

FIRST AMENDMENT TO LEASE AGREEMENT

THIS FIRST AMENDMENT TO LEASE AGREEMENT (this "Amendment") is made this ^{23rd} day of March, 2017, by and between PUBLIC SERVICE COMPANY OF NEW HAMPSHIRE, doing business as EVERSOURCE ENERGY, a New Hampshire corporation, with an address of 780 North Commercial Street, Manchester, New Hampshire 03101 ("Lessor"), and NORTHERN PASS TRANSMISSION LLC, a New Hampshire limited liability company, with an address of 780 North Commercial Street, Manchester, New Hampshire 03101 ("Lessee").

WHEREAS, Lessor and Lessee are parties to a certain Lease Agreement, dated October 13, 2015, covering the lease by Lessee of certain fee-owned lands and easements of the Lessor for Lessee's Northern Pass Transmission ("NPT") project in the State of New Hampshire (hereinafter the "Lease"); and,

WHEREAS, due to delays in the regulatory approval process for the NPT project in New Hampshire, the parties desire hereby to amend and extend certain provisions of the Lease, as hereinafter set forth.

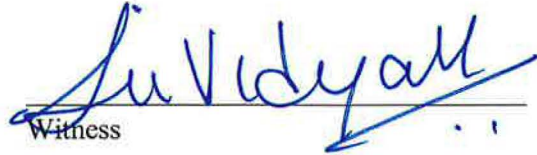
NOW, THEREFORE, in consideration of the mutual promises and covenants contained herein, the Lessor and Lessee hereby agree as follows:

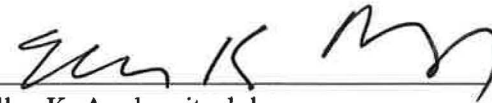
1. Article 2.3: the date for commencement of construction in Article 2.3(i) is amended and extended from May 31, 2017, to December 31, 2018.
2. Article 2.3: the Commercial Operation Date in Article 2.3 (ii) is amended and extended from December 31, 2019, to December 31, 2020.
3. Article 4.1: the date for required regulatory approvals is amended and extended from by not later than March 31, 2017, to by not later than June 30, 2018.
4. Article 18.5: all references to the dates set forth in Articles 2.3 and 4.1 shall be deemed to refer to the amended and extended dates set forth in this Amendment.
5. In all other respects, the Lease as amended and extended hereby is declared by the parties to be in full force and effect in accordance with all of its terms and provisions.
6. This Amendment may be executed by the parties in one or more counterparts, each of which shall be considered part of the same single document.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties have executed this Amendment by their duly authorized undersigned representatives as of the day and year first above written.


PUBLIC SERVICE COMPANY OF NEW
HAMPSHIRE doing business as EVERSOURCE
ENERGY


Witness

By: 
Name: Ellen K. Angley, its duly
authorized Vice President-Supply Chain, Environmental
Affairs and Property Management

NORTHERN PASS TRANSMISSION LLC


Witness

By: 
Name: Leon J. Olivier, its duly
authorized President