UNITED STATES OF AMERICA BEFORE THE FEDERAL ENERGY REGULATORY COMMISSION

TransCanada Hydro Northeast Inc.

Project No. 1855

NOTICE OF INTENT TO FILE APPLICATION FOR NEW LICENSE

Pursuant to 18 C.F.R. § 5.5, TransCanada Hydro Northeast Inc. ("TransCanada") notifies the Federal Energy Regulatory Commission ("Commission") of its intention to file an Application for New License for the Bellows Falls Hydroelectric Project ("Project"), FERC No. 1855. The following information is provided consistent with the requirements of 18 C.F.R. § 5.5 and 18 C.F.R. § 16.6(b).

The exact name and business address of the applicant is:

TransCanada Hydro Northeast Inc. 110 Turnpike Road, Suite 300 Westborough, MA 01581

TransCanada requests that all correspondence and service of documents relating to this notification and subsequent proceedings be addressed to the following persons who are authorized to act as agents for TransCanada Hydro Northeast Inc. pursuant to 18 C.F.R. § 5.6(d)(2)(i):

Mr. John Ragonese Relicensing Project Manager TransCanada Hydro Northeast Inc. 4 Park Street, Suite 402 Concord NH 03301 Telephone: (603) 498-2851 john_ragonese@transcanada.com

Mr. Michael E. Hachey Vice President, Regulatory Affairs and Compliance TransCanada Hydro Northeast Inc. 110 Turnpike Road, Suite 300 Westborough, MA 01581 Telephone: (508) 871-1852 mike_hachey@transcanada.com

Ms. Erin A. O'Dea, Esq. Legal Counsel TransCanada Hydro Northeast Inc. 110 Turnpike Road, Suite 300 Westborough, MA 01581 Telephone: (508) 599-1434 erin odea@transcanada.com

Project Number:

Bellows Falls Project, FERC No. 1855.

License Expiration Date:

The current license for the Project expires on April 30, 2018.

Unequivocal Statement of Intent:

TransCanada unequivocally declares its intent to file an application for a new power license for the Bellows Falls Project utilizing the Commission's Integrated Licensing Process (ILP).

Project No. 1855

Type of Principal Project Works to be Licensed:

Project works consisting of:

- 1. A concrete gravity dam 643 feet long and 30 feet high, having a gated spillway with two roller gates and three stanchion flashboard bays;
- 2. Bellows Falls reservoir, extending 26 miles upstream, having a surface area of 2,804 acres at normal full pond elevation of 291.63 feet msl;
- 3. a power canal 1,700 feet long with a forebay intake area and sluice gate;
- 4. a tailrace approximately 900 feet long;
- 5. a powerhouse containing three generating units, each rated at 13,600 kW;
- 6. transmission interconnection facilities consisting of:
 - a. generator leads to the 6.9-kV bus;
 - b. the 6.9-kV bus;
 - c. Nos. 1 and 2 step-up transformers, rated 6.9/115 kV;
- 7. fish passage facilities; and
- 8. appurtenant facilities.

Location of the Project:

The Bellows Falls Project is located on the Connecticut River at river mile 173.7 and extends upstream approximately 26 miles. The dam and powerhouse are approximately one mile upstream of Saxtons River and three miles downstream of Williams River.

State or Territory:

County:

New Hampshire and Vermont
NH - Sullivan and Cheshire
VT - Windsor and Windham

Township or nearby town: NH - Walpole

VT - Rockingham

The installed capacity of the Project is: 40,800 kW.

Names and Mailing Addresses of Entities Listed in 18 C.F.R. § 5.5(b)(8):

In conformance with 18 C.F.R. § 5.5(c), TransCanada will distribute this Notice of Intent (NOI) to interested parties including federal, state and local agencies, non-federally recognized tribes, non-governmental organizations, and members of the public including abutting property owners.

Project No. 1855

All of the entities listed below in paragraphs (a) through (h) are included on the Project relicensing interested parties distribution list. TransCanada will distribute this NOI to each of those entities.

Distribution of the NOI will be made by email or by U.S. mail. A Distribution List of all entities identified as interested parties (excluding property abutters for privacy reasons) is attached to the letter transmitting this NOI.

(a) Each county in which any part of the Project is located, and in which any Federal Facility that is used or to be used by the Project is located:

Sullivan County Windsor County Clerk
14 Main Street 12 The Green #101
Newport, NH 03773 Woodstock, VT 05091

Cheshire County Administration Windham County Clerk
33 West Street P.O. Box 207
Keene, NH 03431 Newfane, VT 05345

There are no Federal facilities used by the Project.

(b) Each city or town in which any part of the Project is located, and in which any Federal facility that is used or to be used by the Project is located.

Town of Cornish

488 Town House Rd

Cornish, NH 03745

Town of Windsor
29 Union St.
Windsor, VT 05089

City of Claremont Town of Weathersfield 58 Opera House Square PO Box 550 Claremont, NH 03743 Ascutney, VT 05030-0550

Town of Charlestown

Town of Springfield

PO Box 385

Charlestown NH 03603 0385

Springfield VT 0515

Charlestown, NH 03603-0385 Springfield, VT 05156

Town of Walpole Town of Rockingham PO Box 729 PO Box 370

Walpole, NH 03608-0729 Bellows Falls, VT 05101-0370

There are no Federal facilities used by the Project.

(c) Each city or town that has a population of 5,000 or more people and is located within 15 miles of the existing Project dams:

There are no cities or towns not listed in (b) above that meet these criteria.

(d) Each irrigation district, drainage district, or similar special purpose political subdivision in which any part of the Project is located, and in which any Federal facility that is used or to be used by the Project is located.

There are no irrigation or drainage districts that meet these criteria.

(e) Each irrigation district, drainage district, or similar special purpose political subdivision that owns, operates, maintains, or uses any Project facility or any Federal facility that is or is proposed to be used by the Project.

There are no irrigation or drainage districts that meet these criteria.

(f) Every other political subdivision in the general area of the Project that there is reason to believe would likely be interested in, or affected by this notification.

TransCanada is not aware of other political subdivisions in the general area of the Project; however, there are regional and inter-state commissions enabled by statute or legislation that TransCanada has identified as interested parties on the Project relicensing Distribution List.

(g) Affected Indian Tribes.

There are no federally recognized Indian tribes that would be affected by the Project; however, TransCanada is aware of non-federally recognized tribes and such tribes are identified as interested parties on the Project relicensing Distribution List.

(h) Other Interested Agencies and Parties.

TransCanada has identified numerous federal, state, local governments, resource agencies, organizations and members of the public (including property abutters) and such other interested agencies and parties are identified as interested parties on the Project relicensing Distribution List.

Readily Accessible, Reviewable and Reproducible Information

TransCanada will maintain a virtual Public Reference Room through the website www.transcanada-relicensing.com where copies of the NOI, Pre-Application Document (PAD), PAD supporting materials, unrestricted published studies, Project information, relicensing process schedules and future relicensing documents will be kept.

Project No. 1855

In addition, a publicly accessible computer terminal with access to the website and public information is located at the TransCanada office located at 2 Killeen Street, North Walpole, New Hampshire. Access to the facility is controlled and requires an escort and advance notice by contacting Mr. John Ragonese at the phone, email, or address below to schedule an appointment to access the computer terminal and review documents.

Paper copies of public reference room information are available (at a reasonable cost of reproduction and postage) by written request to Mr. John Ragonese at the email or mailing address below. A paper copy of the NOI and PAD are also available to the public at the following public libraries located near the Project:

| Town | Public Library | Town | Public Library |
|----------------|--------------------------------|------------------|----------------------------|
| Walpole NH | Walpole Town Library | Rockingham VT | Rockingham Free Public |
| | 48 Main Street | | Library |
| | PO Box 487 | | 65 Westminster Street |
| | Walpole, NH 03608-0487 | | Bellows Falls, VT 05101 |
| | (603-756-9806) | | (802-463-4270) |
| Charlestown NH | Silsby Free Public Library | Springfield VT | Springfield Town Library |
| | 226 Main Street | | 43 Main Street |
| | PO Box 307 | | Springfield, VT 05156-2997 |
| | Charlestown, NH 03603-0307 | | (802-885-3108) |
| Claremont NH | Fiske Free Library | Weathersfield VT | Proctor Library |
| | 108 Broad Street | | 5181 Route 5 |
| | Claremont, NH 03743-2673 | | Ascutney, VT 05030-0519 |
| | (603-542-7017) | | (802-674-2863) |
| Cornish NH | George H. Stowell Free Library | Windsor VT | Windsor Public Library |
| | School Street | | 43 State Street |
| | Cornish Flat, NH 03746-0360 | | Windsor, VT 05089-1213 |
| | (603-543-3444) | | (802-674-2556) |

Page 5 of 6

Dated: October 30, 2012

Respectfully submitted,

TransCanada Hydro Northeast Inc.

By:

John R. Ragonese

Relicensing Project Manager TransCanada Hydro Northeast Inc.

4 Park Street, Suite 402

Concord NH 03301

Telephone: (603) 498-2851 john_ragonese@transcanada.com