

**TRANSITION COST ADJUSTMENT**

The Transition Cost Adjustment shall recover on a fully reconciling basis from all NSTAR Electric Company d/b/a Eversource Energy (the "Company") retail Customers taking service under the Company's rates all of the Company's stranded investment as set forth in (1) the former Boston Edison Company's Settlement Agreement, (2) the former Cambridge Electric Light Company's Electric Restructuring Plan, (3) the former Commonwealth Electric Company's Electric Restructuring Plan, and (4) the former Western Massachusetts Electric Company's Electric Restructuring Plan, each as approved by the Massachusetts Department of Public Utilities ("M.D.P.U."). A copy of said Settlement Agreement and Electric Restructuring Plans and the M.D.P.U.'s approval thereof is on file with the M.D.P.U..

Each adjustment of the prices under the Company's applicable rates shall be in accordance with a notice filed with the M.D.P.U. setting forth the amount of the applicable Transition Cost Adjustment, the amount of the increase or decrease and the effective delivery charge in the Company's rates as adjusted to reflect the new Transition Cost Adjustment amount. The notice shall further specify the effective date of such adjustment, which shall not be earlier than thirty days after the filing of the notice, or such other date as the M.D.P.U. may authorize.

The operation of this Transition Cost Adjustment clause is subject to Chapter 164 of the General Laws.