

CENTRAL HUDSON GAS & ELECTRIC CORP
Form 424B5
November 15, 2012

Filed Pursuant to Rule 424(b)(5)
Registration No. 333-163248
November 15, 2012

Pricing Supplement No. 4, Dated November 15, 2012
(to Prospectus dated March 16, 2010, as supplemented by Prospectus Supplement dated March 16, 2010)

Central Hudson Gas & Electric Corporation
Medium-Term Notes, Series G
\$24,000,000 4.065% due October 1, 2042

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| Notes: | 4.065% due October 1, 2042 |
| Issue Price: | 99.987% |
| Settlement Date (Original Issue Date): | November 20, 2012 |
| Maturity Date (Stated Maturity): | October 1, 2042 |
| Type of Note: | x Fixed Rate Note o Zero Coupon Note |

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|-------|---|
| Form: | x Book-Entry o Definitive Certificates |
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|---------------------------|---|
| Authorized Denominations: | \$1,000 and integral multiples thereof |
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|-------------------------|---|
| CUSIP No.: | 15361GBC8 |
| Interest Rate: | 4.065% per annum |
| Interest Payment Dates: | April 1 and October 1, and at maturity |

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|---------------|------------------------------|
| Record Dates: | March 15 and September |
|---------------|------------------------------|

15

Initial Interest Payment Date: April 1,
2013
 Not
redeemable
prior to
Stated
Maturity

Redemption Terms (at option of the Issuer):
Redeemable
in
accordance
with the
following
terms:

Not
repayable
prior to
Stated
Maturity

Repayment Terms (at option of the holder): Repayable
in
accordance
with the
following
terms:

| | |
|---|--|
| Sinking Fund Provisions: | <p><input checked="" type="radio"/> None</p> <p><input type="radio"/> Applicable in accordance with the following terms:</p> <p>J.P. Morgan Securities LLC \$8,000,000</p> |
| Agents and Principal Amounts Placed: | <p>KeyBanc Capital Markets Inc. \$8,000,000</p> <p>Merrill Lynch, Pierce, Fenner & Smith Incorporated \$8,000,000</p> <p>lx As Agents</p> |
| Agents' Capacity: | <p>J.P. Morgan Securities LLC</p> <p>KeyBanc Capital Markets Inc.</p> <p>Merrill Lynch, Pierce, Fenner & Smith Incorporated</p> <p>lo As Principal</p> |
| Issue Price: | <p>The Notes are being offered at the Issue Price set forth above.</p> <p>J.P. Morgan Securities LLC \$60,000</p> |
| Agents' Commission (based on principal amounts placed): | <p>KeyBanc Capital Markets Inc. \$60,000</p> <p>Merrill Lynch, Pierce, Fenner & Smith Incorporated \$60,000</p> |
| Net Proceeds to Issuer (before expenses): | <p>\$23,816,880</p> |
| Use of Proceeds: | <p>The net proceeds of the sale of the Notes will be used by the Issuer for capital expenditures and general corporate purposes.</p> <p>The Issuer may, without notice to or consent of the holders of the Notes, "reopen" this tranche of Notes at any time by creating and issuing additional Notes ranking equally with the Notes offered hereby and otherwise identical in all respects to the Notes offered hereby (except for the issue price, the date from which interest first accrues and the first interest payment date). Such additional Notes will form a single tranche with the Notes offered hereby provided such additional Notes are fungible with the Notes offered hereby for U.S. federal income tax purposes.</p> |
| Additional Terms: | <p></p> |

THE NOTES HAVE NOT BEEN APPROVED OR DISAPPROVED BY THE SECURITIES AND EXCHANGE COMMISSION OR ANY STATE SECURITIES COMMISSION NOR HAVE ANY OF THESE ORGANIZATIONS DETERMINED THAT THIS PRICING SUPPLEMENT OR THE APPLICABLE PROSPECTUS SUPPLEMENT OR PROSPECTUS IS ACCURATE OR COMPLETE. ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE.