

EVERSOURCE ENERGY
Form 144
February 26, 2019

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

OMB APPROVAL
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FORM 144

**NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO RULE 144
UNDER THE SECURITIES ACT OF 1933**

ATTENTION: *Transmit for filing 3 copies of this form concurrently with either placing
an order with a broker to execute sale or executing a sale directly with a market
maker.*

1.00
SEC USE ONLY
DOCUMENT
SEQUENCE NO.
CUSIP NUMBER
WORK LOCATION

1 (a) NAME OF ISSUER (Please type or print)

(b) IRS IDENT.
NO.

(c) S.E.C.
FILE NO.

EVERSOURCE ENERGY

04-2147929

1-5324

1 (d) ADDRESS OF ISSUER

(e) TELEPHONE NO.

STREET

AREA NUMBER
CODE

CITY

STATE

ZIP CODE

300 Cadwell Drive, Springfield, MA 01104

2 (a) NAME OF PERSON
FOR WHOSE ACCOUNT
THE SECURITIES ARE TO
BE SOLD

(b)
RELATIONSHIP TO (c) ADDRESS STREET
ISSUER

CITY

STATE

JAMES J JUDGE

Chairman and CEO ZIP CODE

300 Cadwell Drive, Springfield, MA 01104

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

| 3 (a) | (b) | SEC USE ONLY | (c) | (d) | (e) | (f) | (g) |
|---|--|---------------------------|--|------------------------|---|------------------------------------|----------------------------------|
| Title of the Class of Securities To Be Sold | Name and Address of Each Broker Through Whom the Securities are to be Offered or Each Market Maker who is Acquiring the Securities | Broker-Dealer File Number | Number of Shares or Other Units To Be Sold | Aggregate Market Value | Number of Shares or Other Units Outstanding | Approximate Date of Sale | Name of Each Securities Exchange |
| | | | (See instr. 3(c)) | (See instr. 3(d)) | (See instr. 3(e)) | (See instr. 3(f)) (MO. DAY YR.) | (See instr. 3(g)) |
| Common | Fidelity Brokerage Services LLC 100 Summer Street Boston, MA 02110 | | 79,509 | \$5,607,769.77 | 317,131,059 | 02/25/2019 | NYSE |

INSTRUCTIONS:

3. (a) Title of the class of securities to be sold

1.

(a) Name of issuer

(b) Name and address of each broker through whom the securities are intended to be sold

(a)

Issuer's I.R.S. Identification Number

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(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)

(b)

Issuer's S.E.C. file number, if any

(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice

(c)

Issuer's address, including zip code

I Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding, as shown

(d)

Issuer's telephone number, including area code

by the most recent report or statement published by the issuer

(e)

Approximate date on which the securities are to be sold

2.

. (a) Name of person for whose account the securities are to be sold

(g) Name of each securities exchange, if any, on which the securities are intended to be sold

(a)

Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)

(b)

Such person's address, including zip code

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1147 (08-07)

TABLE I SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold

and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| Title of the Class | Date you Acquired | Nature of Acquisition Transaction | Name of Person from Whom Acquired <i>(If gift, also give date donor acquired)</i> | Amount of Securities Acquired | Date of Payment | Nature of Payment |
|--------------------|-------------------|-----------------------------------|--|-------------------------------|-----------------|-------------------|
| Common | 02/15/2016 | Restricted Stock Units | Issuer | 8,529 | n/a | Compensation |
| Common | 02/22/2016 | Performance Shares | Issuer | 9,616 | n/a | Compensation |
| | 02/17/2017 | Restricted Stock Units | Issuer | 6,443 | n/a | Compensation |
| | 02/23/2017 | Performance Shares | Issuer | 6,734 | n/a | Compensation |
| | 02/15/2018 | Restricted Stock Units | Issuer | 13,581 | n/a | Compensation |
| | 02/21/2018 | Performance Shares | Issuer | 6,352 | n/a | Compensation |
| | 02/15/2019 | Restricted Stock Units | Issuer | 21,353 | n/a | Compensation |
| | 02/21/2019 | Performance Shares | Issuer | 6,901 | n/a | Compensation |

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II SECURITIES SOLD DURING THE PAST 3 MONTHS

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

| Name and Address of Seller | Title of Securities Sold | Date of Sale | Amount of Securities Sold | Gross Proceeds |
|----------------------------|--------------------------|--------------|---------------------------|----------------|
| James J. Judge | Common shares | 02/21/2019 | 5,512 | \$387,328.24 |

300 Cadwell Drive

Springfield, MA 01104

REMARKS:

INSTRUCTIONS:

See the definition of person in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION: *The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.*

February 25, 2019
Fact for Mr. Judge

/s/ Kerry J. Tomasevich, Attorney in

DATE OF NOTICE

(SIGNATURE)

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION,

The notice shall be signed by the person for whose account the securities are to be sold. At least one copy

IF RELYING ON RULE 10B5-1

of the notice shall be manually signed. Any copies not manually signed shall bear typed or printed signatures.

SEC 1147 (02-08)