

ITC Holdings Corp.  
Form 8-K  
January 18, 2012

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

January 13, 2012

ITC Holdings Corp.

(Exact name of registrant as specified in its charter)

Michigan

001-32576

32-0058047

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

27175 Energy Way, Novi, Michigan

48377

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

248-946-3000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01 Other Events.**

On January 13, 2012, International Transmission Company's ("ITCTransmission") updated projected network rate of \$2.188 per kW/month for the period from January 1, 2012 through December 31, 2012 was posted by the Midwest Independent Transmission System Operator, Inc. The update reflects revisions to the Attachment MM revenue requirement as a result of a modified Attachment MM template approved by the Federal Energy Regulatory Commission in Docket No. ER12-312 on December 29, 2011. The Attachment MM revenue requirement is a deduction in the Attachment O formula.

The ITCTransmission formula Attachment O rate is based on its projected net revenue requirement and load, in accordance with the Federal Energy Regulatory Commission's approval in Docket No. ER06-1006.

The rate information can be accessed on the Internet at <http://oasis.midwestiso.org/oasis/ITC>.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ITC Holdings Corp.

*January 18, 2012*

By: */s/ Daniel J. Oginsky*

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*Name: Daniel J. Oginsky*

*Title: Senior Vice President and General Counsel*