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2011 MAY 24 PM 12:45

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May 18, 2011

VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED

U. S. Department of Labor
Employee Benefits Security Administration
Top Hat Plan Exemption
200 Constitution Avenue, NW, N-1513
Washington, D.C. 20210

Re: Alternative Reporting and Disclosure Statement for Unfunded Nonqualified
Deferred Compensation Plans for Certain Selected Employees

Dear Sir or Madam:

On behalf of the administrator of the Plans listed below, the undersigned submits this statement in compliance with ERISA Regulation §2520.104-23(b). In accordance with said Regulation, the undersigned is providing the following information:

1. Name and Address of the Employer: Vermont Electric Power Company, Inc.
366 Pinnacle Ridge Road
Rutland, Vermont 05701
2. Employer Identification Number: 03-0195580
3. Number of Plans: 3
4. Name of Plans:
 - a. Officers Supplemental Retirement Plan (the "SERP")
 - b. Vermont Electric Power Company, Inc. Officers Deferred Compensation Plan (the "Deferred Compensation Plan")
 - c. Vermont Electric Power Company, Inc. Change of Control Agreement (the "COCA")
5. The number of participants in the SERP: 8
The number of participants in the Deferred Compensation Plan: 11
The number of participants in the COCA: 1

Internal Revenue Service

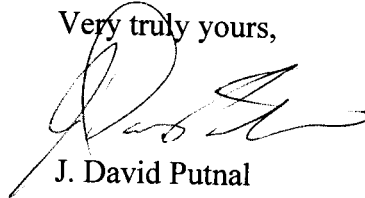
May 18, 2011

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6. The Employer maintains the Plans identified above primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

Please acknowledge receipt of this letter by stamping the enclosed copy of this letter and returning it to me in the enclosed envelope.

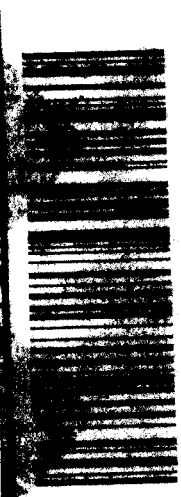
Very truly yours,

A handwritten signature in black ink, appearing to read "J. David Putnal", written over a horizontal line.

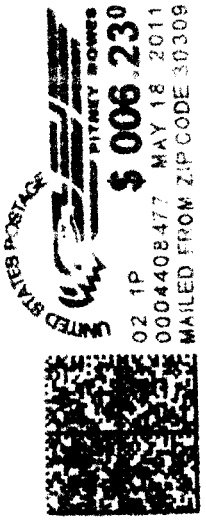
J. David Putnal

cc: Karen K. O'Neill, Esq.

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First Class Mail

U. S. Department of Labor
Employee Benefits Security Administration
Top Hat Plan Exemption
200 Constitution Avenue, NW, N-1513
Washington, D.C. 20210

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