

NATIONAL GRID PLC
Form 11-K
June 29, 2010

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**SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 11-K**

þ **ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE
ACT OF 1934
For the fiscal year ended December 31, 2009**

OR

o **TRANSITION REPORT PURSUANT TO 15(d) OF THE SECURITIES EXCHANGE ACT OF
1934
For the transition period from _____ to _____**

**Commission File Number 1-14958
National Grid USA Companies
Incentive Thrift Plan II
National Grid USA
40 Sylvan Rd
Waltham, MA 02451-1120
National Grid plc
1-3 Strand
London WC2N 5EH
England**

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EXHIBITS
SIGNATURE
EX-99.1
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REQUIRED INFORMATION

The financial statements required by Form 11-K are filed as exhibits and incorporated herein by reference.

EXHIBITS

99.1 Financial statements of National Grid USA Companies Incentive Thrift Plan II

99.2 Consent of Clifton Gunderson LLP, independent registered public accounting firm

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the National Grid USA Service Company, Inc. the Investment and Benefits Committees (collectively the Plan Administrator for the National Grid USA Companies Incentive Thrift Plan II) has duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

NATIONAL GRID USA COMPANIES
INCENTIVE THRIFT Plan II

Date: June 29, 2010

By: /s/ Lorraine Lynch
Lorraine Lynch
Member
National Grid USA Service Company,
Inc.
Investment Committee