

NATIONAL GRID PLC
Form 11-K
June 29, 2009

**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, 2008

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.

Watham, MA 02451-1-1120

National Grid plc

1-3 Strand

London WC2N 5EH

England

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. Benefits Committee (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, 2009

By /s/ Kenneth Daly
Member
National Grid USA Service Company,
Inc.
Investment Committee