2885	\$0.6843	\$9.90	\$0.16	\$10.06
Over	5	Therms	\$0.4293	\$0.0252	\$0.2885	\$0.7430	\$9.90	\$0.16	\$10.06

T-2 Residential low income rate - Non Heating

Use rates as shown for T-1 and apply 25% discount to total amount.

T-3 Residential rate - Heating			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	10	Therms	\$0.2626	\$0.0252	\$0.2885	\$0.5763	\$9.90	\$0.16	\$10.06
Over	10	Therms	\$0.3086	\$0.0252	\$0.2885	\$0.6223	\$9.90	\$0.16	\$10.06

T-4 Residential low income rate - Heating

Use rates as shown for T-3 and apply 25% discount to total amount.

T-41 Com & Ind rate - Low annual use, Low load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	25	Therms	\$0.2178	\$0.0252	\$0.2583	\$0.5013	\$22.00	\$0.16	\$22.16
Over	25	Therms	\$0.2616	\$0.0252	\$0.2583	\$0.5451	\$22.00	\$0.16	\$22.16

T-42 Com & Ind rate - Medium annual use, Low load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	300	Therms	\$0.2079	\$0.0252	\$0.2583	\$0.4914	\$33.00	\$0.16	\$33.16
Over	300	Therms	\$0.2550	\$0.0252	\$0.2583	\$0.5385	\$33.00	\$0.16	\$33.16

T-43 Com & Ind rate - High annual use, Low load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	4,000	Therms	\$0.1179	\$0.0252	\$0.2583	\$0.4014	\$770.00	\$0.16	\$770.16
Over	4,000	Therms	\$0.1395	\$0.0252	\$0.2583	\$0.4230	\$770.00	\$0.16	\$770.16

T-51 Com & Ind rate - Low annual use, High load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	60	Therms	\$0.1980	\$0.0252	\$0.2535	\$0.4767	\$22.00	\$0.16	\$22.16
Over	60	Therms	\$0.2446	\$0.0252	\$0.2535	\$0.5233	\$22.00	\$0.16	\$22.16

T-52 Com & Ind rate - Medium annual use, High load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	350	Therms	\$0.2190	\$0.0252	\$0.2535	\$0.4977	\$33.00	\$0.16	\$33.16
Over	350	Therms	\$0.2707	\$0.0252	\$0.2535	\$0.5494	\$33.00	\$0.16	\$33.16

T-53 Com & Ind rate - High annual use, High load factor			Base rate +	RDAF +	LDAF =	Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
Maximum Daily Contract Quantity (MDCQ)			\$1.8749			\$1.8749			
plus Therms				\$0.0252	\$0.2535	\$0.2787	\$770.00	\$0.16	\$770.16

Customer Charge includes cost of reading, billing and accounting.

Retention Rate Line Loss 1.98%

"ECS" Monthly Energy Conservation Service charge 01/01/12 =
Fall River and North Attleboro service territories \$ 0.16

"LDAF" (Local Distribution Adjustment Factor):	
T-1 & T-2	\$0.2885
T-3 & T-4	\$0.2885
T-41, T-42, & T-43	\$0.2583
T-51, T-52, & T-53	\$0.2535
Revenue Decoupling Adjustment Factor	\$0.0252

New England Gas Company

Sales Service Rates - Off-Peak
Effective July 1, 2012

R-1 Residential rate - Non Heating			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	5	Therms	\$0.3706	\$0.2868	\$0.0252	\$0.2885	\$0.9711	\$9.90	\$0.16	\$10.06
Over	5	Therms	\$0.4293	\$0.2868	\$0.0252	\$0.2885	\$1.0298	\$9.90	\$0.16	\$10.06

R-2 Residential low income rate - Non Heating

Use rates as shown for R-1 and apply 25% discount to total amount.

R-3 Residential rate - Heating			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	10	Therms	\$0.2626	\$0.2868	\$0.0252	\$0.2885	\$0.8631	\$9.90	\$0.16	\$10.06
Over	10	Therms	\$0.3086	\$0.2868	\$0.0252	\$0.2885	\$0.9091	\$9.90	\$0.16	\$10.06

R-4 Residential low income rate - Heating

Use rates as shown for R-3 and apply 25% discount to total amount.

G-41 Com & Ind rate - Low annual use, Low load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	25	Therms	\$0.2178	\$0.2868	\$0.0252	\$0.2583	\$0.7881	\$22.00	\$0.16	\$22.16
Over	25	Therms	\$0.2616	\$0.2868	\$0.0252	\$0.2583	\$0.8319	\$22.00	\$0.16	\$22.16

G-42 Com & Ind rate - Medium annual use, Low load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	300	Therms	\$0.2079	\$0.2868	\$0.0252	\$0.2583	\$0.7782	\$33.00	\$0.16	\$33.16
Over	300	Therms	\$0.2550	\$0.2868	\$0.0252	\$0.2583	\$0.8253	\$33.00	\$0.16	\$33.16

G-43 Com & Ind rate - High annual use, Low load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	4,000	Therms	\$0.1179	\$0.2868	\$0.0252	\$0.2583	\$0.6882	\$770.00	\$0.16	\$770.16
Over	4,000	Therms	\$0.1395	\$0.2868	\$0.0252	\$0.2583	\$0.7098	\$770.00	\$0.16	\$770.16

G-51 Com & Ind rate - Low annual use, High load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	60	Therms	\$0.1980	\$0.2868	\$0.0252	\$0.2535	\$0.7635	\$22.00	\$0.16	\$22.16
Over	60	Therms	\$0.2446	\$0.2868	\$0.0252	\$0.2535	\$0.8101	\$22.00	\$0.16	\$22.16

G-52 Com & Ind rate - Medium annual use, High load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	350	Therms	\$0.2190	\$0.2868	\$0.0252	\$0.2535	\$0.7845	\$33.00	\$0.16	\$33.16
Over	350	Therms	\$0.2707	\$0.2868	\$0.0252	\$0.2535	\$0.8362	\$33.00	\$0.16	\$33.16

G-53 Com & Ind rate - High annual use, High load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
Maximum Daily Contract Quantity (MDCQ)			\$1.8749					\$1.8749			
plus Therms				\$0.2868	\$0.0252	\$0.2535	\$0.5655		\$770.00	\$0.16	\$770.16

Customer Charge includes cost of reading, billing and accounting.

"GAF" (Gas Adjustment Factor)	\$0.2868
Fixed Price Option	N/A

"ECS" Monthly Energy Conservation Service charge 01/01/12 =	
Fall River and North Attleboro service territories	\$ 0.16

Local Distribution Adjustment Factors (LDAF):	
R-1 & R-2	\$0.2885
R-3 & R-4	\$0.2885
G-41, G-42, & G-43	\$0.2583
G-51, G-52, & G-53	\$0.2535
Revenue Decoupling Adjustment Factor	\$0.0252

New England Gas Company

Sales Service Rates - Peak
Effective November 1, 2012

R-1	Residential rate - Non Heating			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	5	Therms	\$0.3883	\$0.4765	\$0.0348	\$0.3844	\$1.2840	\$9.90	\$0.16	\$10.06
	Over	5	Therms	\$0.4722	\$0.4765	\$0.0348	\$0.3844	\$1.3679	\$9.90	\$0.16	\$10.06

R-2 Residential low income rate - Non Heating

Use rates as shown for R-1 and apply 25% discount to total amount.

R-3	Residential rate - Heating			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	35	Therms	\$0.3351	\$0.4765	\$0.0348	\$0.3844	\$1.2308	\$9.90	\$0.16	\$10.06
	Over	35	Therms	\$0.4012	\$0.4765	\$0.0348	\$0.3844	\$1.2969	\$9.90	\$0.16	\$10.06

R-4 Residential low income rate - Heating

Use rates as shown for R-3 and apply 25% discount to total amount.

G-41	Com & Ind rate - Low annual use, Low load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	75	Therms	\$0.3296	\$0.4765	\$0.0348	\$0.3285	\$1.1694	\$22.00	\$0.16	\$22.16
	Over	75	Therms	\$0.4055	\$0.4765	\$0.0348	\$0.3285	\$1.2453	\$22.00	\$0.16	\$22.16

G-42	Com & Ind rate - Medium annual use, Low load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	850	Therms	\$0.3103	\$0.4765	\$0.0348	\$0.3285	\$1.1501	\$33.00	\$0.16	\$33.16
	Over	850	Therms	\$0.3826	\$0.4765	\$0.0348	\$0.3285	\$1.2224	\$33.00	\$0.16	\$33.16

G-43	Com & Ind rate - High annual use, Low load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	8,000	Therms	\$0.1752	\$0.4765	\$0.0348	\$0.3285	\$1.0150	\$770.00	\$0.16	\$770.16
	Over	8,000	Therms	\$0.2093	\$0.4765	\$0.0348	\$0.3285	\$1.0491	\$770.00	\$0.16	\$770.16

G-51	Com & Ind rate - Low annual use, High load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	80	Therms	\$0.2779	\$0.4765	\$0.0348	\$0.3175	\$1.1067	\$22.00	\$0.16	\$22.16
	Over	80	Therms	\$0.3424	\$0.4765	\$0.0348	\$0.3175	\$1.1712	\$22.00	\$0.16	\$22.16

G-52	Com & Ind rate - Medium annual use, High load factor			Base rate +	GAF +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	First	550	Therms	\$0.3124	\$0.4765	\$0.0348	\$0.3175	\$1.1412	\$33.00	\$0.16	\$33.16
	Over	550	Therms	\$0.3789	\$0.4765	\$0.0348	\$0.3175	\$1.2077	\$33.00	\$0.16	\$33.16

G-53	Com & Ind rate - High annual use, High load factor			Base rate +				Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	Maximum Daily Contract Quantity (MDCQ)			\$2.6249				\$2.6249			
	plus Therms				\$0.4765	\$0.0348	\$0.3175	\$0.8288	\$770.00	\$0.16	\$770.16

Customer Charge includes cost of reading, billing and accounting.

GAF (Gas Adjustment Factor)	\$0.4765
Fixed Price Option	\$0.4965

ECS Monthly Energy Conservation Service charge 01/01/12 =	
Fall River and North Attleboro service territories	\$ 0.16

Local Distribution Adjustment Factors (LDAF):	
R-1 & R-2	\$0.3844
R-3 & R-4	\$0.3844
G-41, G-42, & G-43	\$0.3285
G-51, G-52, & G-53	\$0.3175
Revenue Decoupling Adjustment Factor	\$0.0348

New England Gas Company

Transportation Billing Rates - Peak
Effective November 1, 2012

T-1	Residential rate - Non Heating			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	5	Therms	\$0.3883	\$0.0348	\$0.3844	\$0.8075	\$9.90	\$0.16	\$10.06	
Over	5	Therms	\$0.4722	\$0.0348	\$0.3844	\$0.8914	\$9.90	\$0.16	\$10.06	

T-2 Residential low income rate - Non Heating

Use rates as shown for T-1 and apply 25% discount to total amount.

T-3	Residential rate - Heating			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	35	Therms	\$0.3351	\$0.0348	\$0.3844	\$0.7543	\$9.90	\$0.16	\$10.06	
Over	35	Therms	\$0.4012	\$0.0348	\$0.3844	\$0.8204	\$9.90	\$0.16	\$10.06	

T-4 Residential low income rate - Heating

Use rates as shown for T-3 and apply 25% discount to total amount.

T-41	Com & Ind rate - Low annual use, Low load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	75	Therms	\$0.3296	\$0.0348	\$0.3285	\$0.6929	\$22.00	\$0.16	\$22.16	
Over	75	Therms	\$0.4055	\$0.0348	\$0.3285	\$0.7688	\$22.00	\$0.16	\$22.16	

T-42	Com & Ind rate - Medium annual use, Low load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	850	Therms	\$0.3103	\$0.0348	\$0.3285	\$0.6736	\$33.00	\$0.16	\$33.16	
Over	850	Therms	\$0.3826	\$0.0348	\$0.3285	\$0.7459	\$33.00	\$0.16	\$33.16	

T-43	Com & Ind rate - High annual use, Low load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	8,000	Therms	\$0.1752	\$0.0348	\$0.3285	\$0.5385	\$770.00	\$0.16	\$770.16	
Over	8,000	Therms	\$0.2093	\$0.0348	\$0.3285	\$0.5726	\$770.00	\$0.16	\$770.16	

T-51	Com & Ind rate - Low annual use, High load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	80	Therms	\$0.2779	\$0.0348	\$0.3175	\$0.6302	\$22.00	\$0.16	\$22.16	
Over	80	Therms	\$0.3424	\$0.0348	\$0.3175	\$0.6947	\$22.00	\$0.16	\$22.16	

T-52	Com & Ind rate - Medium annual use, High load factor			Base rate +	RDAF +	LDAF =	Variable Rate	Customer Charge +	ECS =	Fixed Charge (per month)
First	550	Therms	\$0.3124	\$0.0348	\$0.3175	\$0.6647	\$33.00	\$0.16	\$33.16	
Over	550	Therms	\$0.3789	\$0.0348	\$0.3175	\$0.7312	\$33.00	\$0.16	\$33.16	

T-53	Com & Ind rate - High annual use, High load factor			Base rate +			Demand Rate	Customer Charge +	ECS =	Fixed Charge (per month)
	Maximum Daily Contract Quantity (MDCQ)			\$2.6249			\$2.6249			
	plus Therms				\$0.0348	\$0.3175	\$0.3523	\$770.00	\$0.16	\$770.16

Customer Charge includes cost of reading, billing and accounting.

Retention Rate Line Loss 3.52%

"ECS" Monthly Energy Conservation Service charge 01/01/12 =
Fall River and North Attleboro service territories 5 0.16

"LDAF" (Local Distribution Adjustment Factor):	
T-1 & T-2	\$0.3844
T-3 & T-4	\$0.3844
T-41, T-42, & T-43	\$0.3285
T-51, T-52, & T-53	\$0.3175
Revenue Decoupling Adjustment Factor	\$0.0348

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

1. Report below 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 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) newspaper 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		
2		
3		
4		
5		
6		
7		
8		
9		
10	NONE	
11		
12		
13		
14		
15		
16		
17		
18		
19		
20		
21		
22		
23		
24		
25		
26	TOTAL	
27		\$ -
28		\$ -

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	Name of City or Town	Amount
1		\$
2	Fall River	271,827
3		
4	Somerset	37,456
5		
6	Swansea	23,427
7		
8	Westport	7,542
9		
10	Attleboro Falls	12,160
11		
12	North Attleboro	48,195
13		
14	Plainville	11,272
15		
16	South Attleboro	4,150
17		
18		
19		
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21		
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24		
25		
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28		
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30		
31		
42		
43		
44		
45		
46		
47		
48		
49		
50		
51		
52		
53	TOTAL	416,029
54		

Annual report of NEW ENGLAND GAS COMPANY, A DIVISION OF SOUTHERN UNION CO Year ended December 31, 2012

THIS RETURN IS SIGNED UNDER THE PENALTIES OF PERJURY

[Handwritten signature of Michael J. Doss]

..... Vice President - Finance
Michael J. Doss

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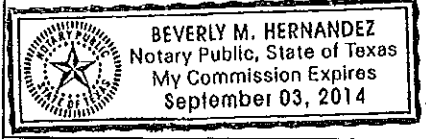
SIGNATURES OF ABOVE PARTIES AFFIXED OUTSIDE OF THE COMMONWEALTH OF MASSACHUSETTS MUST BE PROPERLY SWORN TO

[Handwritten signature] ss. March 26 2013

Then personally appeared Michael J. Doss

.....
.....
.....

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



[Handwritten signature of Beverly M. Hernandez] Notary Public or Justice of the Peace.

THIS RETURN IS SIGNED UNDER THE PENALTIES OF PERJURY

Martin Salinas Jr

Martin Salinas, Jr.

.....Chief Financial Officer

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

Dallas

ss.

March 26

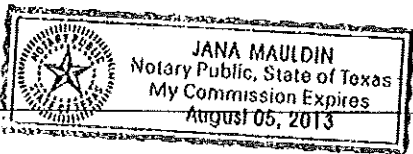
20 *13*

Then personally appeared.....

Martin Salinas, Jr.

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.....
.....

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



Jana E Mauldin

Notary Public or Justice of the Peace.

THIS RETURN IS SIGNED UNDER THE PENALTIES OF PERJURY

Rob Hack

Rob Hack

Chief Operating Officer

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

..... ss. *MARCH 25* 2013

Then personally appeared... *ROBERT HACK*

KAREN HOTCHKISS
Notary Public - Notary Seal
State of Missouri
Commissioned for Platte County
My Commission Expires: Oct. 05, 2013
COMMISSION # 95370741

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

Karen Hotchkiss

Notary Public or
Justice of the Peace.