

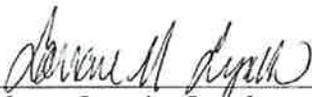
Effective as of November 1, 2012 (the "Effective Date")

RE: "TERMS OF THE NATIONAL GRID USA MONEY POOL" effective March 17, 2005 (The "National Grid USA Money Pool")

The undersigned Members of the National Grid USA Money Pool hereby consent and agree to terminate the National Grid USA Money Pool effective as of the Effective Date. This instrument may be executed in multiple counterparts, each of which shall be considered an original.

IN WITNESS WHEREOF, each of the current Members of the National Grid USA Money Pool has caused this instrument to be executed by its duly authorized representative.

Massachusetts Electric Company

By: 
Name: Lorraine Lynch
Title: Vice President and Treasurer

Nantucket Electric Company

By: 
Name: Lorraine Lynch
Title: Vice President and Treasurer

The Narragansett Electric Company

By: 
Name: Lorraine Lynch
Title: Vice President and Treasurer

National Grid USA Service Company, Inc.

By: Lorraine M Lynch
Name: Lorraine Lynch
Title: Vice President and Assistant Treasurer

New England Electric Transmission Corporation

By: Lorraine M Lynch
Name: Lorraine Lynch
Title: Vice President and Treasurer

New England Power Company

By: Lorraine M Lynch
Name: Lorraine Lynch
Title: Vice President and Treasurer

Niagara Mohawk Power Corporation

By: Lorraine M Lynch
Name: Lorraine Lynch
Title: Vice President and Treasurer

New England Hydro-Transmission Electric Company, Inc.

By: Lorraine M Lynch
Name: Lorraine Lynch
Title: Vice President and Treasurer

New England Hydro-Transmission Corporation

By: Lorraine M Lynch
Name: Lorraine Lynch
Title: Vice President and Treasurer

National Grid USA

By: Lorraine M Lynch
Name: Lorraine Lynch
Title: Assistant Treasurer

EUA Energy Investment Corporation

By: Lorraine M Lynch
Name: Lorraine Lynch
Title: Assistant Treasurer

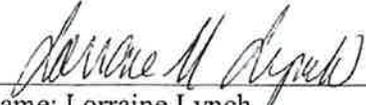
Metrowest Realty LLC

By: Shannon Larson
Name: Shannon Larson
Title: President

NEES Energy, Inc.

By: Lorraine M Lynch
Name: Lorraine Lynch
Title: Assistant Treasurer

New England Energy Incorporated

By: 
Name: Lorraine Lynch
Title: Assistant Treasurer

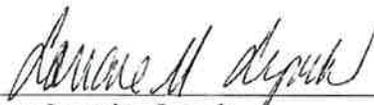
New England Hydro Finance Company, Inc.

By: 
Name: Lorraine Lynch
Title: President and Assistant Treasurer

Wayfinder Group, Inc.

By: 
Name: Lorraine Lynch
Title: Assistant Treasurer

GridAmerica Holdings Inc.

By: 
Name: Lorraine Lynch
Title: Assistant Treasurer