

CENTRAL HUDSON GAS & ELECTRIC CORP  
Form 10-Q  
May 06, 2011

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

FORM 10-Q

(Mark One)

- QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2011

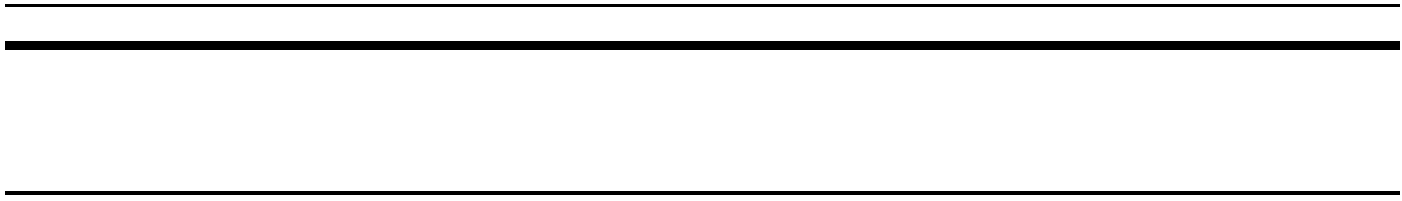
OR

- TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number	Registrant, State of Incorporation Address and Telephone Number	IRS Employer Identification No.
0-30512	CH Energy Group, Inc. (Incorporated in New York) 284 South Avenue Poughkeepsie, New York 12601-4839 (845) 452-2000	14-1804460
1-3268	Central Hudson Gas & Electric Corporation (Incorporated in New York) 284 South Avenue Poughkeepsie, New York 12601-4839	14-0555980

(845) 452-2000



Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrants were required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

CH Energy Group, Inc. Yes  No   
Central Hudson Gas & Electric Corporation Yes  No

Indicate by check mark whether the Registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

CH Energy Group, Inc. Yes  No   
Central Hudson Gas & Electric Corporation Yes  No

Indicate by check mark whether the Registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act. (Check one):

CH Energy Group, Inc.	Central Hudson Gas & Electric Corporation
Large Accelerated Filer <input checked="" type="checkbox"/>	Large Accelerated Filer <input type="checkbox"/>
Accelerated Filer <input type="checkbox"/>	Accelerated Filer <input type="checkbox"/>
Non-Accelerated Filer <input type="checkbox"/>	Non-Accelerated Filer <input checked="" type="checkbox"/>
Smaller Reporting Company <input type="checkbox"/>	Smaller Reporting Company <input type="checkbox"/>

Indicate by check mark whether the Registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act):

CH Energy Group, Inc. Yes  No   
Central Hudson Gas & Electric Corporation Yes  No

As of the close of business on April 30, 2011 (i) CH Energy Group, Inc. had outstanding 15,542,371 shares of Common Stock (\$0.10 per share par value) and (ii) all of the outstanding 16,862,087 shares of Common Stock (\$5 per share par value) of Central Hudson Gas & Electric Corporation were held by CH Energy Group, Inc.

CENTRAL HUDSON GAS & ELECTRIC CORPORATION MEETS THE CONDITIONS SET FORTH IN GENERAL INSTRUCTIONS (H)(1)(a) AND (b) OF FORM 10-Q AND IS THEREFORE FILING THIS FORM WITH THE REDUCED DISCLOSURE FORMAT PURSUANT TO GENERAL INSTRUCTIONS (H)(2)(a), (b) AND (c).

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FORM 10-Q FOR THE QUARTER ENDED MARCH 31, 2011

TABLE OF CONTENTS

PART I – FINANCIAL INFORMATION

ITEM 1 – Financial Statements (Unaudited)

	PAGE
CH Energy Group, Inc.	
<u>Consolidated Statement of Income –</u> Three Months Ended March 31, 2011 and 2010	1
<u>Consolidated Statement of Comprehensive Income –</u> Three Months Ended March 31, 2011 and 2010	2
<u>Consolidated Statement of Cash Flows –</u> Three Months Ended March 31, 2011 and 2010	3
<u>Consolidated Balance Sheet –</u> March 31, 2011, December 31, 2010 and March 31, 2010	4
<u>Consolidated Statement of Equity –</u> Three Months Ended March 31, 2011 and 2010	6
Central Hudson Gas & Electric Corporation	
<u>Statement of Income –</u> Three Months Ended March 31, 2011 and 2010	7
<u>Statement of Comprehensive Income –</u> Three Months Ended March 31, 2011 and 2010	7
<u>Statement of Cash Flows –</u> Three Months Ended March 31, 2011 and 2010	8
<u>Balance Sheet –</u> March 31, 2011, December 31, 2010 and March 31, 2010	9
<u>Statement of Equity –</u> Three Months Ended March 31, 2011 and 2010	11
<u>NOTES TO FINANCIAL STATEMENTS (UNAUDITED)</u>	12

TABLE OF CONTENTS

	PAGE
<u>ITEM 2</u> Management’s Discussion and Analysis of Financial Condition and Results of Operations	51
<u>ITEM 3</u> Quantitative and Qualitative Disclosure About Market Risk	74
<u>ITEM 4</u> Controls and Procedures	74
 PART II – OTHER INFORMATION	
<u>ITEM 1</u> Legal Proceedings	74
<u>ITEM 1A</u> Risk Factors	74
<u>ITEM 2</u> Unregistered Sales of Equity Securities and Use of Proceeds	75
<u>ITEM 6</u> Exhibits	75
<u>SIGNATURES</u>	76
<u>EXHIBIT INDEX</u>	77

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FILING FORMAT

This Quarterly Report on Form 10-Q is a combined quarterly report being filed by two different registrants: CH Energy Group, Inc. (“CH Energy Group”) and Central Hudson Gas & Electric Corporation (“Central Hudson”), a wholly owned subsidiary of CH Energy Group. Except where the content clearly indicates otherwise, any reference in this report to CH Energy Group includes all subsidiaries of CH Energy Group, including Central Hudson. Central Hudson makes no representation as to the information contained in this report in relation to CH Energy Group and its subsidiaries other than Central Hudson.

Table of Contents

## PART 1 – FINANCIAL INFORMATION

## ITEM 1 – Financial Statements (Unaudited)

## CH ENERGY GROUP CONSOLIDATED STATEMENT OF INCOME (UNAUDITED)

(In Thousands, except per share amounts)

	Three Months Ended March 31,	
	2011	2010
Operating Revenues		
Electric	\$ 154,570	\$ 145,962
Natural gas	75,482	69,087
Competitive business subsidiaries:		
Petroleum products	92,632	80,160
Other	5,960	4,764
Total Operating Revenues	328,644	299,973
Operating Expenses		
Operation:		
Purchased electricity and fuel used in electric generation	70,268	66,875
Purchased natural gas	41,798	37,648
Purchased petroleum	75,766	62,771
Other expenses of operation - regulated activities	69,254	57,703
Other expenses of operation - competitive business subsidiaries	12,891	13,314
Depreciation and amortization	10,716	9,690
Taxes, other than income tax	13,280	10,804
Total Operating Expenses	293,973	258,805
Operating Income	34,671	41,168
Other Income and Deductions		
Income from unconsolidated affiliates	464	234
Interest on regulatory assets and other interest income	1,879	1,127
Regulatory adjustments for interest costs	383	(142 )
Business development costs	(948 )	(303 )
Other - net	(576)	(150 )
Total Other Income (Deductions)	1,202	766
Interest Charges		
Interest on long-term debt	6,532	5,609
Interest on regulatory liabilities and other interest	1,690	1,699
Total Interest Charges	8,222	7,308
Income before income taxes, non-controlling interest and preferred dividends of subsidiary	27,651	34,626
Income Taxes	10,644	14,062
Net Income from Continuing Operations	17,007	20,564
Discontinued Operations		
Income from discontinued operations before tax	187	122
Income tax expense (benefit) from discontinued operations	5	(29 )
Net income from Discontinued Operations	182	151

Net Income	17,189	20,715
Net income attributable to non-controlling interest:		
Non-controlling interest in subsidiary	-	35
Dividends declared on Preferred Stock of subsidiary	242	242
Net income attributable to CH Energy Group	16,947	20,438
Dividends declared on Common Stock	8,427	8,539
Change in Retained Earnings	\$8,520	\$11,899

The Notes to Financial Statements are an integral part hereof.

Table of Contents

## CH ENERGY GROUP CONSOLIDATED STATEMENT OF INCOME (CONT'D) (UNAUDITED)

(In Thousands, except per share amounts)

	Three Months Ended March 31,	
	2011	2010
<b>Common Stock:</b>		
Average shares outstanding - Basic	15,645	15,778
Average shares outstanding - Diluted	15,838	15,936
<b>Income from continuing operations attributable to CH Energy Group common shareholders</b>		
Earnings per share - Basic	\$1.07	\$1.29
Earnings per share - Diluted	\$1.06	\$1.27
<b>Income from discontinued operations attributable to CH Energy Group common shareholders</b>		
Earnings per share - Basic	\$0.01	\$0.01
Earnings per share - Diluted	\$0.01	\$0.01
<b>Amounts attributable to CH Energy Group common shareholders</b>		
Earnings per share - Basic	\$1.08	\$1.30
Earnings per share - Diluted	\$1.07	\$1.28
Dividends Declared Per Share	\$0.54	\$0.54

## CH ENERGY GROUP CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

(In Thousands)

	Three Months Ended March 31,	
	2011	2010
Net Income	\$17,189	\$20,715
<b>Other Comprehensive Income:</b>		
Fair value of cash flow hedges:		
Unrealized gains - net of tax of \$0 and (\$4)	-	5
Reclassification for gains realized in net income - net of tax of \$0 and \$24	-	(36)
Net unrealized gains/(loss) on investments held by equity method investees - net of tax of \$27 and (\$71)	(41)	107
Other comprehensive (loss) income	(41)	76
Comprehensive Income	17,148	20,791
Comprehensive income attributable to non-controlling interest	242	277
Comprehensive income attributable to CH Energy Group	\$16,906	\$20,514

The Notes to Financial Statements are an integral part hereof.





Table of Contents

## CH ENERGY GROUP CONSOLIDATED STATEMENT OF CASH FLOWS (UNAUDITED)

(In Thousands)

	Three Months Ended March 31,	
	2011	2010
<b>Operating Activities:</b>		
Net income	\$ 17,189	\$ 20,715
<b>Adjustments to reconcile net income to net cash provided by operating activities:</b>		
Depreciation	9,885	8,993
Amortization	1,037	931
Deferred income taxes - net	9,177	18,627
Bad debt expense	2,458	2,626
Distributed (undistributed) equity in earnings of unconsolidated affiliates	(464 )	(197 )
Pension expense	8,289	8,955
Other post-employment benefits ("OPEB") expense	1,999	2,083
Regulatory liability - rate moderation	(3,451 )	(5,473 )
Revenue decoupling mechanism recorded	5,280	(913 )
Regulatory asset amortization	1,743	1,863
Gain on sale of assets	-	15
<b>Changes in operating assets and liabilities - net of business acquisitions:</b>		
Accounts receivable, unbilled revenues and other receivables	(27,400 )	(17,301 )
Fuel, materials and supplies	6,781	4,096
Special deposits and prepayments	(1,894 )	(2,439 )
Income and other taxes	(2,242 )	(7,732 )
Accounts payable	(9,611 )	(6,111 )
Accrued interest	1,234	431
Customer advances	(9,264 )	(9,592 )
Pension plan contribution	(8,157 )	(30,138 )
OPEB contribution	-	(525 )
Revenue decoupling mechanism collected	1,742	1,369
Regulatory asset - storm deferral	-	(2,894 )
Regulatory asset - manufactured gas plant ("MGP") site remediation	559	(3,576 )
Regulatory asset - Temporary State Assessment	(2,272 )	(3,960 )
Deferred natural gas and electric costs	25,334	7,993
Other - net	1,821	(1,854 )
Net cash provided by (used in) operating activities	29,773	(14,008 )
<b>Investing Activities:</b>		
Proceeds from sale of assets	41	33
Additions to utility and other property and plant	(19,228 )	(12,560 )
Acquisitions made by competitive business subsidiaries	(1,961 )	-
Other - net	(477 )	(614 )
Net cash used in investing activities	(21,625 )	(13,141 )
<b>Financing Activities:</b>		
Borrowings (repayments) of short-term debt - net	16,500	30,000
Dividends paid on Common Stock	(8,523 )	(8,534 )

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Dividends paid on Preferred Stock of subsidiary	(242 )	(242 )
Shares repurchased	(8,533 )	-
Other - net	(228 )	(21 )
Net cash (used in) provided by financing activities	(1,026 )	21,203
Cash Included in Net Current Assets Held for Sale	(603 )	-
Net Change in Cash and Cash Equivalents	6,519	(5,946 )
Cash and Cash Equivalents at Beginning of Period	29,420	73,436
Cash and Cash Equivalents at End of Period	\$35,939	\$67,490
<b>Supplemental Disclosure of Cash Flow Information:</b>		
Interest paid	\$5,932	\$5,463
Federal and state taxes paid	\$7,989	\$14,374
Additions to plant included in liabilities	\$2,981	\$1,557
Regulatory asset - storm deferral costs in liabilities	\$-	\$16,360

The Notes to Financial Statements are an integral part hereof.

Table of Contents

## CH ENERGY GROUP CONSOLIDATED BALANCE SHEET (UNAUDITED)

(In Thousands)

	March 31, 2011	December 31, 2010	March 31, 2010
<b>ASSETS</b>			
Utility Plant			
Electric	\$972,543	\$963,261	\$915,540
Natural gas	295,914	292,358	282,828
Common	143,398	142,255	140,704
Gross Utility Plant	1,411,855	1,397,874	1,339,072
Less: Accumulated depreciation	378,038	395,776	381,112
Net	1,033,817	1,002,098	957,960
Construction work in progress	50,588	52,607	58,227
Net Utility Plant	1,084,405	1,054,705	1,016,187
Non-Utility Property & Plant			
Griffith non-utility property & plant	30,032	29,881	28,173
Other non-utility property & plant	55,927	64,059	36,512
Gross Non-Utility Property & Plant	85,959	93,940	64,685
Less: Accumulated depreciation - Griffith	20,679	20,519	19,076
Less: Accumulated depreciation - other	1,755	5,108	3,735
Net Non-Utility Property & Plant	63,525	68,313	41,874
Current Assets			
Cash and cash equivalents	35,939	29,420	67,490
Accounts receivable from customers - net of allowance for doubtful accounts of \$6.8 million, \$6.7 million and \$7.7 million, respectively	126,427	99,402	109,760
Accrued unbilled utility revenues	14,778	16,233	13,163
Other receivables	6,775	8,006	7,049
Fuel, materials and supplies	17,925	25,447	20,745
Regulatory assets	41,763	96,491	77,403
Income tax receivable	2,504	2,802	9,595
Fair value of derivative instruments	108	146	64
Special deposits and prepayments	24,565	22,869	23,754
Assets held for sale	8,653	-	-
Accumulated deferred income tax	17,492	-	2,158
Total Current Assets	296,929	300,816	331,181
Deferred Charges and Other Assets			
Regulatory assets - pension plan	134,199	142,647	159,509
Regulatory assets - other	81,115	83,678	119,700
Goodwill	36,455	35,940	35,651
Other intangible assets - net	13,691	12,867	14,246

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Unamortized debt expense	4,831	4,774	5,017
Investments in unconsolidated affiliates	7,077	6,681	9,057
Other investments	13,506	12,883	10,901
Other	5,444	5,971	17,169
Total Deferred Charges and Other Assets	296,318	305,441	371,250
Total Assets	\$1,741,177	\$1,729,275	\$1,760,492

The Notes to Financial Statements are an integral part hereof.

- 4 -

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Table of Contents

## CH ENERGY GROUP CONSOLIDATED BALANCE SHEET (CONT'D) (UNAUDITED)

(In Thousands)

	March 31, 2011	December 31, 2010	March 31, 2010
<b>CAPITALIZATION AND LIABILITIES</b>			
Capitalization			
CH Energy Group Common Shareholders' Equity			
Common Stock (30,000,000 shares authorized: \$0.10 par value; 16,862,087 shares issued) 15,620,765 shares, 15,799,262 shares and 15,813,388 shares outstanding, respectively	\$ 1,686	\$ 1,686	\$ 1,686
Paid-in capital	350,290	350,360	350,178
Retained earnings	238,862	230,342	237,898
Treasury stock - 1,241,322 shares, 1,062,825 shares and 1,048,699 shares, respectively	(53,702 )	(44,887 )	(44,064 )
Accumulated other comprehensive income	418	459	260
Capital stock expense	(328 )	(328 )	(328 )
Total CH Energy Group Common Shareholders' Equity	537,226	537,632	545,630
Non-controlling interest in subsidiary	172	172	1,420
Total Equity	537,398	537,804	547,050
Preferred Stock of subsidiary	21,027	21,027	21,027
Long-term debt	466,960	502,959	463,898
Total Capitalization	1,025,385	1,061,790	1,031,975
Current Liabilities			
Current maturities of long-term debt	36,941	941	24,000
Notes payable	16,500	-	30,000
Accounts payable	44,960	57,059	52,755
Accrued interest	7,632	6,398	6,498
Dividends payable	8,678	8,774	8,782
Accrued vacation and payroll	6,868	6,663	7,315
Customer advances	10,045	19,309	12,858
Customer deposits	7,590	7,727	8,526
Regulatory liabilities	17,379	18,596	19,969
Fair value of derivative instruments	9,626	13,183	36,789
Accrued environmental remediation costs	2,162	2,233	12,606
Deferred revenues	3,857	4,650	3,895
Liabilities held for sale	321	-	-
Accumulated deferred income tax	-	6,052	-
Other	13,527	18,961	13,807
Total Current Liabilities	186,086	170,546	237,800
Deferred Credits and Other Liabilities			
Regulatory liabilities - OPEB	8,930	6,976	3,205
Regulatory liabilities - other	113,621	99,793	107,897
Operating reserves	2,898	3,187	4,397
Fair value of derivative instruments	10,090	11,698	-
Accrued environmental remediation costs	3,201	4,312	6,898
Accrued OPEB costs	46,227	45,367	46,778
Accrued pension costs	96,524	102,555	124,845

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Tax reserve	11,952	11,486	-
Other	17,966	16,967	14,326
Total Deferred Credits and Other Liabilities	311,409	302,341	308,346
Accumulated Deferred Income Tax	218,297	194,598	182,371
Commitments and Contingencies			
Total Capitalization and Liabilities	\$ 1,741,177	\$ 1,729,275	\$ 1,760,492

The Notes to Financial Statements are an integral part hereof.

Table of Contents

## CH ENERGY GROUP CONSOLIDATED STATEMENT OF EQUITY (UNAUDITED)

(In Thousands, except share amounts)

	CH Energy Group Common Shareholders										
	Common Stock		Treasury Stock			Paid-In Capital	Retained Earnings	Accumulated Other Comprehensive Income /Non-controlling Interest	Total Equity		
	Shares Issued	Amount	Shares Repurchased	Amount	Capital Expense						
Balance at December 31, 2009	16,862,087	\$1,686	(1,057,525)	\$(44,406)	\$350,367	\$(328)	\$225,999	\$184	\$1,385	\$534,887	
Comprehensive income:											
Net income							20,680	35		20,715	
Dividends declared on Preferred Stock of subsidiary							(242 )			(242 )	
Change in fair value:											
Derivative instruments								5		5	
Investments								107		107	
Reclassification adjustments for gains recognized in net income								(36 )		(36 )	
Dividends declared on common stock							(8,539 )			(8,539 )	
Treasury shares activity - net			8,826	342	(189 )					153	
Balance at March 31, 2010	16,862,087	\$1,686	(1,048,699)	\$(44,064)	\$350,178	\$(328)	\$237,898	\$260	\$1,420	\$547,050	
Balance at December 31, 2010	16,862,087	\$1,686	(1,062,825)	\$(44,887)	\$350,360	\$(328)	\$230,342	\$459	\$172	\$537,804	
Comprehensive income:											
Net income							17,189			17,189	
Dividends declared on Preferred Stock of subsidiary							(242 )			(242 )	



Change in fair value:											
Investments							(41 )				(41 )
Dividends declared on common stock							(8,427 )				(8,427 )
Treasury shares activity - net			(178,497 )	(8,815 )	(70 )						(8,885 )
Balance at March 31, 2011	16,862,087	\$1,686	(1,241,322)	\$(53,702)	\$350,290	\$(328)	\$238,862	\$418	\$172		\$537,398

The Notes to Financial Statements are an integral part hereof.

Table of Contents

## CENTRAL HUDSON STATEMENT OF INCOME (UNAUDITED)

(In Thousands)

	Three Months Ended March 31,	
	2011	2010
Operating Revenues		
Electric	\$ 154,570	\$ 145,962
Natural gas	75,482	69,087
Total Operating Revenues	230,052	215,049
Operating Expenses		
Operation:		
Purchased electricity and fuel used in electric generation	70,268	66,874
Purchased natural gas	41,798	37,648
Other expenses of operation	69,254	57,703
Depreciation and amortization	8,921	8,414
Taxes, other than income tax	13,235	10,651
Total Operating Expenses	203,476	181,290
Operating Income	26,576	33,759
Other Income and Deductions		
Interest on regulatory assets and other interest income	1,866	1,125
Regulatory adjustments for interest costs	383	(142 )
Other - net	(563 )	(181 )
Total Other Income	1,686	802
Interest Charges		
Interest on long-term debt	5,904	4,773
Interest on regulatory liabilities and other interest	1,470	1,663
Total Interest Charges	7,374	6,436
Income Before Income Taxes	20,888	28,125
Income Taxes	8,249	11,480
Net Income	12,639	16,645
Dividends Declared on Cumulative Preferred Stock	242	242
Income Available for Common Stock	\$ 12,397	\$ 16,403

## CENTRAL HUDSON STATEMENT OF COMPREHENSIVE INCOME (UNAUDITED)

(In Thousands)

Three Months Ended  
March 31,

	2011	2010
Net Income	\$ 12,639	\$ 16,645
Other Comprehensive Income	-	-
Comprehensive Income	\$ 12,639	\$ 16,645

The Notes to Financial Statements are an integral part hereof.

Table of ContentsCENTRAL HUDSON STATEMENT OF CASH FLOWS (UNAUDITED)  
(In Thousands)

	Three Months Ended March 31,	
	2011	2010
<b>Operating Activities:</b>		
Net income	\$12,639	\$16,645
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation	8,481	8,050
Amortization	440	364
Deferred income taxes - net	7,951	17,532
Bad debt expense	2,076	2,389
Pension expense	8,289	8,955
OPEB expense	1,999	2,083
Regulatory liability - rate moderation	(3,451 )	(5,473 )
Revenue decoupling mechanism recorded	5,280	(913 )
Regulatory asset amortization	1,743	1,863
Changes in operating assets and liabilities - net:		
Accounts receivable, unbilled revenues and other receivables	(12,231 )	(10,418 )
Fuel, materials and supplies	5,117	3,977
Special deposits and prepayments	(3,055 )	(1,468 )
Income and other taxes	(1,954 )	(6,188 )
Accounts payable	(4,425 )	(3,012 )
Accrued interest	399	(405 )
Customer advances	(7,726 )	(6,454 )
Pension plan contribution	(8,157 )	(30,138 )
OPEB contribution	-	(525 )
Revenue decoupling mechanism collected	1,742	1,369
Regulatory asset - storm deferral	-	(2,894 )
Regulatory asset - MGP site remediation	559	(3,576 )
Regulatory asset - Temporary State Assessment	(2,272 )	(3,960 )
Deferred natural gas and electric costs	25,334	7,993
Other - net	4,174	2,693
Net cash provided by (used in) operating activities	42,952	(1,511 )
<b>Investing Activities:</b>		
Additions to utility plant	(16,117 )	(12,760 )
Other - net	(453 )	(627 )
Net cash used in investing activities	(16,570 )	(13,387 )
<b>Financing Activities:</b>		
Borrowings (repayments) of short-term debt - net	-	30,000
Dividends paid to parent - CH Energy Group	(11,000 )	-
Dividends paid on cumulative Preferred Stock	(242 )	(242 )
Other - net	(228 )	(21 )
Net cash (used in) provided by financing activities	(11,470 )	29,737
Net Change in Cash and Cash Equivalents	14,912	14,839

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Cash and Cash Equivalents - Beginning of Period	9,622	4,784
Cash and Cash Equivalents - End of Period	\$24,534	\$19,623

Supplemental Disclosure of Cash Flow Information:

Interest paid	\$5,912	\$5,432
Federal and state taxes paid	\$7,827	\$8,910
Additions to plant included in liabilities	\$2,165	\$1,529
Regulatory asset - storm deferral costs in liabilities	\$-	\$16,360

The Notes to Financial Statements are an integral part hereof.

- 8 -

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Table of ContentsCENTRAL HUDSON BALANCE SHEET (UNAUDITED)  
(In Thousands)

	March 31, 2011	December 31, 2010	March 31, 2010
<b>ASSETS</b>			
Utility Plant			
Electric	\$972,543	\$963,261	\$915,540
Natural gas	295,914	292,358	282,828
Common	143,398	142,255	140,704
Gross Utility Plant	1,411,855	1,397,874	1,339,072
Less: Accumulated depreciation	378,038	395,776	381,112
Net	1,033,817	1,002,098	957,960
Construction work in progress	50,588	52,607	58,227
Net Utility Plant	1,084,405	1,054,705	1,016,187
Non-Utility Property and Plant	681	681	681
Less: Accumulated depreciation	35	35	33
Net Non-Utility Property and Plant	646	646	648
Current Assets			
Cash and cash equivalents	24,534	9,622	19,623
Accounts receivable from customers - net of allowance for doubtful accounts of \$5.3 million, \$5.3 million and \$5.9 million, respectively	86,292	67,185	77,113
Accrued unbilled utility revenues	14,778	16,233	13,163
Other receivables	2,832	10,328	3,265
Fuel, materials and supplies - at average cost	14,910	20,027	17,328
Regulatory assets	41,763	96,491	77,403
Income tax receivable	-	-	16,894
Fair value of derivative instruments	68	34	-
Special deposits and prepayments	20,268	17,184	19,797
Accumulated deferred income tax	11,133	-	-
Total Current Assets	216,578	237,104	244,586
Deferred Charges and Other Assets			
Regulatory assets - pension plan	134,199	142,647	159,509
Regulatory assets - other	81,115	83,678	119,700
Unamortized debt expense	4,831	4,774	5,017
Other investments	13,110	12,511	10,622
Other	2,449	3,009	4,064
Total Deferred Charges and Other Assets	235,704	246,619	298,912
Total Assets	\$1,537,333	\$1,539,074	\$1,560,333

The Notes to Financial Statements are an integral part hereof.



Table of ContentsCENTRAL HUDSON BALANCE SHEET (CONT'D) (UNAUDITED)  
(In Thousands)

	March 31, 2011	December 31, 2010	March 31, 2010
<b>CAPITALIZATION AND LIABILITIES</b>			
<b>Capitalization</b>			
Common Stock, 30,000,000 shares authorized; 16,862,087 shares issued and outstanding, \$5 par value	\$84,311	\$84,311	\$84,311
Paid-in capital	199,980	199,980	199,980
Retained earnings	166,295	164,898	167,153
Capital stock expense	(4,961 )	(4,961 )	(4,961 )
<b>Total Equity</b>	<b>445,625</b>	<b>444,228</b>	<b>446,483</b>
Cumulative Preferred Stock not subject to mandatory redemption	21,027	21,027	21,027
Long-term debt	417,901	453,900	413,898
<b>Total Capitalization</b>	<b>884,553</b>	<b>919,155</b>	<b>881,408</b>
<b>Current Liabilities</b>			
Current maturities of long-term debt	36,000	-	24,000
Notes payable	-	-	30,000
Accounts payable	36,833	43,452	45,314
Accrued interest	6,366	5,967	5,232
Dividends payable - Preferred Stock	242	242	242
Accrued vacation and payroll	5,351	5,484	5,751
Customer advances	6,028	13,753	8,548
Customer deposits	7,514	7,654	8,451
Regulatory liabilities	17,379	18,596	19,969
Fair value of derivative instruments	9,626	13,183	36,739
Accrued environmental remediation costs	1,042	1,396	12,334
Accrued income taxes	699	113	-
Accumulated deferred income tax	-	9,439	156
Other	8,543	13,275	8,977
<b>Total Current Liabilities</b>	<b>135,623</b>	<b>132,554</b>	<b>205,713</b>
<b>Deferred Credits and Other Liabilities</b>			
Regulatory liabilities - OPEB	8,930	6,976	3,205
Regulatory liabilities - other	113,621	99,793	107,897
Operating reserves	2,102	2,068	3,164
Fair value of derivative instruments	10,090	11,698	-
Accrued environmental remediation costs	1,693	1,849	3,652
Accrued OPEB costs	46,227	45,367	46,778
Accrued pension costs	96,524	102,555	124,845
Tax reserve	11,952	11,486	-
Other	17,080	16,109	13,566
<b>Total Deferred Credits and Other Liabilities</b>	<b>308,219</b>	<b>297,901</b>	<b>303,107</b>



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Accumulated Deferred Income Tax	208,938	189,464	170,105
Commitments and Contingencies			
Total Capitalization and Liabilities	\$ 1,537,333	\$ 1,539,074	\$ 1,560,333

The Notes to Financial Statements are an integral part hereof.

- 10 -

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Table of ContentsCENTRAL HUDSON STATEMENT OF EQUITY (UNAUDITED)  
(In Thousands, except share amounts)

	Central Hudson Common Shareholders		Treasury		Paid-In Capital	Capital Stock Expense	Retained Earnings	Accumulated Other Comprehensive Income / (Loss)	Total Equity
	Common Stock		Shares	Amount					
	Shares Issued	Amount	Repurchased	Amount					
Balance at December 31, 2009	16,862,087	\$ 84,311	-	\$ -	\$ 199,980	\$ (4,961)	\$ 150,750	\$ -	\$ 430,080
Net income							16,645		16,645
Dividends declared:									
On cumulative Preferred Stock							(242 )		(242 )
Balance at March 31, 2010	16,862,087	\$ 84,311	-	\$ -	\$ 199,980	\$ (4,961)	\$ 167,153	\$ -	\$ 446,483
Balance at December 31, 2010	16,862,087	\$ 84,311	-	\$ -	\$ 199,980	\$ (4,961)	\$ 164,898	\$ -	\$ 444,228
Net income							12,639		12,639
Dividends declared:									
On cumulative Preferred Stock							(242 )		(242 )
On Common Stock to parent - CH Energy Group							(11,000 )		(11,000 )
Balance at March 31, 2011	16,862,087	\$ 84,311	-	\$ -	\$ 199,980	\$ (4,961)	\$ 166,295	\$ -	\$ 445,625

The Notes to Financial Statements are an integral part hereof.

Table of Contents

NOTES TO FINANCIAL STATEMENTS (UNAUDITED)

NOTE 1 – Summary of Significant Accounting Policies

Basis of Presentation

This Quarterly Report on Form 10-Q is a combined report of CH Energy Group, Inc. (“CH Energy Group”) and its regulated electric and natural gas subsidiary, Central Hudson Gas & Electric Corporation (“Central Hudson”). The Notes to the Consolidated Financial Statements apply to both CH Energy Group and Central Hudson. CH Energy Group’s Consolidated Financial Statements include the accounts of CH Energy Group and its wholly owned subsidiaries, which include Central Hudson and CH Energy Group’s non-utility subsidiary, Central Hudson Enterprises Corporation (“CHEC”). Operating results of CHEC include its wholly owned subsidiaries, Griffith Energy Services, Inc. (“Griffith”), CH-Auburn Energy, LLC (“CH-Auburn”), CH-Greentree, LLC (“CH-Greentree”), CH Shirley Wind, LLC (“CH Shirley Wind”), CH-Lyonsdale, LLC (“CH-Lyonsdale”) and Lyonsdale Biomass, LLC (“Lyonsdale”), and its majority owned subsidiary Shirley Wind (Delaware), LLC (“Shirley Delaware”). The non-controlling interest shown on CH Energy Group’s Consolidated Financial Statements represents the minority owner’s proportionate share of the income and equity of Shirley Delaware for 2011 and 2010 and Lyonsdale for 2010 prior to the purchase of the minority owner’s interest on October 1, 2010. Inter-company balances and transactions have been eliminated in consolidation.

The Financial Statements were prepared in conformity with accounting principles generally accepted in the United States of America (“GAAP”), which for regulated public utilities, includes specific accounting guidance for regulated operations. For additional information regarding regulatory accounting, see Note 2 - “Regulatory Matters.”

Unaudited Financial Statements

The accompanying Consolidated Financial Statements of CH Energy Group and Financial Statements of Central Hudson are unaudited but, in the opinion of Management, reflect adjustments (which include normal recurring adjustments) necessary for a fair statement of the results for the interim periods presented. These unaudited quarterly Financial Statements do not contain all footnote disclosures concerning accounting policies and other matters which would be included in annual Financial Statements and, accordingly, should be read in conjunction with the audited Financial Statements (including the Notes thereto) included in the combined CH Energy Group/Central Hudson Annual Report on Form 10-K for the year ended December 31, 2010 (the “Corporations’ 10-K Annual Report”).

CH Energy Group’s and Central Hudson’s balance sheet as of March 31, 2010 is not required to be included in this Quarterly Report on Form 10-Q; however, this balance sheet is included for supplemental analysis purposes.

Table of Contents

Reclassification

Certain amounts in the 2010 Financial Statements have been reclassified to conform to the 2011 presentation.

On March 31, 2011, CH Energy Group's subsidiary CHEC entered into an agreement to sell its Lyonsdale Biomass subsidiary, which operates a wood-burning electric generating facility in New York. CH Energy Group concluded that the criteria for reporting held for sale and discontinued operations were met at March 31, 2011, and accordingly, presented the results of operations associated with these operations for current and prior periods in discontinued operations in the CH Energy Group Consolidated Statement of Income and has presented the assets and liabilities of Lyonsdale separately in the CH Energy Group Consolidated Balance Sheet. Management has elected to include cash flows from discontinued operations with those from continuing operations in the CH Energy Group Consolidated Statement of Cash Flows.

For more information regarding discontinued operations and assets held for sale, see Note 5 – "Acquisition, Divestitures and Investments."

Consolidation of Variable Interest Entities

CH Energy Group and its subsidiaries do not have any interests in special purpose entities and do not have material affiliations with any variable interest entities which were not consolidated.

Revenue Recognition

CH Energy Group's deferred revenue balances as of March 31, 2011, December 31, 2010 and March 31, 2010 were \$3.9 million, \$4.7 million and \$3.9 million, respectively. The deferred revenue balance will be recognized in CH Energy Group's operating revenues over the 12-month term of the respective customer contract.

As required by the PSC, Central Hudson records gross receipts tax revenues and expenses on a gross income statement presentation basis (i.e., included in both revenue and expenses). Sales and use taxes for both Central Hudson and Griffith are accounted for on a net basis (excluded from revenue).

Table of Contents

## Fuel, Materials &amp; Supplies

The following is a summary of CH Energy Group's and Central Hudson's inventories (In Thousands):

## CH Energy Group

	March 31, 2011	December 31, 2010	March 31, 2010
Natural gas	\$ 5,467	\$ 10,809	\$ 7,414
Petroleum products and propane	2,284	3,831	2,111
Fuel used in electric generation	266 (1)	820	798
Materials and supplies	9,908 (1)	9,987	10,422
Total	\$ 17,925	\$ 25,447	\$ 20,745

## Central Hudson

	March 31, 2011	December 31, 2010	March 31, 2010
Natural gas	\$ 5,467	\$ 10,809	\$ 7,414
Petroleum products and propane	519	519	525
Fuel used in electric generation	266	271	293
Materials and supplies	8,658	8,428	9,096
Total	\$ 14,910	\$ 20,027	\$ 17,328

(1) Fuel used in electric generation of \$525 and materials and supplies of \$216 related to Lyonsdale have been excluded from these amounts as of March 31, 2011 and designated as held for sale under current accounting guidance. For further details, see Note 5 - "Acquisitions, Divestitures and Investments."

## Depreciation and Amortization

Current accounting guidance related to asset retirements precludes the recognition of expected future retirement obligations as a component of depreciation expense or accumulated depreciation. Central Hudson, however, is required to use depreciation methods and rates approved by the PSC under regulatory accounting. These depreciation rates include a change for the cost of future removal and retirement of fixed assets. In accordance with current accounting guidance for regulated operations, Central Hudson continues to accrue for the future cost of removal for its rate-regulated natural gas and electric utility assets. In accordance with current accounting guidance related to asset retirements, Central Hudson has classified \$52.5 million, \$46.9 million, and \$46.5 million of cost of removal as regulatory liabilities as of March 31, 2011, December 31, 2010, and March 31, 2010, respectively. This liability represents the portion of the cost of removal charge in excess of the amount reported as an Asset Retirement Obligation under GAAP.

See Note 6 - "Goodwill and Other Intangible Assets" for further discussion of amortization of intangibles (other than goodwill).

Table of Contents

Earnings Per Share

In the calculation of earnings per share (basic and diluted) of CH Energy Group's Common Stock, earnings for CH Energy Group are reduced by the Preferred Stock dividends of Central Hudson.

The average dilutive effect of CH Energy Group's stock options, performance shares and restricted shares are as follows (In Shares):

Three Months Ended March 31,	
2011	2010
193,449	158,461

Certain stock options are excluded from the calculation of diluted earnings per share because the exercise price of those options were greater than the average market price per share of Common Stock. Options excluded are as follows (In Shares):

Three Months Ended March 31,	
2011	2010
-	35,980

For additional information regarding stock options, performance shares and restricted shares, see Note 11 - "Equity-Based Compensation."

Parental Guarantees

CH Energy Group and CHEC have issued guarantees to counterparties to assure the payment, when due, of certain obligations incurred by CH Energy Group subsidiaries, in physical and financial transactions.

(In Thousands)

Transaction Description	March 31, 2011	
	Maximum Potential Payments	Outstanding Liabilities(1)
Heating oil, propane, other petroleum products, weather and commodity hedges	\$33,750	\$ 6,283
Certain equipment supply and construction agreements	\$1,044	\$ 789

(1) Balances included in CH Energy Group's Consolidated Balance Sheet

Management is not aware of any existing condition that would require payment under the guarantees.

Table of Contents

Common Stock Dividends

CH Energy Group's ability to pay dividends is affected by the ability of its subsidiaries to pay dividends. The Federal Power Act limits the payment of dividends by Central Hudson to its retained earnings. More restrictive is the PSC's limit on the dividends Central Hudson may pay to CH Energy Group which is 100% of the average annual income available for common stock, calculated on a two-year rolling average basis. Based on this calculation, Central Hudson was restricted to a maximum payment of \$38.5 million in dividends to CH Energy Group for the year ended December 31, 2010. Central Hudson's dividend would be reduced to 75% of its average annual income in the event of a downgrade of its senior debt rating below "BBB+" by more than one rating agency if the stated reason for the downgrade is related to CH Energy Group or any of Central Hudson's affiliates. Further restrictions are imposed for any downgrades below this level. During the three months ended March 31, 2011, Central Hudson declared and paid dividends of \$11.0 million to CH Energy Group. CH Energy Group's other subsidiaries do not have express restrictions on their ability to pay dividends.

On March 31, 2011, the Board of Directors of CH Energy Group declared a quarterly dividend of \$0.54 per share, payable May 2, 2011, to shareholders of record as of April 11, 2011.

Table of Contents

## NOTE 2 – Regulatory Matters

## Summary of Regulatory Assets and Liabilities

The following table sets forth Central Hudson's regulatory assets and liabilities (In Thousands):

	March 31, 2011	December 31, 2010	March 31, 2010
<b>Regulatory Assets (Debits):</b>			
Current:			
Deferred purchased electric and natural gas costs	\$ 4,985	\$ 30,320	\$ 19,617
Deferred unrealized losses on derivatives	19,648	24,847	36,739
PSC General and Temporary State Assessment and carrying charges	12,286	9,891	15,297
RDM and carrying charges	-	3,966	4,698
Residual natural gas deferred balances	4,554	4,554	962
Deferred storm costs and carrying charges	- (1)	19,985	-
Uncollectible deferral and carrying charges	- (1)	2,638	-
Other	290	290	90
	41,763	96,491	77,403
Long-term:			
Deferred pension costs	134,199	142,647	159,509
Carrying charges - pension reserve	2,068	1,144	2,160
Deferred and accrued costs - MGP site remediation and carrying charges	9,398	10,364	16,790
Deferred debt expense on re-acquired debt	5,957	6,084	4,748
Deferred Medicare Subsidy taxes	6,885	6,740	6,314
Residual natural gas deferred balances and carrying charges	12,453	14,121	17,631
Income taxes recoverable through future rates	35,972	35,903	41,781
Uncollectible deferral and carrying charges	-	-	3,369
Deferred storm costs and carrying charges	-	-	19,253
Other	8,382	9,322	7,654
	215,314	226,325	279,209
Total Regulatory Assets	\$ 257,077	\$ 322,816	\$ 356,612
<b>Regulatory Liabilities (Credits):</b>			
Current:			
Excess electric depreciation reserve and carrying charges	\$ 4,931	\$ 7,366	\$ 10,114
RDM and carrying charges	3,198	-	-
Income taxes refundable through future rates	5,128	5,128	6,037
Deferred unbilled gas revenues	4,122	6,102	3,818
	17,379	18,596	19,969
Long-term:			
Customer benefit fund	3,403	3,468	3,740
Deferred cost of removal	52,517	46,938	46,480
Electric rate base credit fund	9,632 (1)	-	-
Excess electric depreciation reserve and carrying charges	4,004	4,889	13,583



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Income taxes refundable through future rates	26,099	33,820	33,716
Deferred OPEB costs	8,930	6,976	3,205
Carrying charges - OPEB reserve	2,476	1,599	2,239
Other	15,490	9,079	8,139
	122,551	106,769	111,102
Total Regulatory Liabilities	\$ 139,930	\$ 125,365	\$ 131,071
Net Regulatory Assets	\$ 117,147	\$ 197,451	\$ 225,541

(1) Central Hudson offset deferred storm costs and incremental bad debt expense and associated carrying charges, in accordance with the PSC prescribed Order issued on April 14, 2011.

- 17 -

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Table of Contents

## 2010 Rate Order

From July 1, 2010 through June 30, 2013, Central Hudson operates under the terms of the 2010 Rate Order, which provides for the following:

Description	2010 Rate Order
Electric delivery revenue increases	\$11.8 million(1) 7/1/10 \$9.3 million(1) 7/1/11 \$9.0 million 7/1/12
Natural gas delivery revenue increases	\$5.7 million 7/1/10 \$2.4 million 7/1/11 \$1.6 million 7/1/12
ROE	10.0%
Earnings sharing	Yes(2)
Capital structure – common equity	48%
Targets with true-up provisions - % of revenue requirement to defer for shortfalls	
Net plant balances	100%
Transmission and distribution ROW maintenance	100%
RDMs – electric and natural gas(3)	Yes
New deferral accounting for full recovery	
Fixed debt costs	Yes(4)
Transmission sag mitigation	Yes
New York State Temporary Assessment	Yes
Material regulatory actions(5)	Yes(5)
Property taxes – Deferral for 90% of excess/deficiency relative to revenue requirement	Yes(6)

(1) Moderated by \$12 million and \$4 million bill credits, respectively.

(2) ROE > 10.5%, 50% to customers, > 11.0%, 80% to customers, > 11.5%, 90% to customers.

(3) Electric is based on revenue dollars; gas is based on usage per customer.

(4) Deferral authorization in RY2 and RY3 only.

(5) Legislative, governmental or regulatory actions with individual impacts greater than or equal to 2% of net income of the applicable department.

(6) The Company's pre-tax gain or loss limited to \$0.7 million per rate year.

## Other PSC Proceedings

On September 23, 2010, Central Hudson filed a petition with the PSC requesting approval to defer for future recovery the incremental bad debt expense and storm costs, and incremental gas and electric property tax expense above the respective rate allowances for the twelve months ended June 30, 2010. The petition also requests approval of offsets of the foregoing against significant tax refunds resulting from a change in the way Central Hudson treats certain capital expenditures for tax purposes.

On April 14, 2011, the Commission issued an Order authorizing deferral of \$18.8 million of the incremental electric storm restoration expense and the \$2.6 million of incremental bad debt expense and denying deferral of the Company's \$2.6 million of incremental electric and gas property tax expense. The PSC also approved the ratemaking treatment proposed by the Company in its filing and the offsets have been recorded as of March 31, 2011. The remaining balance of the tax refund not subject to offset has been established as a regulatory liability, electric rate base credit fund, for the benefit of customers totaling \$9.6 million.

- 18 -

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Table of Contents

## NOTE 3 - New Accounting Guidance

Newly adopted and soon to be adopted accounting guidance is summarized below, and explanations of the underlying information for all guidance (except that which is not currently applicable) that is expected to have a material impact on CH Energy Group and its subsidiaries.

Impact	Category	Accounting Reference	Title	Issued Date	Effective Date
1	Fair Value Measurements and Disclosures (Topic 820)	ASU No. 2010-06	Improving Disclosures about Fair Value Measurements	Jan-10	Jan-11
1	Intangibles - Goodwill and Other (Topic 360)	ASU No. 2010-28	Intangibles - Goodwill and Other: When to Perform Step 2 of the Goodwill Impairment Test for Reporting Units with Zero or Negative Carrying Amounts	Dec-10	Jan-11
1	Business Combinations (Topic 805)	ASU No. 2010-29	Disclosure of Supplementary Pro Forma Information for Business Combinations	Dec-10	Jan-11

## Impact Key:

- (1) No current impact on the financial condition, results of operations and cash flows of CH Energy Group and its subsidiaries when adopted on the effective date noted.

## NOTE 4 – Income Tax

In September of 2010, Central Hudson filed a request with the Internal Revenue Service (“IRS”) to change the Company’s tax accounting method related to costs to repair and maintain utility assets. The change was effective for the tax year ending December 31, 2009. This change allows Central Hudson to take a current tax deduction for a significant amount of repair costs that were previously capitalized for tax purposes.

Other than the uncertain tax position related to the Company’s accounting method change, there are no other uncertain tax positions. The following is a summary of activity related to uncertain tax positions (In Thousands):

	Three Months Ended March 31,	
	2011	2010
Balance at the beginning of the period	\$11,486	\$-
Additional reserve related to tax accounting method change	466	-
Settlement of uncertain tax positions with tax authorities	-	-
Lapse of statute of limitations related to uncertain tax positions	-	-
Balance at the end of the period	\$11,952	\$-



Table of Contents

Jurisdiction	Tax Years Open for Audit
Federal(1)	2007, 2008 and 2009
New York State	2007, 2008 and 2009

(1) Federal tax filings for the years 2007, 2008 and 2009 are currently under audit.

## Reconciliation - CH Energy Group

The following is a reconciliation between the amount of federal income tax computed on income before taxes at the statutory rate and the amount reported in CH Energy Group's Consolidated Statement of Income (In Thousands):

	Three Months Ended March 31,	
	2011	2010
Net income attributable to CH Energy Group	\$ 16,947	\$ 20,438
Preferred Stock dividends of Central Hudson	242	242
Non-controlling interest in subsidiary	-	35
Federal income tax	1,003	(3,868)
State income tax	348	(725)
Deferred federal income tax	8,552	16,298
Deferred state income tax	746	2,328
Income before taxes	\$ 27,838	\$ 34,748
Computed federal tax at 35% statutory rate	\$ 9,743	\$ 12,162
State income tax net of federal tax benefit	988	1,774
Depreciation flow-through	788	666
Cost of Removal	(457)	(366)
Production tax credits	(35)	(61)
Other	(378)	(142)
Total income tax	\$ 10,649	\$ 14,033
Effective tax rate - federal	34.3 %	35.8 %
Effective tax rate - state	4.0 %	4.6 %
Effective tax rate - combined	38.3 %	40.4 %

Table of Contents

## Reconciliation - Central Hudson

The following is a reconciliation between the amount of federal income tax computed on income before taxes at the statutory rate and the amount reported in Central Hudson's Statement of Income (In Thousands):

	Three Months Ended			
	March 31,			
	2011	2010		
Net income	\$12,639	\$16,645		
Federal income tax	70	(5,101 )		
State income tax	170	(950 )		
Deferred federal income tax	7,217	15,441		
Deferred state income tax	792	2,090		
Income before taxes	\$20,888	\$28,125		
Computed federal tax at 35% statutory rate	\$7,311	\$9,844		
State income tax net of federal tax benefit	903	1,472		
Depreciation flow-through	788	666		
Cost of Removal	(457 )	(366 )		
Other	(296 )	(136 )		
Total income tax	\$8,249	\$11,480		
Effective tax rate - federal	34.9	%	36.7	%
Effective tax rate - state	4.6	%	4.1	%
Effective tax rate - combined	39.5	%	40.8	%

## NOTE 5 – Acquisitions, Divestitures and Investments

## Acquisitions

During the three months ended March 31, 2011, Griffith acquired fuel distribution companies as follows (Dollars in Thousands):

Quarter Ended	# of Acquired Companies	Purchase Price	Total Intangible Assets(1)	Goodwill	Total Tangible Assets
March 31, 2011	2	\$ 1,961	\$ 1,936	\$ 515	\$ 25
Total	2	\$ 1,961	\$ 1,936	\$ 515	\$ 25

(1) Including goodwill.

## Divestitures

In the first quarter of 2011, Griffith reduced its environmental reserve by \$0.6 million based on the completion of an environmental study. The reserve adjustment related to the 2009 divestiture of operations in certain geographic locations. As such, \$0.4 million, net of tax, has been reflected in income from discontinued operations in the CH Energy Group Consolidated Income Statement for the three months ended March 31, 2011.

On March 29, 2011, CH Energy Group's subsidiary CHEC entered into an agreement to sell its Lyonsdale Biomass Facility. CH Energy Group concluded that the criteria for reporting held for sale and discontinued operations were met at March 31, 2011, and accordingly, presented the results of operations associated with these operations for current and prior periods in discontinued operations in the CH Energy Group Consolidated Statement of Income and has presented the assets and liabilities of Lyonsdale separately in the CH Energy Group Consolidated Balance Sheet. Management has elected to include cash flows from discontinued operations with those from continuing operations in the CH Energy Group Consolidated Statement of Cash Flows.



Table of Contents

The table below provides additional detail of the financial results of the discontinued operations (In Thousands):

	Three Months Ended	
	2011	2010
Revenues from discontinued operations	\$1,773	\$2,670
Income from discontinued operations before tax	187	122
Income tax expense (benefit) from discontinued operations	5	(29)

The carrying amounts of the major classes of assets and liabilities classified as held for sale in CH Energy Group's Consolidated Balance Sheet are as follows (In Thousands):

	March 31, 2011
<b>Assets</b>	
<b>Current Assets</b>	
Cash	\$603
Accounts receivable from customers	525
Fuel, materials and supplies	741
Special deposits and prepayments	227
Other receivable	78
Total current assets	2,174
<b>Property, Plant and Equipment</b>	
Property, plant and equipment	10,670
Less: Accumulated depreciation	4,191
Total property, plant and equipment, net	6,479
<b>Assets held for sale</b>	<b>\$8,653</b>
<b>Liabilities</b>	
<b>Current Liabilities</b>	
Accounts payable	\$157
Accrued expenses	137
Accrued vacation and payroll	18
Other	9
<b>Liabilities held for sale</b>	<b>\$321</b>

Table of Contents

## Investments

CHEC's current investments at March 31, 2011 include the following (Dollars in Thousands):

CHEC Investment	Description	Intercompany Debt	Equity Investment	Total
Griffith Energy Services	100% controlling interest in a fuel distribution business	\$ 45,000	\$ 36,140	\$ 81,140
Lyonsdale	100% ownership in a wood-fired biomass electric generating plant	5,175	3,157	8,332
CH-Greentree	100% equity interest in a molecular gate used to remove nitrogen from landfill gas	-	4,981	4,981
CH-Auburn	100% equity interest in a 3-megawatt electric generating plant that utilizes landfill gas to produce electricity	2,750	1,674	4,424
CH-Community Wind	50% equity interest in a joint venture that owns 18% interest in two operating wind projects	-	3,710	3,710
CH Shirley Wind	100% ownership of CH Shirley Wind, which owns 90% controlling interest in Shirley Wind (Delaware), LLC ("Shirley Delaware"), which owns 100% interest in Shirley Wind, LLC ("Shirley Wind"), a 20 megawatt wind project	25,000	20,235	45,235
Other	Other renewable energy projects and partnerships and an energy sector venture capital fund	-	3,367	3,367
		\$ 77,925	\$ 73,264	\$ 151,189

On April 21, 2011, CHEC's Board of Directors passed a resolution authorizing entering into a purchase and sale agreement and accordingly, the assets and liabilities of Shirley Wind have been designated as held for sale subsequent to the March 31, 2011 reporting date. See Note 16 – "Subsequent Events" for further details of assets held for sale after the balance sheet date. Management updated its test for recoverability from year end assuming a sale transaction, noting the cash flows indicated by the bid from an interested party together with the receipt of federal grants, on an undiscounted basis, exceed the net book value of the investment in Shirley Wind at March 31, 2011. Therefore, no impairment is indicated.



Table of Contents

## NOTE 6 – Goodwill and Other Intangible Assets

The components of amortizable intangible assets of CH Energy Group are summarized as follows (Dollars In Thousands):

	March 31, 2011		December 31, 2010		March 31, 2010		
	Weighted Average Amortization Period (Years)	Gross Carrying Amount	Accumulated Amortization	Gross Carrying Amount	Accumulated Amortization	Gross Carrying Amount	Accumulated Amortization
Customer relationships	15	\$ 35,341	\$ 21,801	\$ 34,063	\$ 21,214	\$ 33,745	\$ 19,519
Covenants not to compete	5	256	105	113	95	100	80
Total Amortizable Intangibles	14.93	\$ 35,597	\$ 21,906	\$ 34,176	\$ 21,309	\$ 33,845	\$ 19,599

(In Thousands)	Three Months Ended March 31,	
	2011	2010
Amortization Expense	\$597	\$567

The estimated annual amortization expense for each of the next five years, assuming no new acquisitions or divestitures, is approximately \$2.0 million.

## NOTE 7 – Short-Term Borrowing Arrangements

CH Energy Group and Central Hudson's borrowings under a revolving credit facility are as follows (In Thousands):

	March 31, 2011	December 31, 2010	March 31, 2010
CH Energy Group Holding Company Short-term borrowings	\$16,500	\$-	\$-
Central Hudson Short-term borrowings	-	-	30,000
CH Energy Group Consolidated	\$16,500	\$-	\$30,000

## NOTE 8 – Capitalization – Common and Preferred Stock

For a schedule of activity related to common stock, paid-in capital and capital stock, see the Consolidated Statement of Equity for CH Energy Group and Central Hudson.

Effective July 31, 2007, CH Energy Group's Board of Directors extended and amended the Common Stock Repurchase Program of the Company (the "Repurchase Program"), which was originally authorized in 2002. As amended, the Repurchase Program authorizes the repurchase of up to 2,000,000 shares (excluding shares repurchased before July 31, 2007) or approximately 13% of the CH Energy Group's outstanding Common Stock, from time to time, through July 31, 2012. As of March 31, 2011, CH Energy Group had purchased 202,345 shares under the Repurchase Program of which 172,783 shares were purchased during the three months ended March 31, 2011. Subsequent to March 31, 2011 and through April 29, 2011, CH Energy Group purchased 78,394 additional shares under the Repurchase Program. CH Energy Group intends to purchase additional shares under the Program during the remainder of 2011. CH Energy Group intends to set repurchase targets, if any, from time to time based on then prevailing circumstances. Management's repurchase of shares does not represent a retirement or constructive retirement of shares and accordingly, has been presented as an increase to treasury stock in CH Energy Group's

Consolidated Balance Sheet.

- 24 -

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Table of Contents

There were no repurchases of preferred stock in the three months ended March 31, 2011 and 2010.

On January 24, 2011, Central Hudson made an \$11.0 million dividend payment to parent CH Energy Group. Central Hudson made an additional dividend payment of \$11.0 million to parent CH Energy Group on May 2, 2011.

NOTE 9 – Capitalization – Long-Term Debt

NYSERDA

On December 7, 2010, Central Hudson issued \$82.15 million of its unsecured Medium Term Notes. Central Hudson used the proceeds from the sale of the notes for refunding its 1999 NYSERDA Bonds Series C and Series D of \$41.15 million and \$41.0 million, respectively. Central Hudson has retired these Series C and Series D NYSERDA Bonds and no notes are outstanding in these two Series.

Central Hudson's Series B NYSERDA Bonds total \$33.7 million at March 31, 2011. These bonds are tax-exempt multi-modal bonds that are currently in a variable rate mode. In its Orders, the PSC has authorized deferral accounting treatment for variations in the interest costs from these bonds. As such, variations between the actual interest rates on these bonds and the interest rate included in the current delivery rate structure for these bonds are deferred for future recovery from or refund to customers. As a result, variations in interest rates do not have any impact on earnings.

To mitigate the potential cash flow impact of unexpected increases in short-term interest rates, Central Hudson purchases interest rate caps based on an index of short-term tax-exempt debt. Two of the rate caps were one-year in length with notional amounts that were aligned to the Series C and Series D NYSERDA Bonds that are no longer outstanding. These two rate caps expired on April 1, 2011. The third rate cap is two years in length with a notional amount aligned with Series B and will expire on April 1, 2012. The caps are based on the monthly weighted average of an index of tax-exempt variable rate debt, multiplied by 175%. Central Hudson would receive a payout if the adjusted index exceeds 5.0% for a given month.

Table of Contents

Central Hudson is currently evaluating what actions, if any, it may take in the future in connection with its Series B NYSERDA Bonds. Potential actions may include converting the debt to another interest rate mode or refinancing with taxable bonds.

## NOTE 10 – Post-Employment Benefits

Central Hudson provides certain health care and life insurance benefits for retired employees through its post-retirement benefit plans.

Post-retirement benefit plans at Central Hudson do not have any adverse impact on earnings. The following information is provided in accordance with current accounting requirements.

The following are the components of Central Hudson's net periodic benefit costs for its pension and OPEB plans for the three months ended March 31, 2011 and 2010 (In Thousands):

	Pension Benefits		OPEB(1)	
	Three Months Ended		Three Months Ended	
	March 31,		March 31,	
	2011	2010	2011	2010
Service cost	\$2,448	\$2,272	\$673	\$531
Interest cost	6,537	6,571	1,732	1,712
Expected return on plan assets	(6,860 )	(6,225 )	(1,711 )	(1,267 )
Amortization of:				
Prior service cost (credit)	536	544	(1,466 )	(1,467 )
Transitional obligation (asset)	-	-	641	641
Recognized actuarial loss	6,523	7,377	2,688	2,073
<b>Net Periodic Benefit Cost</b>	<b>\$9,184</b>	<b>\$10,539</b>	<b>\$2,557</b>	<b>\$2,223</b>

(1) The OPEB amounts for both years reflect the effect of the Medicare Prescription Drug Improvement and Modernization Act of 2003.

Central Hudson's pension liability balance (i.e., the under-funded status) is as follows (In Thousands):

	March 31, 2011	December	March 31, 2010
		31, 2010	
Pension liability balance	\$97,195	\$103,227	\$125,461

These balances include recognition for the difference between the projected benefit obligation ("PBO") for pensions and the market value of the pension assets, as well as consideration for non-qualified executive plans. In addition to the Retirement Plan, a portion of CH Energy Group's and Central Hudson's executives are covered under a non-qualified Supplemental Executive Retirement Plan.

Table of Contents

The following reflects the impact of the recording of funding status adjustments on the Balance Sheets of CH Energy Group and Central Hudson (In Thousands):

	March 31, 2011	December 31, 2010	March 31, 2010
Prefunded pension costs prior to funding status adjustment	\$33,280	\$34,307	\$31,261
Additional liability required	(130,475 )	(137,534 )	(156,722 )
Total accrued pension liability	\$(97,195 )	\$(103,227 )	\$(125,461 )
Total offset to additional liability - Regulatory assets - Pension Plan	\$130,475	\$137,534	\$156,722

Gains or losses and prior service costs or credits that arise during the period but that are not recognized as components of net periodic pension cost would typically be recognized as a component of other comprehensive income, net of tax. However, Central Hudson has PSC approval to record regulatory assets rather than adjusting comprehensive income to offset the additional liability.

Contributions to the Retirement Plan during the three months ended March 31, 2011 and 2010 were \$8.0 million and \$30.0 million, respectively.

No employer contributions for the OPEB plan were made during the three months ended March 31, 2011 and \$0.5 million for the three months ended March 31, 2010.

Contribution levels for the Retirement Income Plan and Post-Employment Benefit plans are determined by various factors including the discount rate, expected return on plan assets, benefit changes, and corporate resources. In addition, OPEB plan contribution levels are also impacted by medical claims assumptions used and mortality assumptions used.

#### Retirement Plan Policy and Strategy

Central Hudson's Retirement Plan investment policy seeks to achieve long-term growth and income to match the long-term nature of its funding obligations. During the first quarter of 2010, Management began a transition to a long-duration investment ("LDI") strategy for its pension plan assets. Management's objective is to minimize the plan's funded status volatility and the level of contributions by more closely aligning the characteristics of plan assets with liabilities.



Table of Contents

Asset allocation targets in effect as of March 31, 2011, expressed as a percentage of the market value of the Retirement Plan's assets, are summarized in the table below:

Asset Class	Minimum		Target Average		Maximum	
		%		%		%
Equity Securities	49	%	54	%	59	%
Debt Securities	41	%	46	%	51	%
Alternative Investments(1)	-	%	-	%	5	%

(1) Includes Real Estate

Central Hudson plans to continue the transition to an LDI strategy in 2011, resulting in an asset allocation of approximately 50% equity and 50% long duration fixed income assets by year-end. The targeted benchmark index during the transition to long-duration investment strategy is comprised of 28% Russell 1000 Stock Index; 10% Russell 2500 Stock Index; 12% Morgan Stanley Capital International Europe, Australasia and Far East (MSCI EAFE) International Stock Index (Net) and 50% BC Long Government Credit Index.

Due to market value fluctuations, Retirement Plan assets will require rebalancing from time-to-time to maintain the target asset allocation.

Central Hudson cannot assure that the Retirement Plan's return objectives or funded status objectives will be achieved.

## NOTE 11 – Equity-Based Compensation

## Performance Shares

A summary of the status of outstanding performance shares granted to executives under the 2006 Plan is as follows:

Grant Date	Grant Date Fair Value	Performance Shares Granted	Performance Shares
			Outstanding at March 31, 2011
January 24, 2008	\$ 35.76	33,440	28,420
January 26, 2009	\$ 49.29	36,730	32,810
February 8, 2010	\$ 38.62	48,740	48,740
February 7, 2011	\$ 49.77	40,320	40,320

The ultimate number of shares earned under the awards is based on metrics established by the Compensation Committee at the beginning of the award cycle. Compensation expense is recorded as performance shares are earned over the relevant three-year life of the performance share grant prior to its award. The portion of the compensation expense related to an employee who retires during the performance period is the amount recognized up to the date of retirement.

Table of Contents

Performance shares granted January 24, 2008, and shown as outstanding as of March 31, 2011 in the above table are expected to be paid out in May 2011. Additionally, due to the retirement of one of Central Hudson's executive officers on January 1, 2011, a pro-rated number of shares under the January 26, 2009 and February 8, 2010 grants are expected to be paid to this individual in July 2011.

## Restricted Shares and Restricted Stock Units

The following table summarizes information concerning restricted shares and stock units outstanding as of March 31, 2011:

Grant Date	Type of Award	Shares or Stock Units Granted	Grant Date Fair Value	Vesting Terms	Unvested Shares Outstanding at March 31, 2011
January 2, 2008	Shares	10,000	\$ 44.32	End of 3 years Ratably over 3	- (1)
January 2, 2008	Shares	2,100	\$ 44.32	years	- (2)
January 26, 2009	Shares	2,930	\$ 49.29	End of 3 years Ratably over 5	2,320 (3)
October 1, 2009	Shares	14,375	\$ 43.86	years	11,500
November 20, 2009	Stock Units	13,900	\$ 41.43	1/3 each year in Years 5, 6 and 7	13,900
February 8, 2010	Shares	3,060	\$ 38.62	End of 3 years	2,655 (4)
February 10, 2010	Shares	5,200	\$ 38.89	End of 3 years Ratably over 3	5,200
November 15, 2010	Shares	3,000	\$ 46.53	years	3,000
February 7, 2011	Shares	1,500	\$ 49.77	1/3 each year in Years 3, 4 and 5	1,500
February 7, 2011	Shares	2,230	\$ 49.77	End of 3 years	2,230

(1) 500 shares were forfeited upon resignation of the employee holding the shares, the vesting of 600 shares was accelerated upon a change in control for an individual resulting from the sale of certain assets of Griffith, vesting of 800 shares was accelerated as approved by the Board of Directors and remaining 8,100 shares vested on January 2, 2011.

(2) 2100 shares vested ratably over three years ending January 2, 2011.

(3) The vesting of 250 shares was accelerated upon a change in control for an individual resulting from the sale of certain assets of Griffith and the vesting of 360 shares was accelerated as approved by the Board of Directors.

(4) The vesting of 405 shares was accelerated as approved by the Board of Directors.

## Compensation Expense

The following table summarizes expense for equity-based compensation by award type for the three months ended March 31, 2011 and 2010 (In Thousands):

	Three Months Ended	
	March 31, 2011	March 31, 2010
Performance shares	\$690	\$604
Restricted shares and stock units	\$102	\$124
Recognized tax benefit of restricted shares and stock units	\$41	\$50

Compensation expense for performance shares is recognized over the three year performance period based on the fair value of the awards at the end of each reporting period and the time elapsed within each grant's performance period. Compensation expense for restricted shares and stock options is recognized over the defined vesting periods based on the grant date fair value of the awards.

- 29 -

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Table of Contents

NOTE 12 – Commitments and Contingencies

Electricity Purchase Commitments

On March 6, 2007, Central Hudson entered into an agreement with Entergy Nuclear Power Marketing, LLC to purchase electricity (but not capacity) on a unit-contingent basis at defined prices from January 1, 2008 through December 31, 2010. During this period, the electricity purchased through this Entergy contract represented approximately 23% of Central Hudson's full-service customer requirements on an annual basis. For the three months ended March 31, 2010, energy supplied under this agreement cost approximately \$13.8 million. On June 30, 2010 and September 9, 2010, Central Hudson entered into additional agreements with Entergy Nuclear Power Marketing, LLC to purchase electricity on a unit-contingent basis at defined prices from January 1, 2011 through December 31, 2013. The electricity purchased under these current contracts with Entergy is generated from the Indian Point and FitzPatrick nuclear power facilities and is estimated to represent approximately 13% of Central Hudson's full-service customer requirements on an annual basis. For the three months ended March 31, 2011, energy supplied under this agreement cost approximately \$4.4 million.

In the event the above noted counterparty is unable to fulfill its commitment to deliver under the terms of the agreements, Central Hudson would obtain the supply from the NYISO market, and under Central Hudson's current ratemaking treatment, recover the full cost from customers. As such, there would be no impact on earnings.

Central Hudson must also acquire sufficient peak load capacity to meet the peak load requirements of its full service customers. This capacity is made up of contracts with capacity providers, purchases from the NYISO capacity market and its own generating capacity.

Environmental Matters

Central Hudson

- Air

In October 1999, Central Hudson was informed by the New York State Attorney General ("Attorney General") that the Danskammer Point Steam Electric Generating Station ("Danskammer Plant") was included in an investigation by the Attorney General's Office into the compliance of eight older New York State coal-fired power plants with federal and state air emissions rules. Specifically, the Attorney General alleged that Central Hudson "may have constructed, and continues to operate, major modifications to the Danskammer Plant without obtaining certain requisite preconstruction permits." In March 2000, the Environmental Protection Agency ("EPA") assumed responsibility for the investigation. Central Hudson has completed its production of documents requested by the Attorney General, the New York State Department of Environmental Conservation ("DEC"), and the EPA, and believes any permits required for these projects were obtained in a timely manner. Central Hudson sold the Danskammer Plant on January 30, 2001. In March 2009, Dynegy notified Central Hudson that Dynegy had received an information request pursuant to the Clean Air Act from the EPA for the Danskammer Plant covering the period beginning January 2000 to present. At that time, Dynegy also submitted to Central Hudson a demand for indemnification for any fines, penalties or other losses that may be incurred by Dynegy arising from the period that Central Hudson owned the Danskammer Plant. While Central Hudson could have retained liability after the sale, depending on the type of remedy, Central Hudson believes that the statutes of limitation relating to any alleged violation of air emissions rules have lapsed.

Table of Contents

- Former Manufactured Gas Plant Facilities

Central Hudson and its predecessors owned and operated manufactured gas plants (“MGPs”) to serve their customers’ heating and lighting needs. MGPs manufactured gas from coal and oil. This process produced certain by-products that may pose risks to human health and the environment.

The DEC, which regulates the timing and extent of remediation of MGP sites in New York State, has notified Central Hudson that it believes Central Hudson or its predecessors at one time owned and/or operated MGPs at seven sites in Central Hudson’s franchise territory. The DEC has further requested that Central Hudson investigate and, if necessary, remediate these sites under a Consent Order, Voluntary Cleanup Agreement, or Brownfield Cleanup Agreement. The DEC has placed all seven of these sites on the New York State Environmental Site Remediation Database. A number of the sites are now owned by third parties and have been redeveloped for other uses. The status of the seven MGP sites are as follows:

	Site	Status
#1	Beacon, NY	Remediation work complete. Final Report approved by the DEC. A revised Site Management Plan (“SMP”) was submitted by Central Hudson to the DEC on September 20, 2010. Central Hudson is finalizing a deed restriction for the Metro-North property.
#2	Newburgh, NY	The DEC has approved the Construction Completion Report (“CCR”) for the remediation that was completed at Area A of the site. Remediation for the other two areas at the site, Areas B and C, was completed in December 2010. The remaining site restoration work is expected to be completed in the spring of 2011. Central Hudson is preparing a Final Engineering Report for submittal to the DEC later this year.

Table of Contents

	Site	Status
#3	Laurel Street Poughkeepsie, NY	Remediation work is complete. The CCR was approved by the DEC. As requested by the DEC, fifteen additional monitoring wells were installed and the last of the four quarterly groundwater sampling events was conducted in January 2011. Central Hudson continues to investigate off-site groundwater impacts.
#4	North Water Street Poughkeepsie, NY	As requested by the DEC, additional land and river investigations were conducted. The final monitoring event for the reactive cap pilot study was completed and the cap removed. Central Hudson has submitted a Remedial Investigation (“RI”) Report to the DEC and is beginning to develop remedial alternatives.
#5	Kingston, NY	Additional land and river investigations have been approved by the DEC. The land-based RI work is complete. The river-based RI work is underway. Remaining fieldwork involving the collection of additional shallow sediment cores is expected to be completed in 2011. Previously, a license agreement with a private party and Central Hudson had allowed the presence and mooring of tug boats and a “Dry Dock” in front of the Kingston site. All tugs have been removed by the owner, but the Dry Dock remains in place and is an obstacle to completing remediation of the river bed under it. Central Hudson is currently involved in legal proceedings seeking to obtain judicial authorization to have the Dry Dock removed. The outcome of the proceedings is uncertain.
#6	Catskill, NY	Site investigation has been completed under the DEC-approved Brownfield Cleanup Agreement. A RI Report was approved. A Remedial Alternatives Analysis (“RAA”) was submitted to the DEC on February 8, 2011. The DEC has completed a draft Decision Document for the site that is currently under public review.
#7	Bayeaux Street Poughkeepsie, NY	Per the DEC, no further investigation or remedial action is required at this time.

In the second quarter of 2008, Central Hudson updated the estimate of potential remediation and future operating, maintenance, and monitoring costs for sites #2, 3, 4, 5 and 6, indicating the total cost for the five sites could exceed \$165 million over the next 30 years. Amounts are subject to change based on current investigations, final remedial design (and associated engineering estimates), DEC and NYS Department of Health (“NYSDOH”) comments and requests, remedial design changes/negotiations, and changed or unforeseen conditions during the remediation or additional requirements following the remediation.

Table of Contents

Site #1 remediation work has been completed and the final report has been approved by the DEC. With regard to site #8, Central Hudson does not have sufficient information to estimate its potential remediation cost, if any. As stated above, Central Hudson believes that it has no further liability for this site and the DEC in a letter dated March 13, 2009 has indicated no further investigation or remedial action is required at this time.

Information for sites #2 through #6 are detailed in the chart below (In Thousands):

Site #	Estimate	Liability Recorded as of 12/31/10	Amounts Spent in 2011(3)	Liability Adjustment	Liability Recorded as of 3/31/11	Current Portion of Liability at 3/31/11	Long term portion of Liability at 3/31/11
2, 3(1)	\$ 44,700	\$ 1,766	\$ 498	\$ 82	\$ 1,350	\$ 412	\$ 938
4, 5,							
6(2)	121,000	1,479	134	40	1,385	630	755
	\$ 165,700	\$ 3,245	\$ 632	\$ 122	\$ 2,735	\$ 1,042	\$ 1,693

- (1) The estimates for sites #2 and 3 are currently based on the actual completed or contracted remediation costs. However, these estimates are subject to change. The estimated liability recorded for sites #2 and 3 are based on estimates of remediation costs for the proposed clean-up plans.
- (2) No amounts have been recorded in connection with physical remediation for sites #4, 5 and 6. Absent DEC-approved remediation plans, Management cannot reasonably estimate what cost, if any, will actually be incurred. The estimated liability for sites #4, 5 and 6 are based on the latest forecast of activities at these sites in connection with preliminary investigations, site testing and development of remediation plans for these sites. For additional discussion of estimates, see paragraphs below.
- (3) There were no legal fees for 2011.

The estimates for sites #4, 5 and 6 were based on partially completed remedial investigations and current DEC and NYSDOH preferences related to site remediation, and are considered conceptual and preliminary. The cost estimate involves assumptions relating to investigation expenses, remediation costs, potential future liabilities, and post-remedial operating, maintenance and monitoring costs, and is based on a variety of factors including projections regarding the amount and extent of contamination, the location, size and use of the sites, proximity to sensitive resources, status of regulatory investigations, and information regarding remediation activities at other MGP sites in New York State. The cost estimate also assumes that proposed or anticipated remediation techniques are technically feasible and that proposed remediation plans receive DEC and NYSDOH approval. Further, the updated estimate could change materially based on changes to technology relating to remedial alternatives and changes to current laws and regulations.

As authorized by the PSC, Central Hudson is currently permitted to defer for future recovery the differences between actual costs for MGP site investigation and remediation and the associated rate allowances, with carrying charges to be accrued on the deferred balances at the authorized pre-tax rate of return. Central Hudson spent \$0.6 million for the three months ended March 31, 2011, related to site investigation and remediation for sites #2, 3, 4, 5 and 6. On July 1, 2007, Central Hudson started recovering through a rate allowance for MGP Site Investigation and Remediation Costs. The 2010 Rate Order provided for an increase in this rate allowance to an amount of \$13.6 million over the three year settlement period ending June 30, 2013. As authorized in the 2009 Rate Order, Central Hudson also received deferral authority and subsequent recovery for amounts spent over the rate allowance from a net electric regulatory liability balance during the three year settlement period ending June 30, 2010. The total MGP Site Investigation and Remediation costs recovered from July 1, 2007 through March 31, 2011 was approximately \$16.5 million, with \$1.2 million recovered in the first quarter of 2011.





Table of Contents

Central Hudson has put its insurers on notice and intends to seek reimbursement from its insurers for the costs of any liabilities. Certain of these insurers have denied coverage.

Future remediation activities, including operating, maintenance and monitoring and related costs may vary significantly from the assumptions used in Central Hudson's current cost estimates, and these costs could have a material adverse effect (the extent of which cannot be reasonably determined) on the financial condition, results of operations and cash flows of CH Energy Group and Central Hudson if Central Hudson were unable to recover all or a substantial portion of these costs via collection in rates from customers and/or through insurance.

- Little Britain Road property owned by Central Hudson

In 2000, Central Hudson and the DEC entered into a Voluntary Cleanup Agreement (“VCA”) whereby Central Hudson removed approximately 3,100 tons of soil and conducted groundwater sampling. Central Hudson believes that it has fulfilled its obligations under the VCA and should receive the release provided for in the VCA, but the DEC has proposed that additional ground water work be done to address groundwater sampling results that showed the presence of certain contaminants at levels exceeding DEC criteria. Central Hudson believes that such work is not necessary and has completed a soil vapor intrusion study showing that indoor air at the facility met Occupational Safety and Health Administration (“OSHA”) and NYSDOH standards; in addition, in 2008, it also installed an indoor air vapor mitigation system (that continues to operate).

In September 2010, NYSDEC personnel orally advised that Central Hudson would likely receive a letter from the NYSDEC proposing closure of the VCA, and inclusion of the site into the Brownfield Cleanup Program (“BCP”). To date that letter has not been received.

At this time Central Hudson does not have sufficient information to estimate the need for additional remediation or potential remediation costs. Central Hudson has put its insurers on notice regarding this matter and intends to seek reimbursement from its insurers for amounts, if any, for which it may become liable. Central Hudson cannot predict the outcome of this matter.

Table of Contents

- Eltings Corners

Central Hudson owns and operates a maintenance and warehouse facility located in Lloyd, NY. In the course of Central Hudson's recent hazardous waste permit renewal process for this facility, sediment contamination was discovered within the wetland area across the street from the main property. In cooperation with NYSDEC, Central Hudson continues to investigate the nature and extent of the contamination. The extent of the contamination, as well as the timing and costs for continued investigation and future remediation efforts, cannot be reasonably estimated at this time.

- Asbestos Litigation

As of March 31, 2011, of the 3,327 asbestos cases brought against Central Hudson, 1,169 remain pending. Of the cases no longer pending against Central Hudson, 2,003 have been dismissed or discontinued without payment by Central Hudson, and Central Hudson has settled 155 cases. Central Hudson is presently unable to assess the validity of the remaining asbestos lawsuits; however, based on information known to Central Hudson at this time, including Central Hudson's experience in settling asbestos cases and in obtaining dismissals of asbestos cases, Central Hudson believes that the costs which may be incurred in connection with the remaining lawsuits will not have a material adverse effect on the financial position, results of operations or cash flows of either CH Energy Group or Central Hudson.

#### CHEC

During the three months ended March 31, 2011, Griffith spent less than \$0.1 million on remediation efforts in Maryland, Virginia and Connecticut.

Griffith's reserve for environmental remediation is \$2.6 million as of March 31, 2011, of which \$1.1 million is expected to be spent in the next twelve months.

In connection with the 2009 sale of operations in certain geographic locations, Griffith agreed to indemnify the purchaser for certain claims, losses and expenses arising out of any breach by Griffith of the representations, warranties and covenants Griffith made in the sale agreement, certain environmental matters and all liabilities retained by Griffith. Griffith's indemnification obligation is subject to a number of limitations, including time limits within which certain claims must be brought, an aggregate deductible of \$0.8 million applicable to certain types of non-environmental claims and other deductibles applicable to certain specific environmental claims, and caps on Griffith's liability with respect to certain of the indemnification obligations. The sale agreement includes an aggregate cap of \$5.7 million on Griffith's obligation to indemnify the purchaser for breaches of many of Griffith's representations and warranties and for certain environmental liabilities. In 2009, the Company reserved \$2.6 million for environmental remediation costs it may be obligated to pay based on its indemnification obligations under the sale agreement. To date, Griffith has paid approximately \$0.2 million under its environmental remediation cost obligation. In the first quarter of 2011, Griffith reduced the reserve by \$0.6 million based on the completion of an environmental study. The reserve balance as of March 31, 2011 related to the divestiture is \$1.8 million. Management believes this is the most likely amount Griffith would pay with respect to its indemnification obligations under the sale agreement.

Table of Contents

CH-Auburn received a Notice of Violation of its air permit from the NYS DEC in 2010. CH-Auburn reached an agreement with the NYS DEC to resolve this issue and paid a civil penalty of approximately \$30,000 in the first quarter of 2011. During the time period in which the issue was being resolved, CH-Auburn was not running one of its three engine generators. The third engine generator is back in operation and CH-Auburn continues to meet its obligations under the Energy Services Agreement with the City of Auburn.

Other Matters

Central Hudson and Griffith are involved in various other legal and administrative proceedings incidental to their businesses, which are in various stages. While these matters collectively could involve substantial amounts, it is the opinion of Management that their ultimate resolution will not have a material adverse effect on either of CH Energy Group's or the individual segment's financial positions, results of operations or cash flows.

CH Energy Group and Central Hudson expense legal costs as incurred.

Table of Contents

NOTE 13 – Segments and Related Information

CH Energy Group's reportable operating segments are the regulated electric utility business and regulated natural gas utility business of Central Hudson and the unregulated fuel distribution business of Griffith. Other activities of CH Energy Group, which do not constitute a business segment include the investment, financing, and business development activities of CH Energy Group and the renewable energy and investment activities of CHEC, including its ownership interests in ethanol, wind, landfill gas and biomass energy projects and are reported under the heading "Other Businesses and Investments."

Certain additional information regarding these segments is set forth in the following tables. General corporate expenses and Central Hudson's property common to both electric and natural gas segments have been allocated in accordance with practices established for regulatory purposes.

Central Hudson's and Griffith's operations are seasonal in nature and weather-sensitive and, as a result, financial results for interim periods are not necessarily indicative of trends for a twelve-month period. Demand for electricity typically peaks during the summer, while demand for natural gas and heating oil typically peaks during the winter.

Table of Contents

In the following segment charts for CH Energy Group, information related to Griffith represents continuing operations unless otherwise noted.

CH Energy Group Segment Disclosure  
(In Thousands)

	Three Months Ended March 31, 2011					Total
	Segments		Griffith	Other		
	Central Hudson Electric	Natural Gas		Businesses and Investments	Eliminations	
Revenues from external customers\$	154,570	\$ 75,482	\$ 96,919	\$ 1,673	\$ -	\$ 328,644
Intersegment revenues	4	166	-	-	(170)	-
Total revenues	154,574	75,648	96,919	1,673	(170)	328,644
Operating income	14,674	11,902	7,498	597	-	34,671
Interest and investment income	1,413	453	-	1,182	(1,169) (1)	1,879
Interest charges	5,857	1,517	753	1,264	(1,169) (1)	8,222
Income before income taxes	10,083	10,805	6,816	(53)	-	27,651
Net income attributable to CH Energy Group	6,033	6,364	4,392 (3)	158 (2)	-	16,947
Segment assets at March 31	1,182,116	355,217	115,816	90,581	(2,553)	1,741,177

(1) This represents the elimination of inter-company interest income (expense) generated from lending activities between CH Energy Group (the holding company), and its subsidiaries (CHEC and Griffith).

(2) Includes loss from discontinued operations of \$189.

(3) Includes income from discontinued operations of \$371.

CH Energy Group Segment Disclosure  
(In Thousands)

	Three Months Ended March 31, 2010					Total
	Segments		Griffith	Other		
	Central Hudson Electric	Natural Gas		Businesses and Investments	Eliminations	
Revenues from external customers \$	145,962	\$ 69,087	\$ 84,467	\$ 457	\$ -	\$ 299,973
Intersegment revenues	1	175	-	-	(176)	-
Total revenues	145,963	69,262	84,467	457	(176)	299,973
Operating income	20,127	13,632	7,343	66	-	41,168

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Interest and investment income	762	363	1	512	(511) (1)	1,127
Interest charges	5,095	1,341	521	862	(511) (1)	7,308
Income before income taxes	15,607	12,518	6,880	(379)	-	34,626
Net income (loss) attributable to CH Energy Group	9,111	7,292	4,059	(24) (2)	-	20,438
Segment assets at March 31	1,189,303	371,030	107,564	93,046	(451)	1,760,492

(1) This represents the elimination of inter-company interest income (expense) generated from lending activities between CH Energy Group (the holding company), and its subsidiaries (CHEC and Griffith).

(2) Includes income from discontinued operations of \$151.

Table of Contents

## NOTE 14 - Accounting for Derivative Instruments and Hedging Activities

## Accounting for Derivatives

Central Hudson has been authorized to fully recover risk management costs as a component for its natural gas and electricity cost adjustment charge clauses. Risk management costs are defined by the PSC as "costs associated with transactions that are intended to reduce price volatility or reduce overall costs to customers. These costs include transaction costs, and gains and losses associated with risk management instruments." The related gains and losses associated with Central Hudson's derivatives are included as part of Central Hudson's commodity cost and/or price-reconciled in its natural gas and electricity cost adjustment charge clauses, and are not designated as hedges. Additionally, Central Hudson has been authorized to fully recover the interest costs associated with its variable rate debt, which includes costs and gains or losses associated with its interest rate cap contracts. As a result, derivative activity at Central Hudson does not impact earnings.

Derivative activity related to Griffith's heating oil contracts is not material.

Notwithstanding the above, the following information is provided in accordance with current accounting requirements.

The percentage of Central Hudson's electric and gas requirements hedged by derivative contracts is as follows:

Central Hudson	% of Requirement Hedged (1)	
<b>Electric Derivative Contracts:</b>		
April 2011 – December 2011	22.1	%
2012	22.4	%
<b>Natural Gas Derivative Contracts:</b>		
November 2011 – March 2012	5.6	%

(1) Projected coverage as of March 31, 2011.

Table of Contents

Derivative Risks

The basic types of risks associated with derivatives are market risk (that the value of the derivative will be adversely impacted by changes in the market, primarily the change in interest and exchange rates) and credit risk (that the counterparty will not perform according to the terms of the contract). The market risk of the derivatives generally offset the market risk associated with the hedged commodity.

The majority of Central Hudson and Griffith's derivative instruments contain provisions that require the company to maintain specified issuer credit ratings and financial strength ratings. Should the company's ratings fall below these specified levels, it would be in violation of the provisions, and the derivatives' counterparties could terminate the contracts and request immediate payment.

To help limit the credit exposure of their derivatives, both Central Hudson and Griffith have entered into master netting agreements with counterparties whereby contracts in a gain position can be offset against contracts in a loss position. Of the sixteen total agreements held by both companies, eleven contain credit-risk related contingent features. As of March 31, 2011, there were 14 open derivative contracts under these eleven master netting agreements containing credit-risk related contingent features. The circumstances that could trigger these features, the aggregate fair value of the derivative contracts that contain contingent features and the amount that would be required to settle these instruments on March 31, 2011 if the contingent features were triggered, are summarized in the table below.



Table of ContentsContingent Contracts  
(Dollars In Thousands)

Triggering Event	As of March 31, 2011		
	# of Contracts Containing the Triggering Feature	Gross Fair Value of Contract	Cost to Settle if Contingent Feature is Triggered (net of collateral)
<b>Central Hudson:</b>			
Change in Ownership (CHEG ownership of CHG&E falls below 51%)	1	\$7	\$7
Credit Rating Downgrade (to below BBB-)	2	16	16
Adequate Assurance(1)	-	-	-
<b>Total Central Hudson</b>	<b>3</b>	<b>23</b>	<b>23</b>
<b>Griffith:</b>			
Change in Ownership (CHEG ownership of CHEC falls below 51%)	-	-	-
Adequate Assurance(1)	11	39	39
<b>Total Griffith</b>	<b>11</b>	<b>39</b>	<b>39</b>
<b>Total CH Energy Group</b>	<b>14</b>	<b>\$62</b>	<b>\$62</b>

(1) If the counterparty has reasonable grounds to believe Central Hudson's or Griffith's creditworthiness or performance has become unsatisfactory, it can request collateral in an amount determined by the counterparty, not to exceed the amount required to settle the contract.

CH Energy Group and Central Hudson have elected gross presentation for their derivative contracts under master netting agreements and collateral positions. On March 31, 2011, neither Central Hudson nor Griffith had collateral posted against the fair value amount of derivatives.

The fair value of CH Energy Group's and Central Hudson's derivative instruments and their location in the respective Balance Sheets are summarized in the table below, followed by a summarization of their effect on the respective Statements of Income. For additional information regarding Central Hudson's physical hedges, see the discussion following the caption "Electricity Purchase Commitments" in Note 12 - "Commitments and Contingencies."

Table of Contents

## Gross Fair Value of Derivative Instruments

Derivative contracts are measured at fair value on a recurring basis. As of March 31, 2011, December 31, 2010 and March 31, 2010, CH Energy Group's and Central Hudson's derivative assets and liabilities by category and hierarchy level follows (In Thousands):

Asset or Liability Category	Fair Value	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
As of March 31, 2011				
Assets:				
Derivative Contracts:				
Central Hudson - natural gas	\$68	\$-	\$68	\$ -
Total Central Hudson Assets	\$68	\$-	\$68	\$ -
Griffith - heating oil	39	-	39	-
Total CH Energy Group Assets	\$107	\$-	\$107	\$ -
Liabilities:				
Derivative Contracts:				
Central Hudson - electric	\$(19,716 )	\$-		