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NATIONAL GRID GROUP PLC

Form U5A

January 25, 2002

Date of Filing: January 25, 2002

File No. _____

Securities and Exchange Commission
Washington, D.C.

FORM U5A

NOTIFICATION OF REGISTRATION
Filed under Section 5(a) of the
Public Utility Holding Company Act of 1935

The undersigned holding companies hereby notify the Securities and Exchange Commission that they register under and pursuant to the provisions of Section 5(a) of the Public Utility Holding Company Act of 1935 and furnish the following information as to the registrants and subsidiary companies thereof:

1. Exact name of registrants:

- (a) New National Grid plc;
- (b) National Grid (US) Investments 4;
- (c) National Grid (US) Partner 1 Limited;
- (d) National Grid (US) Partner 2 Limited;
- (e) National Grid Holdings Inc.

2. Address of principal executive offices:

New National Grid plc National Grid (US) Investments
4 National Grid (US) Partner 1 Limited National Grid
(US) Partner 2 Limited 15 Marylebone Road London
NW15JD United Kingdom

National Grid Holdings Inc.
25 Research Drive
Westborough, MA 01582

3. Name and address of officer to whom notices and communications should be addressed:

New National Grid plc National Grid (US) Investments
4 National Grid (US) Partner 1 Limited National Grid
(US) Partner 2 Limited Fiona Smith Company Secretary
and General Counsel 15 Marylebone Road London NW15JD
United Kingdom

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National Grid Holdings Inc.
John G. Cochrane
Director
25 Research Drive
Westborough, MA 01582

4. Required information regarding the registrant and each subsidiary company thereof (indented to reflect parent-subsidiary relationships):

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Name of Company	Form of Organization (using the terminology of Jurisdiction)	Country or U.S. State of Organization	Type of Business
1. National Grid Group plc Company ("plc")	Public Limited	England & Wales	Holding Company
1.1 National Grid (US) Holdings Ltd	Private Limited Company ("Priv. Ltd Co.")	England & Wales	Intermediate Company
1.1.1 National Grid (US) Investments 4	unlimited company	England & Wales	Intermediate Company
1.1.1.1 National Grid (US) Partner 1	Priv. Ltd Co.	England & Wales	Intermediate Company
1.1.1.2 National Grid (US) Partner 2	Priv. Ltd Co.	England & Wales	Intermediate Company
1.1.1.3 National Grid Eight Limited	Priv. Ltd Co.	England & Wales	Special-purpose Financing Vehicle
1.1.1.1.1 National Grid General Partnership	General Partnership	Delaware	Intermediate Company
1.1.1.1.1.1 National Grid Holdings Inc.	Corporation	Delaware	Intermediate Company
1.1.1.1.1.2 Teldata LLC	Limited Liability Corporation ("L.L.C.")	Delaware	Inactive
1.1.1.1.1.1.1 National Grid USA	Corporation	Delaware	Intermediate Company
1.1.1.1.1.1.1.1 Granite State Electric Company	Corporation	New Hampshire	Electric Public Utility

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1.1.1.1.1.1.1.1.2	Massachusetts Electric Company	Corporation	Massachusetts	Electric Pu Utility
1.1.1.1.1.1.1.1.3	Nantucket Electric Company	Corporation	Massachusetts	Electric Pu Utility
1.1.1.1.1.1.1.1.4	New England Power Company	Corporation	Massachusetts	Electric Pu Utility
1.1.1.1.1.1.1.1.4.1	Connecticut Yankee Atomic Power Co.	Corporation	Connecticut	Nuclear Pla
1.1.1.1.1.1.1.1.4.2	Maine Yankee Atomic Power Co.	Corporation	Maine	Nuclear Pla
2				
1.1.1.1.1.1.1.1.4.3	Vermont Yankee Nuclear Power Corporation	Corporation	Vermont	Nuclear Pla
1.1.1.1.1.1.1.1.4.4	Yankee Atomic Electric Co.	Corporation	Massachusetts	Nuclear Pla
1.1.1.1.1.1.1.1.5	New England Hydro-Transmission Electric Co., Inc	Corporation	Massachusetts	Electric Tr Utility
1.1.1.1.1.1.1.1.6	New England Hydro Trans Corp.	Corporation	New Hampshire	Electric Tr Utility
1.1.1.1.1.1.1.1.6.1	New England Hydro-Finance Company, Inc.	Corporation	Massachusetts	Finance Com
1.1.1.1.1.1.1.1.7	New England Electric Transmission Corp.	Corporation	New Hampshire	Electric Tr Utility
1.1.1.1.1.1.1.1.8	The Narragansett Electric Company	Corporation	Rhode Island	Public Util
1.1.1.1.1.1.1.1.9	Wayfinder Group, Inc.	Corporation	Massachusetts	Utility Con Energy-Rela Nonutility Company
1.1.1.1.1.1.1.1.9.1	NEWHC, Inc.	Corporation	Massachusetts	Inactive
1.1.1.1.1.1.1.1.9.2	Monitoring Technology Corp.	Corporation	Delaware	Component W Technology

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			Manufacture
1.1.1.1.1.1.1.9.3 Nexus Energy Software Inc.	Corporation	Massachusetts	Software/Ma
1.1.1.1.1.1.1.9.4 Separation Technologies Inc.	Corporation	Delaware	Ash Process
1.1.1.1.1.1.1.10 NEES Energy Inc.	Corporation	Massachusetts	Marketing
1.1.1.1.1.1.1.10.1 AEMC, LLC	L.L.C.	Delaware	Inactive
1.1.1.1.1.1.1.10.1.1 AEDR Fuels LLC	L.L.C.	Maine	Inactive
1.1.1.1.1.1.1.11 EUA Energy Investment Corp.	Corporation	Massachusetts	Energy-Rela Nonutility Company
1.1.1.1.1.1.1.11.1 EUA Bioten, Inc.	Corporation	Massachusetts	Inactive
1.1.1.1.1.1.1.11.2 Eastern Unicord Corp.	Corporation	Massachusetts	Inactive
1.1.1.1.1.1.1.12 National Grid Transmission Services Corp.	Corporation	Massachusetts	Utility Con Services
1.1.1.1.1.1.1.13 National Grid USA Service Company Inc.	Corporation	Massachusetts	Service Com
1.1.1.1.1.1.1.14 NEES Communications, Inc.	Corporation	Massachusetts	Telecommuni Company
1.1.1.1.1.1.1.14.1 Goddard GigaPoP LLC	L.L.C.	Delaware	Telecommuni Company
1.1.1.1.1.1.1.14.2 NEES Telcommunications Corp	Corporation	Massachusetts	Inactive
1.1.1.1.1.1.1.15 Metrowest Realty LLC	L.L.C.	Delaware	Real Estate Investment
1.1.1.1.1.1.1.16 New England Energy Inc.	Corporation	Massachusetts	Inactive
1.1.1.1.1.1.1.17 New England Wholesale Electric Co	Corporation	Massachusetts	Inactive
1.2 National Grid Holdings Ltd	Priv. Ltd Co.	England & Wales	Intermediat Company

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1.2.1 National Grid Company plc	plc	England & Wales	Electric Tr Company
1.2.1.1 NGC Leasing Ltd	Priv. Ltd Co.	England & Wales	Leasing Com
1.2.1.2 NGC Properties Ltd.	Priv. Ltd Co.	England & Wales	Real Estate Development
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1.2.1.3 National Grid Nominees Limited	Priv. Ltd Co.	England & Wales	Nominee Sha
1.2.1.3.1 New National Grid Plc	plc	England & Wales	Holding Com
1.2.1.3.1.1 Grid Delaware Inc.	Corporation	Delaware	Merger Vehi
1.2.2 National Grid Four Limited	Priv. Ltd Co.	England & Wales	Holding Com
1.2.3 National Grid Jersey Holdings Five Limited	Priv. Ltd Co.	Jersey	Holding Com
1.2.3.1 National Grid Three Limited	Priv. Ltd Co.	England & Wales	Intermediat Company
1.2.3.1.1 NGG Telecoms Limited	Priv. Ltd Co.	England & Wales	Intermediat Company
1.2.3.1.1.1 Energis plc	plc	England & Wales	Telecommuni Holding Com
1.2.4 NGG Telecoms Investment Limited	Priv. Ltd Co.	England & Wales	Holding Com
1.2.5 National Grid Jersey Holdings Four Limited	Priv. Ltd Co.	Jersey	Holding Com
1.2.5.1 Gridcom Limited	Priv. Ltd Co.	England & Wales	Telecommuni Company
1.2.6 National Grid Jersey Holdings Three Limited	Priv. Ltd Co.	Jersey	Holding Com
1.2.6.1 FirstPoint Energy Corp. (formerly Myutility, Inc.)	Corporation	Delaware	Energy Rela Services

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1.2.7 National Grid Jersey Holdings Two Limited	Priv. Ltd Co.	Jersey	Holding Com
1.2.8 National Grid Gold Limited	Priv. Ltd Co.	England & Wales	Investment
1.2.9 National Grid Insurance Limited	Priv. Ltd Co.	Guernsey	Captive Ins
1.2.10 National Grid Two Limited	Priv. Ltd Co.	England & Wales	Financial M Company
1.2.11 National Grid Five Limited	Priv. Ltd Co.	England & Wales	Intermediat Company
1.2.11.1 NatGrid Finance Holdings Ltd	Priv. Ltd Co.	England & Wales	Intermediat Company
1.2.11.1.1 NatGrid Finance Ltd	Priv. Ltd Co.	England & Wales	Financial S Company
1.2.11.1.1.1 NG Jersey Ltd	Priv. Ltd Co.	Jersey	Financial S Company
1.2.11.1.1.2 NG Investments Limited	Priv. Ltd Co.	Jersey	Financial S Company
1.2.11.1.1.2.1 NatGrid Investments Limited	Priv. Ltd Co.	England & Wales	Financial S Company
1.2.11.2 NGC Two Ltd	Priv. Ltd Co.	England & Wales	Inactive
1.2.11.2.1 The National Grid Investments Co. Unlimited Co.	Private	England & Wales	Inactive
1.2.11.3 National Grid Six Limited	Priv. Ltd Co.	England & Wales	Financial S Company
1.2.11.4 National Grid International Limited	Priv. Ltd Co.	England & Wales	Intermediat Company
1.2.11.4.1 National Grid (IOM) UK Limited	Priv. Ltd Co.	Isle of Man (resident in England)	Holding Com

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1.2.11.4.2 National Grid Seven Limited	Priv. Ltd Co.	England & Wales	Intermediat Company
1.2.11.4.2.1 National Grid Holdings BV	Priv. Ltd Co.	Netherlands	Holding Com
1.2.11.4.2.1.1 National Grid Manquehue BV	Priv. Ltd Co.	Netherlands	Holding Com
1.2.11.4.2.1.1.1 Manquehue Net S.A.	Priv. Ltd Co.	Chile	Holding Com
1.2.11.4.2.1.1.1.1 Silica Net S.A.	Priv. Ltd Co.	Chile	Holding Com
1.2.11.4.2.1.1.1.1.1 Silica Networks Chile S.A.	Priv. Ltd Co.	Chile	Telecommuni Company
1.2.11.4.2.1.2 National Grid Chile BV	Priv. Ltd Co.	Netherlands	Holding Com
1.2.11.4.2.1.2.1 SCC Uno S.A.	Priv. Ltd Co.	Chile	Holding Com
1.2.11.4.2.1.2.1.1 Silica Networks Argentina S.A.	Priv. Ltd Co.	Argentina	Telecommuni Company
1.2.11.4.2.1.3 National Grid Finance BV	Priv. Ltd Co.	Netherlands	Holding Com
1.2.11.4.2.1.3.1 Compania Inversora En Transmicion Electrica Citelec SA	Priv. Ltd Co.	Argentina	Holding Com
1.2.11.4.2.1.3.1.1 Compania de Transporte de Energia Electrica en Alta Tension Transener SA	Priv. Ltd Co.	Argentina	Electric Tr Company
1.2.11.4.2.1.1.1.1 Empresa de Transporte de Energia electrica Por distribution Troncal de la Provincia de Buenos Airies Sociedad Anonima Transba SA	Priv. Ltd Co.	Argentina	Electric Tr Company
1.2.11.4.2.1.4 National Grid Brazil Finance	unlimited liability company	England & Wales	Investment
1.2.11.4.2.1.5 National Grid Reserve VIII BV	Priv. Ltd Co.	Netherlands	Business De Vehicle

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1.2.11.4.2.1.6 National Grid Brazil BV	Priv. Ltd Co.	Netherlands	Holding Com
1.2.11.4.2.1.6.1 JVCO Participacoes Ltda	Priv. Ltd Co.	Brazil	Telecommuni Company
1.2.11.4.2.1.6.1.1 Holdco Participacues Ltda	Priv. Ltd Co.	Brazil	Holding Com
1.2.11.4.2.1.6.1.1.1 Intellig Telecommunica coes Ltda	Priv. Ltd Co.	Brazil	Telecommuni Company
1.2.11.4.2.1.7 National Grid Zambia BV	Priv. Ltd Co.	Netherlands	Holding Com
1.2.11.4.2.1.7.1 Copperbelt Energy Corporation Plc	Plc	Zambia	Electricity Transmissio
1.2.11.4.2.1.8 National Grid Holland Limited	Priv. Ltd Co.	England & Wales	Investment
1.2.11.4.2.1.9 National Grid Poland BV	Priv. Ltd Co.	Netherlands	Holding Com
1.2.11.4.2.1.9.1 Energis Polska Sp zo.o	Priv. Ltd Co.	Poland	Telecommuni Company
1.2.11.4.2.1.9.1.1 CEL Polska Sp zo.o	Priv. Ltd Co.	Poland	Telecommuni Company
1.2.11.4.3 National Grid Indus BV	Priv. Ltd Co.	Netherlands (resident in England)	Business De Vehicle
1.2.11.4.4 National Grid Overseas Ltd	Priv. Ltd Co.	England & Wales	Intermediat Company
1.2.11.4.4.1 National Grid Overseas Two Ltd	Priv. Ltd Co.	England & Wales	Intermediat Company
1.2.11.4.5 NG Procurement Holdings Ltd.	Priv. Ltd Co.	England & Wales	Intermediat Company
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1.2.11.4.5.1 National Grid Procurement BV	Priv. Ltd Co.	Netherlands	Holding Com
1.2.11.4.5.1.1 Eutilia NV	Public Company	Netherlands	Electronic of Utility

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				and Service
1.2.11.4.6	National Grid Australia GP Pty Ltd.	Priv. Ltd Co.	Australia	General Par
1.2.11.4.7	National Grid Australia LLP Liability Partnership	Limited	Australia	Holding Com
1.2.11.4.7.1	National Grid Australia Pty Ltd.	Priv. Ltd Co.	Australia	Holding Com
1.2.11.4.7.1.1	Basslink Pty Ltd.	Priv. Ltd Co.	Australia	Developing Interconnec in Australi
1.2.12	National Grid One Limited	Priv. Ltd Co.	England & Wales	Investment
1.2.13	Elexon Ltd.	Priv. Ltd Co.	England & Wales	A Non-profi Required Un U.K. Electr Regulatory
1.2.14	EnMo Limited	Priv. Ltd Co.	England & Wales	Gas Market Administrat
1.2.15	NGG Telecoms Holdings Ltd.	Priv. Ltd Co.	England & Wales	Intermediat Company
1.3	NGG Finance plc	Plc	England & Wales	Special Pur Financing C

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SIGNATURES

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the registrant has caused this notification of registration to be duly signed on its behalf in the City of Boston and State of Massachusetts on the 24 day of January, 2002.

New National Grid plc;
National Grid (US) Investments 4;
National Grid (US) Partner 1 Limited;
National Grid (US) Partner 2 Limited;
National Grid Holdings Inc.

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By: /s/ John G. Cochrane

John G. Cochrane
Authorized Representative

Attest:

/s/ Kirk Ramsauer

Kirk L. Ramsauer
Deputy General Counsel and
Authorized Signer
National Grid Companies

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VERIFICATION

State of Massachusetts
County of Suffolk.

The undersigned being duly sworn and deposes and says that he has duly executed the attached notification of registration dated January 24, 2002 for and on behalf of:

New National Grid plc;
National Grid (US) Investments 4;
National Grid (US) Partner 1 Limited;
National Grid (US) Partner 2 Limited;
National Grid Holdings Inc.;

that he is a Director of National Grid Holdings Inc. and authorized to sign on behalf of it and the remaining registrants; and that all action by stockholders, directors and other bodies necessary to authorize deponent to execute and file such instrument has been taken. Deponent further says that he is familiar with such instrument and the contents thereof, and that the facts therein set forth are true to the best of his knowledge, information and belief.

/s/ John G. Cochrane

John G. Cochrane

(Official Seal)

Subscribed and sworn to before me,

a Notary Public,

this 24th day of January, 2002.

/s/ Gifty Bentum-Inkabi

My commission expires: May 17, 2007

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