

**Final Terms dated 19 May 2009**

**NATIONAL GRID PLC**

Issue of GBP 14,000,000 6.125 per cent. Instruments due April 2014  
(the "Instruments")

(to be consolidated and form a single series with the GBP 400,000,000 6.125 per cent. Instruments  
due April 2014 issued on 4 February 2009)  
under the Euro 15,000,000,000 Euro Medium Term Note Programme

**PART A – CONTRACTUAL TERMS**

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Prospectus dated 30 July 2008 and the supplemental Prospectus dated 28 November 2008 which together constitute a base prospectus for the purposes of Directive 2003/71/EC (the "Prospectus Directive"). This document constitutes the Final Terms of the Instruments described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with such Prospectus as so supplemented. Full information on the Issuer and the offer of the Instruments is only available on the basis of the combination of these Final Terms and the Prospectus. The Prospectus and the supplemental Prospectus are available for viewing and copies may be obtained from the registered address of the Issuer at 1-3 Strand, London WC2N 5EH and the office of the Issuing and Paying Agent at One Canada Square, London E14 5AL and are available for viewing on the website of the regulatory News Service operated by the London Stock Exchange at [www.londonstockexchange.com/en-gb/pricesnews/marketnews](http://www.londonstockexchange.com/en-gb/pricesnews/marketnews).

1	(i) Issuer:	National Grid plc
2	(i) Series Number:	53
	(ii) Tranche Number:	2
3	Specified Currency or Currencies:	Pounds sterling ("GBP")
4	Aggregate Nominal Amount:	
	(i) Series:	GBP 414,000,000
	(ii) Tranche:	GBP 14,000,000 (to be consolidated and form a single series with the GBP 400,000,000 6.125 per cent. Instruments due April 2014 issued on 4 February 2009 on exchange of the temporary Global Instrument for the permanent Global Instrument (which is expected to be 40 days after the Issue Date subject to certification of non-U.S. beneficial ownership))
5	Issue Price:	103.714 per cent. of the Aggregate Nominal Amount plus 36 days accrued interest from and including 15 April 2009 to but excluding 21 May 2009
6	(i) Specified Denominations:	GBP 50,000 and integral multiples of GBP 1,000 in excess thereof up to and including GBP 99,000. No instruments in definitive form will be issued with a denomination above GBP 99,000.
	(ii) Calculation Amount:	GBP 1,000
7	(i) Issue Date:	21 May 2009
	(ii) Interest Commencement Date:	15 April 2009

8	Maturity Date:	15 April 2014
9	Interest Basis:	6.125 per cent. Fixed Rate
10	Redemption/Payment Basis:	Redemption at par
11	Change of Interest or Redemption/Payment Basis:	Not Applicable
12	Put/Call Options:	Not Applicable
13	(i) Status of the Instruments:	Senior
	(ii) Date Board approval for issuance of Instruments obtained:	Not Applicable
14	Method of distribution:	Non-syndicated

#### PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15	<b>Fixed Rate Instrument Provisions</b>	Applicable
	(i) Rate of Interest:	6.125 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	15 April in each year commencing on 15 April 2010
	(iii) Fixed Coupon Amount(s):	GBP 61.25 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction (Condition 3.2.5):	Actual/Actual-ICMA
	(vi) Determination Dates (Condition 3.2.5):	15 April in each year
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Instruments:	Not Applicable
16	<b>Floating Rate Instrument Provisions</b>	Not Applicable
17	<b>Zero Coupon Instrument Provisions</b>	Not Applicable
18	<b>Index-Linked Interest Instrument</b>	Not Applicable
19	<b>Dual Currency Instrument Provisions</b>	Not Applicable

#### PROVISIONS RELATING TO REDEMPTION

20	<b>Residual Holding Call Option</b>	Not Applicable
21	<b>Call Option</b>	Not Applicable
22	<b>Put Option</b>	Not Applicable
23	<b>NGET Restructuring Put Option</b>	Not Applicable
24	<b>Final Redemption Amount of each Instrument</b>	GBP 1,000 per Calculation Amount
25	<b>Early Redemption Amount</b>	
	(i) Early Redemption Amount(s) of each Instrument payable on redemption for taxation reasons (Condition 5.2) or on	Not Applicable

Event of Default (Condition 9) or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):

- |       |  |     |
|-------|--|-----|
| (ii)  | Redemption for taxation reasons permitted on days other than Interest Payment Dates (Condition 5.2): | Yes |
| (iii) | Unmatured Coupons to become void upon early redemption (Condition 6.5):                              | Yes |

**GENERAL PROVISIONS APPLICABLE TO THE INSTRUMENTS**

26	<b>Form of Instruments</b>	<p><b>Bearer Instruments:</b></p> <p>Temporary Global Instrument exchangeable for a permanent Global Instrument which is exchangeable for Definitive Instruments in the limited circumstances specified in the permanent Global Instrument.</p> <p>Upon issue of the temporary Global Instrument, the temporary ISIN and Common Code will be those set out in paragraphs 8(ii) and 8(iv), respectively, of Part B of these Final Terms.</p> <p>Upon exchange of the temporary Global Instrument for the permanent Global Instrument, the Instruments will be consolidated and form a single series with the GBP 400,000,000 6.125 per cent. Instruments due April 2014 issued on 4 February 2009 and the ISIN and Common Code will be those set out in paragraphs 8(i) and 8(iii), respectively, of Part B of these Final Terms.</p>
27	New Global Note:	Yes
28	Financial Centre(s) or other special provisions relating to Payment Dates (Condition 6.6):	London
29	Applicable TEFRA exemption:	D Rules apply
30	Talons for future Coupons or Receipts to be attached to Definitive Instruments (and dates on which such Talons mature):	No
31	Details relating to Partly Paid Instruments: amount of each payment comprising the Issue Price and date on which each payment is to be made	Not Applicable

and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Instruments and interest due on late payment:

32	Details relating to Instalment Instruments:	Not Applicable
33	Redenomination, renominalisation and reconventioning provisions:	Not Applicable
34	Consolidation provisions:	Not Applicable
35	Other final terms:	Not Applicable

#### **DISTRIBUTION**

36	(i) If syndicated, names of Managers:	Not Applicable
	(ii) Stabilising Manager(s) (if any):	Not Applicable
37	If non-syndicated, name of Dealer:	Lloyds TSB Bank plc
38	Additional selling restrictions:	Not Applicable

#### **PURPOSE OF FINAL TERMS**

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Instruments described herein pursuant to the Euro Medium Term Note Programme of National Grid plc and National Grid Electricity Transmission plc.

#### **RESPONSIBILITY**

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the Issuer:

By: .....  
Duly authorised

## PART B – OTHER INFORMATION

### 1 LISTING

- (i) Listing: London
- (ii) Admission to trading: Application has been made by the Issuer (or on its behalf) for the Instruments to be admitted to trading on the London Stock Exchange plc's Regulated Market with effect from 21 May 2009
- (iii) Estimate of total expenses related to admission to trading: GBP 300

### 2 RATINGS

- Ratings: The Instruments are expected to be rated:
- S&P: BBB+ (stable outlook)
- Moody's: Baa1 (negative outlook)
- Fitch: BBB+ (stable outlook)

### 3 INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

So far as the Issuer is aware, no person involved in the offer of the Instruments has an interest material to the offer.

### 4 REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

Not Applicable

### 5 Fixed Rate Instruments only – YIELD

- Indication of yield: 5.243 per cent. per annum
- The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

### 6 Index-Linked Instruments only – PERFORMANCE OF INDEX/FORMULA/OTHER VARIABLE AND OTHER INFORMATION CONCERNING THE UNDERLYING

Not Applicable

### 7 Dual Currency Instruments only – PERFORMANCE OF RATES OF EXCHANGE

Not Applicable

### 8 OPERATIONAL INFORMATION

- (i) ISIN Code: XS0412068453
- (ii) Temporary ISIN Code: XS0429967267

(iii) Common Code:	041206845
(iv) Temporary Common Code:	042996726
Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, <i>société anonyme</i> and the identification number(s):	Not Applicable
Delivery:	Delivery against payment
Names and addresses of initial Paying Agent(s):	The Bank of New York Mellon, One Canada Square, London E14 5AL
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
Intended to be held in a manner which would allow Eurosystem eligibility:	Yes. Note that the designation "Yes" simply means that the Instruments are intended upon issue to be deposited with Euroclear or Clearstream, Luxembourg as Common Safekeeper and does not necessarily mean that the Instruments will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria.

## 9 GENERAL

The aggregate principal amount of Instruments issued has been translated into Euro at the rate of EUR 1 = GBP 0.89648, producing a sum of (for Instruments not denominated in Euro):	EUR 15,616,633.95
Additional steps that may only be taken following approval by an Extraordinary Resolution in accordance with Condition 11.1:	Not Applicable