

Division 2-23

Request:

Mr. Sobolewski states (at 16:3-16) that National Grid and PPL have assembled a group of officers, managers and other employees from both companies to plan, execute and coordinate the business integration and organization separation efforts for the Transaction.

- a. Explain in detail the responsibilities of Mr. Dan Davies, National Grid and Mr. Dudkin, PPL, including which individual will lead the efforts and the chain of command.
- b. Provide a copy of all transition plans, schedules and workplans.
- c. Provide a detailed list of the integration and transition topics.
- d. Provide the details of how National Grid and PPL will avoid duplication of cost recovery and accurately separate these transition costs.

Response:

- a. PPL and PPL RI refer to their response to data requests Division 1-20 and Division 1-29 and to National Grid USA and The Narragansett Electric Company's responses to data requests Division 1-29 and Division 2-23. PPL and PPL RI also refer to Attachment PPL-DIV 2-23-1, PPL's Rhode Island Integration Governance Model, and Attachment NG-DIV 1-29-3, Joint IMO/TMO Kickoff, dated April 7, 2021.
- b. PPL and PPL RI refer to their responses to data requests Division 1-20, Division 1-29, and Division 1-40 and to National Grid USA and The Narragansett Electric Company's response to data request Division 1-29.
- c. PPL and PPL RI refer to their responses to data requests Division 1-20, Division 1-29, and Division 1-40 and to National Grid USA and The Narragansett Electric Company's response to data request Division 1-29.
- d. PPL and PPL RI refer to their responses to data requests Division 1-30 and Division 1-33.

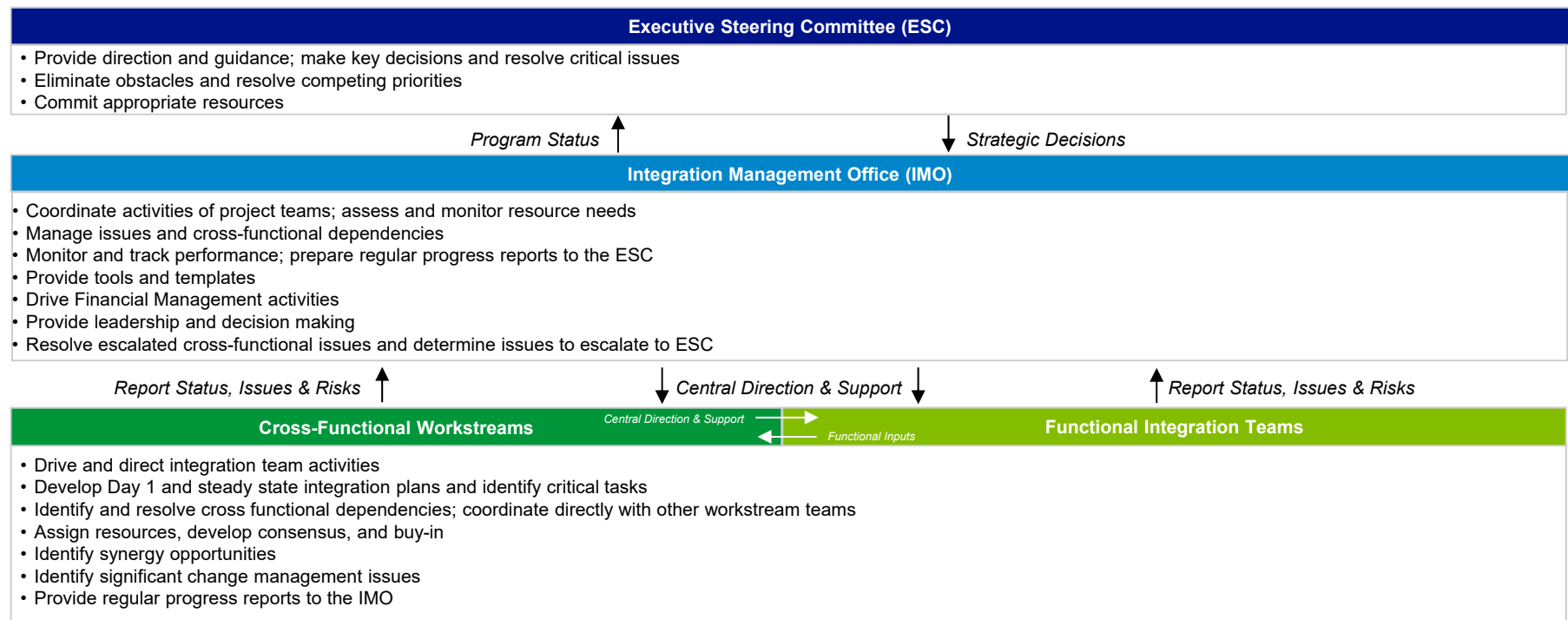
July 8, 2021

Rhode Island Integration Governance Model

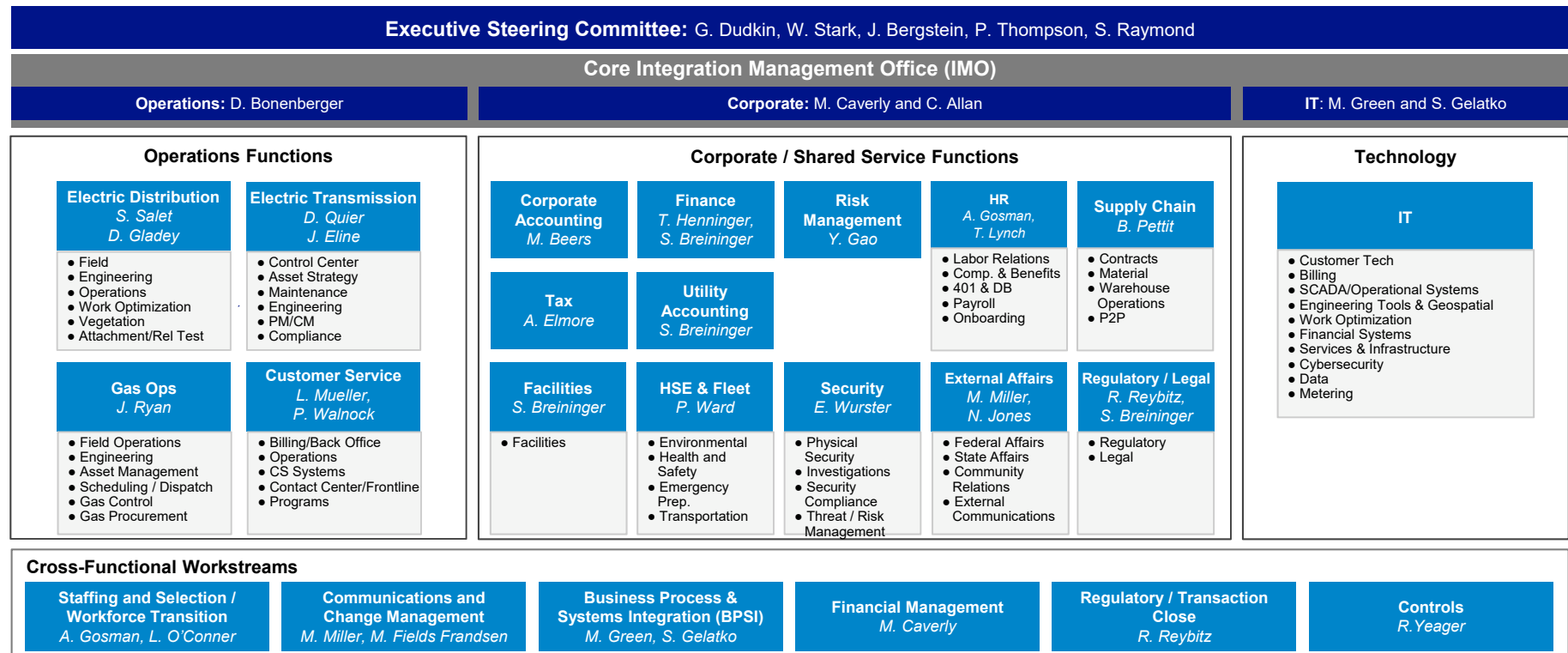


Integration Governance Structure

Integration governance requires coordination across all levels (ESC, IMO, Workstreams) and coordination within the workstreams (Cross-Functional & Functional)



PPL Integration Planning Governance Structure



Cross Functional Integration Planning Responsibilities

Communications and Change Management	<ul style="list-style-type: none"> • Develop strategy and plans for internal and external communications from announce through post-close integration milestones and create stakeholder feedback mechanism • Coordinate enterprise-wide and cross functional communication to maintain consistent messaging and focus
Staffing and Selection / Workforce Transition	<ul style="list-style-type: none"> • Coordinate cross-functional employee onboarding activity, including HR matters, facilities space/access/move, IT set-up/tools/access and finance payroll/T&E/procurement • Drive organizational design activities (Day 1+) • Establish timeline and process for identifying and executing on incremental resource requirements (Day 1+)
Financial Management	<ul style="list-style-type: none"> • Identifying and tracking integration cost-to-achieve (CTA) • Support mapping of National Grid / Narragansett cost pools into PPL categories • Establishing process to identify, calculate, and track avoided costs / synergies • Support mapping of headcount / budgets, and tracking of additional Day 1+ resource requirements
Business Process and Systems Integration	<ul style="list-style-type: none"> • Coordinate functional heads and IT teams to develop integration roadmap for processes and systems integration • Ensure detailed functional tasks and requirements are embedded in the functional plans • Monitor execution and resolve issues
Regulatory / Transaction Close	<ul style="list-style-type: none"> • Manages regulatory and legal close timeline / requirements • Coordinates and executes legal entity changes / integration • Coordinate with broader integration planning teams as required to meet regulatory close commitments