Exhibit-D Page 1 of 6

Shareholder Incentive Template-National Grid NH B/C Component

	National Grid	Northern
Benefits:		
Avoided Generation, Transmmission & Distributions costs for: Program Participants Market effects (e.g. spillover, post-program adoptions)	Yes Yes (zero) (1)	Yes Yes (zero)
Customer Benefits (including O&M)	Yes (zero)	Yes (zero)
Quantifiable avoided resource costs (e.g. water, electricity)	Yes (2)	Yes (zero)
Adder for other non-quantified benefits (e.g. environmental and other)	Yes (15%)	Yes (15%)
Costs:		
Program costs (e.g. incentives, admin, monitoring, evaluation for: Utility Costs (i.e. for admin, monitoring, evaluation, marketing, rebates) Program participants (i.e. incremental costs not reimbursed by rebates) Market effects (e.g. spillover, post-program adoptions)	Yes Yes Yes (zero)	Yes Yes Yes (zero)
Customer Costs (including O&M)	Yes (zero)	Yes (zero)
Quantifiable additional resource costs (e.g. water, electricity)	Yes (zero)	Yes (zero)
Utility Performance Incentives	Yes (3)	Yes (3)

footnotes:

- (1) Staff defers consideration of National Grid's "Market Effects" benefits and costs to the next program year filing.
- (2) Electric benefits are identified for the following Residential programs High Efficiency Heating ECM 92% and ENERGY STAR Windows. These benefits are included in National Grid's benefits benchmark.
- (3) Performance Incentives are 8% (i.e. 8% of program budgets) consistent with Commission approved guidelines in Order No. 23,574 and 23,850. but, the 8% rate may change pursuant to the agreement calling for the Settling Parties to participate in good faith in any Commission sponsored generic proceeding to determine the appropriateness of the 8% rate level for utility-sponsored energy efficiency programs.

 The Performance Incentive amount is included in the cost component of the B/C ratio at the Sector-level only for purposes of calculating and measuring the B/C component of the Shareholder Incentive.

DG 09-049 (National Grid Gas Energy Efficiency) Program Year 2 (January 1, 2010 - December 31, 2010) Actual Results	Exhibit-D Page 2 of 6
Shareholder Incentive Template-National Grid Savings Component	
Gas Savings in MMBTU's resulting from Energy Efficiency Measures Installed in the Program Year	
Number of Participants served in the annual program year time period MMBTU Savings per Participant Per Year Total MMBTU Savings Per Year Measure Life of Measures installed in the annual program year time period Grand Total MMBTU Savings Benchmark for Performance Incentive	4,192 18.66 78,227 19.17 1,499,657
Electric Savings in kWh's resulting from Energy Efficiency Measures Installed in the Program Year	
Number of Participants served in the annual program year time period kWh Savings per Participant Total kWh Savings Per Participant Per Year Measure Life of Measures installed in the annual program year time period Grand Total kWh Savings Benchmark for Performance Incentive	- - -

Benefit Cost (B/C) Benchmark for Computing Shareholder Incentives - National Grid

Energy Audit

Residential Programs	footnotes	Lov			gh ficiency eating	&	Home rformance	:We	atherization	Inte	llysis rnet Guide	Ene Hom	rgy Star nes		sidential o-Total
					_										
Benefits:															
Avoided Generation, Transmmission & Distributions costs for: Program Participants Market effects (e.g. spillover, post-program adoptions)	(a) (b)	\$ \$	977,702	\$	3,136,063	\$	-	\$	5,602,231	\$	-	\$	58,559	\$	9,774,556
Customer Benefits (including O&M)	(c)	\$	-	\$	-	\$		\$	-	\$	-	\$	-		
Quantifiable avoided resource costs (e.g. water, electricity)	(d)	\$	-					\$	-	\$	-	\$	-		
Adder for other non-quantified benefits (e.g. environmental and other)	(e)														
Total Benefits		\$	977,702	\$	3,136,063	\$	-	\$	5,602,231	\$	-	\$	58,559	\$	9,774,556
Costs:															
Program costs (e.g. incentives, admin, monitoring, evaluation for: Utility Costs (i.e. for admin, monitoring, evaluation, market Program participants (i.e. incremental costs not reimburse Market effects (e.g. spillover, post-program adoptions)		\$ \$	595,992	\$ \$	576,423 398,085		122,379	\$ \$	1,146,032 752,760	s		\$ \$ \$	2,418 14,040	\$	2,443,244 1,164,885
Customer Costs (including O&M)	(c)	\$	-	\$		\$	_	\$	_	\$		\$			
Quantifiable additional resource costs (e.g. water, electricity)	(h)	\$		\$		\$		\$		\$		\$			
Total Costs		\$	595,992	\$	974,508	\$	122,379	\$	1,898,792			\$	16,458	\$	3,608,129
Utility Shareholder Incentive at the Sector Level*	(i)		n/a	ı	n/a	ı	n/a		n/a	ı	n/a	a	n/a	_	\$238,469
Total Costs Including Utility Shareholder Incentives at Sector Level		_												\$	3,846,599
Benefit Cost Ratio by Sector (i.e. B/C Benchmark for Shareholder Incentiv	ve Calc.)		1.64		3.22		_		2.95				3.56		2.54

Benefit Cost (B/C) Benchmark for Computing Shareholder Incentives - National Grid

Benefit Cost (B/C) Benchmark for Computing Shareholder Incentives - National Grid C&I Programs	footnotes	E	Commercial Energy Efficiency	Spac	Efficiency e and r Heating	Business Internet Audit		C&I Sub-Total	
Benefits:									
Avoided Generation, Transmmission & Distributions costs for: Program Participants Market effects (e.g. spillover, post-program adoptions)	(a)	:	\$ 5,055,104	\$	2,103,131	\$ \$	-	\$ \$	7,158,236 -
Customer Benefits (including O&M)	(c)		()	()	0)	0
Quantifiable avoided resource costs (e.g. water, electricity)	(d)	:	\$ -		(\$	-	\$	-
Adder for other non-quantified benefits (e.g. environmental and other)	(e)								
Total Benefits		3	\$ 5,055,104	\$	2,103,131	\$	-	\$	7,158,236
Costs: Program costs (e.g. incentives, admin, monitoring, evaluation for: Utility Costs (i.e. for admin, monitoring, evaluation, marketing, rebates)	45		\$ 877.566	•	253,880		8.858	¢.	1,140,304
Offiny Costs (i.e. for admin, monitoring, evaluation, marketing, repates) Program participants (i.e. incremental costs not reimbursed by rebates) Market effects (e.g. spillover, post-program adoptions)	(f) (g)	:	\$ 1,902,676 \$ -		460,298		- - -	\$ \$ \$	2,362,975
Customer Costs (including O&M)	(c)	:	\$ -		(\$	-	\$	-
Quantifiable additional resource costs (e.g. water, electricity)	(h)	;	\$ -		(\$	-	\$	-
Total Costs		-	\$ 2,780,242	\$	714,178	\$	8,858	\$	3,503,279
Utility Shareholder Incentive at the Sector Level*		_	n/a	a	n/a	1	n/a	ı	\$95,559
Total Costs Including Utility Shareholder Incentives at Sector Level	(i)	_							\$3,598,837
Benefit Cost Ratio by Sector (i.e. B/C Benchmark for Shareholder Incentive Calc.)		_	1.82		2.94		-		1.99

DG 09-049 (National Grid Gas Energy Efficiency)

Program Year 2 (January 1, 2010 - December 31, 2010) Actual Results

MMBTU Savings Benchmark for Computing Shareholder Incentives - National Grid

Residential Programs		Low	High Efficiency	& Home		Energy Analysis Internet Guide	Energy Star I	Residential
	footnotes	Income	Heating	Performance	Weatherization	Education	Homes :	Sub-Total
Gas Savings in MMBTU's from Measures Installed in the Program Year								
Number of Participants	(j)	336	1,38	2 0	1,224	961	9	3,912
MMBTU Savings per Participant Per Year	(k)	12.1	11.	5 0.0	19.1	0.0	22.1	11.1
Total MMBTU Savings Per Year		4,080	15,867	-	23,378	-	199	43,524
Measure Life of Measures installed during the program year	(I)	20.00	16.85	15.00	20.00	1.00	25.00	18.87
Grand Total MMBTU Savings Benchmark for Performance Incentive		81,600	267,366	-	467,568	-	4,978	821,512

Electric Savings in kWh's from Measures Installed in the Program Year

Number of Participants kWh Savings per Participant Total kWh Savings Per Participant Per Year Measure Life of Measures installed in the annual program year time period Grand Total kWh Savings Benchmark for Performance Incentive

C&I Programs

Commercial High Efficiency
Energy Space and Business C&I
Efficiency Water Heating Internet Audit Sub-Total

Gas Savings in MMBTU's from Measures Installed in the Program Year

BTU'S from Measures Installed in the Firegram 16...

Number of Participants

MMBTU Savings per Participant Per Year

Total MMBTU Savings Per Year

Measure Life of Measures installed during the program year

Grand Total MMBTU Savings Benchmark for Performance Incentive

83 129 68 280 296.6 78.1 - 123.9 24.622 10.081 - 34,703 19 20 1 14 478,730 199,415 - 502,973 Exhibit-D Page 5 of 6

Footnotes for Budget Benefit Cost Ratio-National Grid

(a) Residential and C&I Program Avoided Gen., Trans. & Distribution for Program Participants

Energy Audit Energy Analysis Internet Guide Energy Star High Efficiency & Home Residential Low Residential Programs: Income Performance Weatherization Education Sub-Total Heating Homes Number of Participants * 336 1,382 1,224 961 3,912 Number of Participants of MMBTU Savings per Participant per year**
Total MMBTU Savings Per Year
Number of years in the Measure Life**
Grand Total MMBTU Lifetime Savings for Benchmark for Performance Incentive 12 11 19 4,080 15,867 23,378 43,524 20 81,600 17 20 467,568 19 821,512 267,366 4,978 Lifetime Therm Savings
Rate of Savings per MMBTU ***
Grand Total Dollar Savings 816,000 2,673,655 4,675,680 49,781 8,215,116 12.45 \$ 12.45 \$ 12.45 \$ 12.45 \$ 12.45 \$ 12.45 \$ 12.45 \$ 12.45 \$ \$ 1,015,920 \$ 3,328,700 \$ 5,821,222 \$ 61,978 \$ 10,227,820

			High Efficiency Space and			iness	C&I	
C&I Programs:	Efficiency		Water Heati	ng	Inte	rnet Audit	Sub	-Total
Number of Participants *		83		129		68		280
MMBTU Savings per Participant per year**	2	297		78		-		124
Total MMBTU Savings Per Year	24,6	622		10,081		0		34,703
Number of years in the Measure Life		19		20		1		14
Grand Total MMBTU Savings for Benchmark for Performance Incentive	478,7	'30	19	9,415		-		678,145
Lifetime Therm Savings	4,787,3	303	1,99	4,146		-		6,781,449
Rate of Savings per MMBTU ***	\$ 12.	.45	\$	12.45	\$	12.45	\$	12.45
Grand Total Dollar Savings	\$ 5,960,1	92	\$ 2,48	2,712	\$	-	\$	8,442,904

			High	n Efficiency F	We	atherization	- 1	Residential	Energy Aud	dit	New Home				
Residential Programs	Low		Wate	er Heating,				Internet	& Home		Construction				
												Re	esidential Tecl	h	Residential Sub-
	Income			Controls				Audit	Performano	e	w/Energy Star		Demo		Total
Number of Participants		336		1,224		1,224		96	1	928	9			0	4,682
Participant Incremental Cost	\$	-	\$	325	\$	615	\$	-	\$	-	\$1,560	\$	-	9	249
Program Participant Cost	\$	-	\$	398,085	\$	752,760	\$	-	\$	-	\$14,040	\$	-	9	1,164,885

	Cor	nmercial	Higl	h Efficiency	Building							
C&I Programs		Energy	Spa	ace and	Operator		Online Bus	iness	Building Pr	rac	C	ši
		Efficiency	Wat	ter Heating	Certification		Analyzer		Tech Dem	0	Sı	ıb-Total
Number of Participants		83		129		C)	68			0	280
Participant Incremental Cost	\$	22,924	\$	3,568				0	\$	-	\$	-
Program Participant Cost	\$	1,902,676	\$	460,298	\$	-	\$	-	\$	-	\$	2,362,975

^{*} In Demand
** The values are variable for program year measurement purposes and based upon the B/C model assumptions.
** Source: Per email communication with J. Cunningham. Consistent with 2007 Synapse Avoided Cost Study.

Exhibit D - Shareholder Incentive Page 1 of 2

National Grid Gas Energy Efficiency

Target Shareholder Incentive Year TWO- January 1, 2010 - December 31, 2010

Commercial/Industrial Incentive

1. Target Benefit/Cost Ratio	2.01
Actual Benefit/Cost Ratio	1.99
2. Threshold Benefit/Cost Ratio	1.00
3. Target lifetime MMBTU	1,236,404
Actual lifetime MMBTU	678,145
4. Threshold MMBTU	803,663
5. Budget6. CE Percentage	\$2,411,290 4.00%
7. Lifetime kWh Percentage	4.00%
7. Lifetime kwii Fercentage	4.00%
8. Target C/I Incentive	\$192,903
Actual C/I Incentive	\$95,559
9. Cap	\$289,355
Residential Incentive	
10. Target Benefit/Cost Ratio	2.15
Actual Benefit/Cost Ratio	2.54
11. Threshold Benefit/Cost Ratio	1.00
12. Target lifetime MMBTU	885,455
Actual lifetime MMBTU	821,512
13. Threshold MMBTU	575,546
14. Budget	\$2,575,126
15. CE Percentage	4.00%
16. Lifetime kWh Percentage	4.00%
17. Target Residential Incentive	\$206,010
Actual Residential Incentive	\$217,565
18. Cap	\$309,015
19. TOTAL INCENTIVE	\$313,124

Exhibit D - Shareholder Incentive Page 2 of 2 National Grid Gas Energy Efficiency Target Benefit-Cost Ratio by Sector Year TWO- January 1, 2010 - December 31, 2010

Commercial & Industrial:	Planned	Actual
1. Benefits (Value) From Eligible Programs	\$11,038,062	\$7,158,236
2. Implementation Expenses	\$2,295,901	\$1,117,477
3. Customer Contribution	\$2,893,873	\$2,362,975
4. Evaluation Expense	\$115,389	\$22,827
5. Shareholder Incentive	\$192,903	\$95,559
6. Total Costs Including Shareholder Incentive	\$5,498,066	\$3,598,837
7. Benefit/Cost Ratio - C&I Sector	2.01	1.99
8. Implementation Plus Evaluation Expense - C&I Sector	\$2,411,290	\$1,140,304
Residential:		
9. Benefits (Value) From Eligible Programs	\$8,644,460	\$9,774,556
10. Implementation Expenses	\$2,526,304	\$2,422,638
11. Customer Contribution	\$1,248,016	\$1,164,885
12. Evaluation Expense	\$48,822	\$20,606
13. Shareholder Incentive	\$206,010	\$217,565
14. Total Costs Including Shareholder Incentive	\$4,029,152	\$3,825,694
15. Benefit/Cost Ratio - Residential Sector	2.15	2.55
16. Implementation Plus Evaluation Expense - Residential Sector	\$2,575,126	\$2,443,244