

NATIONAL GRID TRANSCO PLC

Form 6-K

April 01, 2004

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: April 1, 2004

NATIONAL GRID TRANSCO plc

(Registrant's Name)

1-3 Strand  
London  
WC2N 5EH

(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 authorised.

NATIONAL GRID TRANSCO plc  
s/David C. Forward

By: \_\_\_\_\_  
Name: David C Forward  
Title: Assistant Secretary

Date: April 1, 2004

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**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 sent to the London Stock Exchange for the month of March 2004 **and for April 1, 2004.**

National Grid Transco plc  
("NGT")  
1-3 Strand  
London  
WC2N 5EH  
United Kingdom

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**Recent Announcements to The London Stock Exchange**

**DATE    DETAILS**

1.4.04	NGT Close period trading update for year ended March 31, 2004.
1.4.04	NGT Financial Timetable for year ending 31 March 2005.
29.3.04	Quest Operation.
29.3.04	Notification of Capital Group's interest increased to 10.0%.
23.3.04	Directors Interests (LTIS Operation)
22.3.04	Directors Interests (LTIS Operation)
15.3.04	Quest operation
11.3.04	ESOP operation

- 9.3.04 Directors Interests - Share Incentive Plan - monthly update
  - 8.3.04 Directors Interests (LTIS Operation)
  - 4.3.04 ESOP operation
  - 1.3.04 Quest operation
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**ANNEX 2 Copy Announcements as sent**

**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 March, **and April 1, 2004**

National Grid Transco plc  
(‘NGT’)  
1-3 Strand  
London  
WC2N 5EH  
United Kingdom

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1 March 2004

**National Grid Transco plc (NGT)**

**QUALIFYING EMPLOYEE SHARE OWNERSHIP TRUST (Quest)**

(Notification of Directors' Interests pursuant to Section 324(2) of the Companies Act 1985)

Today, each of the following NGT Executive Directors: E. M. Astle, S. J. Holliday, N. P. Winsor and R. J. Urwin, technically ceased to be interested in 14,318 NGT Ordinary Shares, by virtue of the Quest transferring the shares to employees.

Note: For Companies Act purposes, the Executive Directors named above are deemed to have a technical interest in the shares held in NGT's Quest, together with all participating employees. The interest ceases when shares are transferred to participants who exercise their Sharesave scheme options.)

Contact: D. C. Forward, Assistant Secretary (020 7004 3226).

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4 March 2004

**National Grid Transco plc (NGT)**

National Grid 1996 EMPLOYEE BENEFIT TRUST (ESOP)

(Notification of Directors' Interests pursuant to Section 324(2) of the Companies Act 1985)

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NGT yesterday received a further notification from the ESOP Trustee; that certain Executive Directors of NGT (E Astle, S Holliday, R Urwin and N Winsor) ceased to be technically interested in a total of 19,214 NGT Ordinary shares, by virtue of the Trustee having transferred the shares to a participant on 3 March 2004.

(Note: For Companies Act purposes, these Executive Directors of NGT are deemed to have a technical interest in all the shares held by the ESOP, together with all participating employees. The interest ceases when shares are transferred to participants by the exercise of executive share options or under another employees' share scheme.)

Contact: D C Forward, Assistant Secretary (020 7004 3226).

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8 March 2004

**National Grid Transco plc (NGT)**

Interests Notified by the Trustee for the Lattice Group Long Term Incentive Scheme (the "LTIS")

(Notification of Directors' Technical Interests, Pursuant to Section 324(2) of the Companies Act 1985)

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On 5 March 2004 NGT received a notification from Mourant and Co. Trustees, as Trustee of the Lattice Group Employees Share Trust operated in conjunction with the LTIS. Following the exercise, and disposal of transfer, of 5,630 shares by participants on 3 and 5 March 2004, the following Executive Director of NGT, Steve Lucas, together with other employees formerly with Lattice Group, have a technical interest in the remaining balance of 400,787 NGT shares held by the Trustee.

(Note: For Companies Act purposes, Steve Lucas is deemed to have a technical interest in all the shares held by the LTIS Trustee, together with all participating employees. The interest ceases when shares are transferred to participants by the exercise of LTIS options.)

Contact: D C Forward, Assistant Secretary (020 7004 3226).

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9 March 2004

**National Grid Transco plc (NGT)**

NGT SHARE INCENTIVE PLAN (the "SIP")

(Notification of Directors' Interests, pursuant to Section 324(2) of the Companies Act 1985)

Under the SIP scheme, operated through Towers Perrin Share Plan Services Limited as Trustee, employees may acquire NGT ordinary shares by regular monthly contributions. The current monthly purchase of 77,787 NGT ordinary shares under the scheme has been confirmed by the Trustee, the shares having been purchased in the market yesterday, at a price of 430 pence per share.

The undermentioned executive directors of NGT, together with some 3,800 employees, are potential beneficiaries and are therefore deemed to be interested in those ordinary shares.

The following Directors of NGT participated:

Director	Shares purchased in SIP	Resulting total interest
Steven Holliday	29	482,605
Roger Urwin	29	1,128,227

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11 March 2004

**National Grid Transco plc (NGT)**

National Grid 1996 EMPLOYEE BENEFIT TRUST (ESOP)

(Notification of Directors' Interests pursuant to Section 324(2) of the Companies Act 1985)

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NGT yesterday received a further notification from the ESOP Trustee; that certain Executive Directors of NGT (E Astle, S Holliday, R Urwin and N Winsler) ceased to be technically interested in a total of 82,364 NGT Ordinary shares, by virtue of the Trustee having transferred the shares to participants on 9th March 2004.

(Note: For Companies Act purposes, these Executive Directors of NGT are deemed to have a technical interest in all the shares held by the ESOP, together with all participating employees. The interest ceases when shares are transferred to participants by the exercise of executive share options or under another employees' share scheme.)

Contact: D C Forward, Assistant Secretary (020 7004 3226).

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15 March 2004

**National Grid Transco plc (NGT)**

QUALIFYING EMPLOYEE SHARE OWNERSHIP TRUST (Quest

(Notification of Directors' Interests pursuant to Section 324(2) of the Companies Act 1985)

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Today, each of the following NGT Executive Directors: E. M. Astle, S. J. Holliday, N. P. Winser and R. J. Urwin, technically ceased to be interested in 16,172 NGT Ordinary shares, by virtue of the Quest transferring the shares to employees.

(Note: For Companies Act purposes, the Executive Directors named above are deemed to have a technical interest in the shares held in NGT's Quest, together with all participating employees. The interest ceases when shares are transferred to participants who exercise their Sharesave scheme options.)

Contact: D C Forward, Assistant Secretary (020 7004 3226).

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22 March 2004

**National Grid Transco plc (NGT)**

Interests Notified by the Trustee for the Lattice Group Long Term Incentive Scheme (the "LTIS")

(Notification of Directors' Technical Interests, Pursuant to Section 324(2) of the Companies Act 1985)

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NGT today received a notification from Maurant and Co. Trustees, as Trustee of the Lattice Group Employees Share Trust operated in conjunction with the LTIS. Following the exercise, and disposal or transfer, of 4,487 shares by participants on 19 and 22 March 2004, the following Executive Director of NGT, Steve Lucas, together with other employees formerly with Lattice Group, have a technical interest in the remaining balance of 396,300 NGT shares held by the Trustee.

(Note: For Companies Act purposes, Steve Lucas is deemed to have a technical interest in all the shares held by the LTIS Trustee, together with all participating employees. The interest ceases when shares are transferred to participants by the exercise of LTIS options.)

Contact: D C Forward, Assistant Secretary (020 7004 3226).

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22 March 2004

**National Grid Transco plc (NGT)**

Interests Notified by the Trustee for the Lattice Group Long Term Incentive Scheme (the "LTIS")

(Notification of Directors' Technical Interests, Pursuant to Section 324(2) of the Companies Act 1985)

---

NGT today received a notification from Maurant and Co. Trustees, as Trustee of the Lattice Group Employees Share Trust operated in conjunction with the LTIS. Following the exercise, and disposal or transfer, of 4,487 shares by participants on 19 and 22 March 2004, the following Executive Director of NGT, Steve Lucas, together with other employees formerly with Lattice Group, have a technical interest in the

remaining balance of 396,300 NGT shares held by the Trustee.

(Note: For Companies Act purposes, Steve Lucas is deemed to have a technical interest in all the shares held by the LTIS Trustee, together with all participating employees. The interest ceases when shares are transferred to participants by the exercise of LTIS options.)

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29 March 2004

**National Grid Transco plc (NGT)**

**Notification of Interest in NGT Ordinary Shares, Pursuant to Section 198 of the Companies Act 1985)**

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NGT today received a further notification from The Capital Group Companies, Inc., that its notifiable interest increased to 10.0% (310,343,026 shares) at 25 March 2004.

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29 March 2004

**National Grid Transco plc (NGT)**

**QUALIFYING EMPLOYEE SHARE OWNERSHIP TRUST (Quest)**

(Notification of Directors' Interests pursuant to Section 324(2) of the Companies Act 1985)

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Today each of the following NGT Executive Directors : E. M. Astle, S. J. Holliday, N. P. Winser and R. J. Urwin, technically ceased to be interested in 5,618 NGT Ordinary Shares, by virtue of the Quest transferring the shares to employees.

(Note: For Companies Act purposes, the Executive Directors named above are deemed to have a technical interest in the shares held in NGT's Quest, together with all participating employees. The interest ceases when shares are transferred to participants who exercise their Sharesave scheme options.)

Contact: D C Forward, Assistant Secretary (020 7004 3226).

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1 April 2004

**National Grid Transco plc (NGT)**

**National Grid Transco Financial Timetable for the year ending 31 March 2005.**

On 2 February 2004, NGT notified the dates scheduled for the announcement of its financial results and the 2004 AGM. As anticipated, that information is now updated, with the full financial timetable, scheduled as follows:

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2 June 2004	Ordinary shares go ex-dividend
4 June 2004	Record date for 2003/04 final dividend
June	Annual Report posted to shareholders*
26 July 2004	Annual General Meeting -International Convention Centre, Birmingham.
23 August 2004	2003/04 final dividend paid to qualifying shareholders
18 November 2004	2004/05 interim results*
1 December 2004	Ordinary shares go ex-dividend
3 December 2004	Record date for 2004/05 interim dividend
24 January 2005	2004/05 interim dividend paid to qualifying shareholders

\* Documents available on NGT Group website ([www.ngtgroup.com](http://www.ngtgroup.com))

Contact: D C Forward, Assistant Secretary (020 7004 3226).

1 April 2004

National Grid Transco Close period trading update  
for the year ended 31 March 2004

Strong Profit and Earnings Growth

National Grid Transco plc (the "Group") is today issuing its trading update on the commencement of the close period and prior to the announcement of its preliminary results on Thursday 20 May 2004.

The Group's financial performance for the year ended 31 March 2004 has been particularly strong, earnings per share (excluding exceptional items and goodwill amortisation) will be substantially in excess of expectations.

Profit before tax (excluding exceptional items and goodwill amortisation) is now expected to be in excess of £30m as a result of our decision to suspend, with effect from 1 October 2002, recognition of cash) UK pension surplus credits.

As previously indicated, we do not expect to release any prior year tax provisions and the effective tax rate on the profit before tax (excluding exceptional items) is anticipated to be approximately 20%.

The cashflow impact of the programmes previously announced to deliver restructuring and



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benefits, combined with the Group's share buy-back programme, will result in net debt of around £1.5 billion at 31 March 2003.

During the course of the year (up to 25 March 2003), the Group purchased for cancellation 24,220,000 of its ordinary shares at an average price of 401.59p. The weighted average number of shares for the year ending 31 March 2003 for purposes of calculating earnings per share is expected to be around 24.2 billion.

### Cautionary statement

This announcement contains certain statements that are neither reported financial results nor historical information. These statements are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Because these forward-looking statements are subject to assumptions, risks and uncertainties, actual future results may differ materially from those expressed in or implied by these statements. Many of these assumptions, risks and uncertainties relate to factors that are beyond National Grid Transco's ability to control or estimate precisely, such as delays in obtaining regulatory approvals, adverse conditions contained in regulatory approvals, competition and industry restructuring, changes in economic conditions, currency fluctuations, changes in interest and tax rates, changes in market prices, changes in historical weather patterns, changes in laws, regulations or government policies, developments in legal or public policy doctrines, technological developments, the availability of new acquisition opportunities or the timing and success of future acquisition opportunities. Other factors that could cause actual results to differ materially from those disclosed in this announcement include the ability to integrate Niagara Mohawk and Lattice Group plc successfully within National Grid Transco or to realise synergies from such integration or the failure to realise synergies, management, unseasonal weather impacting on demand for electricity and gas, the behaviour of participants in the electricity market on system balancing, the timing of amendments in prices to supply gas in the UK gas market, the performance of the National Grid Transco's pension schemes and the re-structuring of pension costs. For a more detailed description of these assumptions, risks and uncertainties, together with any other risk factors please see National Grid Transco's filings with the United States Securities and Exchange Commission (and in particular the "Risk Factors" and "Operations and Financial Review" sections in its most recent annual report on 20F). Recipients are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this announcement. National Grid Transco does not undertake any obligation to publicly release any information to these forward-looking statements to reflect events or circumstances after the date of this announcement.

### Contacts

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