



B #:	0874-14
Date:	06/04/2014
To:	All Participants
Category:	Dividends
From:	Supervisor, Stock Dividend Department
Attention:	Dividend Managers, Cashiers, and Reorganization Managers
Subject:	REVISION Optional Dividend: ADR National Grid PLC CUSIP: 636274300 R/D: 06/06/2014 P/D: 08/20/2014 Gross Rate: \$2.3107 DTC EDS Cut-Off: 06/20/2014 8:00 P.M. New York time REVISION

*****WARNING TIME CRITICAL*****

See the below revisions updating the “interim” dividend to “final”, and “NASDAQ” to “NYSE”

The Directors of National Grid PLC announced a proposed **final** dividend in the amount of \$2.3107 per American Depositary Receipt (“ADR”). As an alternative to receiving the dividend in cash, holders may elect to receive a scrip dividend of new ADR’s at U.S. price **TBD** per ADR. The dividend will be paid on 08/20/2014 to National Grid ADR holders of record at close of business on 06/06/2014.

DTC Special Processing of the Scrip Dividend

NYSE has ruled an irregular ex-date of 07/29/2014 on this distribution which, as a result, will require DTC to employ special processing. Due to the timing of when the agent requires DTC’s client instructions for their security and cash elections, DTC will not be able to process the optional dividend announcement employing interim accounting in line with the irregular ex-date ruling. DTC clients will need to make their election choices based on record date position only. A subsequent DTC announcement (Cash – default option) will be created for the purpose of tracking DTC client deliver order activity only - - from record date +1 business day up to and including settlement date (ex-date +2 business days). All shares captured during the interim accounting period will be allocated at the default cash rate, in accordance with Option #1.

Option #1 (Cash): You may elect to receive the cash dividend of \$2.3107 per ADR. This option will incur a \$0.02 fee per ADR. The net dividend rate is \$2.2907 per ADR. **(Default)**

Option #2 (ADR): You may elect to receive the scrip dividend alternative payable in new National Grid ADR’s at a rate of \$2.3107 per ADR with a price **TBD** per ADR held on the close of business on 06/06/2014. Fractional ADR entitlements will be paid in cash.

PARTICIPANTS SHOULD SUBMIT ELECTION INSTRUCTIONS OVER THE PARTICIPANT TERMINAL SYSTEM (PTS) THROUGH THE ELECTIVE DIVIDEND SYSTEM (EDS) FUNCTION.

To confirm record date history and payment information, participants should access the Dividend and Allocation History (DPAL) Menu Option, via the PTS Dividend Announcements Inquiry function (DIVA).

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Participants not responding to the above option by 06/20/2014, 8:00 P.M., New York time, will receive the mandatory distribution in accordance with Option #1 (Cash).

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