

NATIONAL GRID GROUP PLC
Form 6-K
October 17, 2002

SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

FORM 6-K

REPORT OF FOREIGN ISSUER

PURSUANT TO RULE 13a-16 OR 15d-16 OF
THE SECURITIES EXCHANGE ACT OF 1934

Date: October 17, 2002

NATIONAL GRID GROUP plc

(Registrant's Name)

15 Marylebone Road
London
NW1 5JD

(Registrant's Address)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

SIGNATURE

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, thereunto duly authorized.

NATIONAL GRID GROUP plc
s/David C. Forward

By: _____
Name: David C Forward
Title: Assistant Secretary

Date: October 17, 2002

ANNEX 1 - Summary

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington D.C. 20549

Report of Foreign Issuer

Pursuant to Rule 13a 16 or 15d 16 of

The Securities Exchange Act of 1934

Announcements to the London Stock Exchange

for October 17, 2002

National Grid Group plc
15 Marylebone Road
London
NW1 5JD
United Kingdom

Announcements

1. National Grid Group plc and Lattice Group plc - SEC Authorisation Received.
2. Scheme of Arrangement in relation to the proposed merger of Lattice Group plc with National Grid Group plc (High Court Sanction).

National Grid (Logo)

Lattice (Logo)

For Immediate Release

17th October 2002

National Grid Group plc and Lattice Group plc
SEC Authorisation Received

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National Grid Group plc (National Grid) and Lattice Group plc (Lattice) announce the authorisation from the US Securities and Exchange Commission, under the Public Utilities proposed financing arrangements in respect of its merger with Lattice to form National Grid final regulatory approval outstanding in the US.

The Merger therefore only remains subject to the sanction of the Lattice Scheme of Arrangement Scheme becoming effective and admission of the New National Grid Transco Shares to the Official to trading on the London Stock Exchange. All other conditions to the Merger have now been waived

As previously announced, the hearing of the petition to sanction the Scheme has been arranged for High Court sanctioning the Scheme at that hearing, National Grid and Lattice expect:

- the Lattice Scheme Record Time to be 6.00pm on 18 October 2002, the last day of dealings
- the Lattice Scheme Effective Date to be 21 October 2002, and the following events to take completion of the Merger;
- the change in National Grid's name to National Grid Transco plc;
- admission of the New National Grid Transco Shares to the Official List of the UK Listing London Stock Exchange;
- commencement of dealings in New National Grid Transco Shares on the London Stock Exchange;
- crediting of New National Grid Transco Shares to the relevant CREST accounts; and
- the New National Grid Transco Share certificates to be dispatched to the relevant November 2002.

Terms used in this announcement shall have the same meaning as in the respective Circulars to shareholders and by Lattice to its shareholders, in both cases dated 14 June 2002.

Enquiries:

| | | | |
|------------------------|---------------------|--------------------------|-------------|
| National Grid | | Lattice | |
| Investor Relations | | Investor Relations | |
| Marcy Reed | 44 (0) 20 7312 5779 | Gary Rawlinson | 44 (0) 20 7 |
| Terry McCormick | 44 (0) 20 7312 5785 | | |
| Louise Clamp | 44 (0) 20 7312 5783 | | |
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| | | Jim Willison | 44 (0) 2 |
| Citigate Dewe Rogerson | | The Maitland Consultancy | |
| Anthony Carlisle | 44 (0) 20 7638 9571 | Angus Maitland | 44 (0) 20 7 |

For immediate release - 17 October 2002 Lattice Group plc and National Grid Group plc Scheme of Arrangement in relation to the proposed merger of Lattice Group plc with National Grid Group plc Lattice Group plc (Lattice) and National Grid Group plc (National Grid) are pleased to announce that at a hearing today, the High Court sanctioned the Scheme of Arrangement between Lattice and its shareholders (the Scheme) pursuant to which the merger with National Grid (the Merger) is to be implemented. As previously announced, National Grid and Lattice expect to implement the Scheme and complete the Merger on 21 October 2002. The last day of dealings in Lattice Shares will be 18 October 2002. Upon completion of the Merger, Lattice will become a wholly-owned subsidiary of National Grid which will change its name to National Grid Transco plc. In accordance with the Scheme, Lattice shareholders will, upon completion of the Merger, receive 0.375 of a New National Grid Transco Share for each Lattice Share held at 6.00 pm on 18 October 2002. Fractional entitlements to a New National Grid Transco Share will not be issued to Lattice Shareholders but will be aggregated, sold in the market and the relevant proceeds distributed to Lattice Shareholders, pro rata to their fractional entitlements. Dealings in the New National Grid Transco Shares issued pursuant to the Scheme are expected to commence on the London Stock Exchange under the name of National Grid Transco plc and the symbol NGT at 8.00 a.m. on 21 October 2002. National Grid ADSs will trade on the New York Stock Exchange under the name of National Grid Transco plc and the symbol NGG . Terms used in this announcement

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shall have the same meaning as in the respective Circulars circulated by National Grid to its shareholders and by Lattice to its shareholders, in both cases dated 14 June 2002. Enquiries: Lattice National Grid Investor Relations: Investor Relations: Gary Rawlinson 44 (0) 20 7389 3218 Marcy Reed 44 (0) 20 7312 5779 Terry McCormick 44 (0) 20 7312 5785 Media Relations: Louise Clamp 44 (0) 20 7312 5783 Gillian Home 44 (0) 20 7389 3212 Bob Seega (1) 508 389 2598 Jim Willison 44 (0) 20 7389 3213 Media Relations: The Maitland Consultancy Clive Hawkins 44 (0) 20 7312 5757 Angus Maitland 44 (0) 20 7379 5151 Citigate Dewe Rogerson Anthony Carlisle 44(0) 20 7638 9571