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April 26, 2024

VIA ELECTRONIC MAIL AND HAND DELIVERY

Luly E. Massaro, Commission Clerk
Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

Re: Docket No. 4770 – The Narragansett Electric Company d/b/a Rhode Island Energy Electric and Gas Base Distribution Rate Filing Motion for Relief From Quarterly Reporting Requirements

Dear Ms. Massaro:

On behalf of The Narragansett Electric Company d/b/a Rhode Island Energy (the “Company”), enclosed please find an original and four copies of a Motion for Relief From Quarterly Reporting Requirements for the Gas Business Enablement Program and Cyber Security and Information Services Technology Modernization Programs (the “Motion”), for filing with the Rhode Island Public Utilities Commission (“PUC”) in the above-referenced docket.

On August 24, 2018, the PUC approved the Amended Settlement Agreement (“ASA”) reached among the parties to the Company’s combined electric and gas base distribution rate case in Docket No. 4770. The PUC’s Report and Order No. 23823 reflecting that approval required the Company to file quarterly reports on the Gas Business Enablement Program (the “GBE Program”) and the Cyber Security and Information Services Technology Modernization Programs (the “IS Programs”), under Article II, Section C.12.f and Section C.13.d of the ASA, respectively (together, the “Reporting Requirements”). The purpose of the Reporting Requirements was to update the PUC and the Rhode Island Division of Public Utilities and Carriers (“Division”) on (1) overall program status; (2) budgets and actual spending, including

explanations of variances between the two; (3) allocations of costs to the Company; and (4) an update on the deferral balances.

In the accompanying Motion, the Company requests relief from the Reporting Requirements because (i) changed circumstances have made the Reporting Requirements unnecessary; (ii) the Reporting Requirements provide no meaningful new information to the PUC and the Division; and (iii) the PUC and the Division already receive any pertinent information that might otherwise have been provided through the Reporting Requirements through other filings and reports the Company makes to the PUC and the Division.

As discussed in the Motion, the Company respectfully submits that the Reporting Requirements no longer serve the purpose for which they were created because of the changed circumstances resulting from the Acquisition.¹ The Company has ceased further implementation of the GBE Program and only deploys minor monthly software updates for functionalities previously deployed. With respect to the IS Programs, the Company is in the process of transitioning all its information technology (“IT”) and cybersecurity systems from National Grid systems to PPL systems. The Company provides relevant updates on this transition through the Transition Update Reports the Company files with the Division in Docket No. D-21-09, which the Company simultaneously provides to the PUC. PPL has agreed that it will not seek to recover costs associated with the transition of IT systems to the PPL platform from customers through rates. Finally, there are no further updates on the deferral balances because the Company has completely written off the GBE Program and IS Program regulatory assets accrued under the ASA. The Company therefore files this Motion to relieve it of the Reporting Requirements, which no longer provide beneficial value.

Thank you for your time and attention to this matter. If you have any questions, please contact me at 401-457-5164 or Celia O’Brien at 401-578-2700.

Very truly yours,



Adam M. Ramos

Enclosures

cc: Docket No. 4770 Service List

¹ On May 5, 2022, PPL Rhode Island Holdings, LLC, a subsidiary of PPL Corporation (PPL Rhode Island Holdings, LLC and PPL Corporation are referred to hereinafter collectively as “PPL”), acquired 100 percent of the outstanding shares of common stock of the Company from National Grid USA (“National Grid”) (the “Acquisition”).

**Narragansett Electric Co. d/b/a RI Energy - Docket No. 4770 & Docket No. 4780 (PST)
 Combined Service list updated 1/26/2024**

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**STATE OF RHODE ISLAND
BEFORE THE PUBLIC UTILITIES COMMISSION**

IN RE: THE NARRAGANSETT ELECTRIC COMPANY)	Docket No. 4770
d/b/a NATIONAL GRID – ELECTRIC AND GAS)	
DISTRIBUTION RATE FILING)	
_____)	

**THE NARRAGANSETT ELECTRIC COMPANY’S MOTION FOR RELIEF FROM
QUARTERLY REPORTING REQUIREMENTS FOR THE GAS BUSINESS
ENABLEMENT PROGRAM AND CYBER SECURITY AND INFORMATION
TECHNOLOGY MODERNIZATION PROGRAMS**

The Narragansett Electric Company d/b/a Rhode Island Energy (the “Company”), pursuant to the Rhode Island Public Utilities Commission’s (“PUC”) Rules of Practice and Procedure, 810-RICR-00-00-1.16 (hereinafter, “Rule 1.16”), hereby moves for relief from certain reporting requirements imposed upon it pursuant to Report and Order No. 23823 (the “Order”) issued by the PUC on May 5, 2020. The PUC, at its Open Meeting on August 24, 2018, approved the Amended Settlement Agreement (the “ASA”) reached among the parties to the Company’s combined electric and gas base distribution rate case in Docket No. 4770. That approval is reflected in the Order, issued in Docket No. 4770, and requires the Company to comply with certain reporting requirements pursuant to Article II, Sections C.12.f and C.13.d of the ASA.

The Company respectfully requests that the PUC relieve it from the Gas Business Enablement Program (the “GBE Program”) quarterly reporting requirement set forth in Section 12(f) of the ASA and the Cyber Security and Information Services (“IS”) Technology Modernization Programs (the “IS Programs”) quarterly reporting requirement arising from Section 13(d) of the ASA (together, the “Reporting Requirements”). *See* Rule 1.16 (authorizing PUC “to take any action or to enter any order after commencement of a proceeding”). Pursuant

to the Reporting Requirements, the Company is required to submit quarterly reports to the PUC and the Division of Public Utilities and Carriers (the “Division”) providing information about the status and budget of the GBE Program and the IS Programs, as well as an update on the status of any deferral balance created by the GBE Program and the IS Programs. The Company requests relief from the Reporting Requirements because (i) changed circumstances have made the Reporting Requirements unnecessary; (ii) the Reporting Requirements provide no meaningful new information to the PUC and the Division; and (iii) the PUC and the Division already receive any pertinent information that might otherwise have been provided through the Reporting Requirements through other filings and reports the Company makes to the Division and the PUC.

Background

On May 5, 2020, the PUC ordered the Company to “comply with all other findings and instructions contained . . . in the [ASA].” Order No. 23823 at 40. The ASA resolved numerous contested issues and was approved by the PUC at its Open Meeting on August 24, 2018. Pursuant to Sections 12(f) and 13(d) of the ASA, the Company is required to file quarterly reports with the PUC and the Division addressing the status and budget of the GBE Program and the IS Programs. Specifically, Section 12(f) of the ASA provides that the Company

will file quarterly Gas Business Enablement Program reports with the PUC and the Division within 60 days after the end of each quarter of each Rate Year. The report will address the status of the Gas Business Enablement Program and budget, including: (i) a narrative explaining overall program status; (ii) detail on budgets and actual spending; (iii) identification of allocations of costs to the Company; (iv) explanations of variances between budgeted and actual spending; and (v) an update on the status of the deferral balance . . . including, at a minimum, the increase, decrease, and balance of deferral at the end of each quarter.

The Company most recently filed with the PUC its Quarterly Report for the Third Quarter of Rate Year 5 on August 4, 2023 (“August 2023 GBE Program Report”), a copy of which is attached hereto as Exhibit A.

Section 13(d) of the ASA provides that the Company

will file quarterly Cyber Security and IS Technology Modernization Programs reports with the PUC and the Division within 60 days after the end of each quarter of each Rate Year. The report will address the status of the Cyber Security and IS Technology Modernization Programs and budgets, including: (i) a narrative explaining overall program status; (ii) detail on budgets and actual spending; (iii) identification of allocations of costs to the Company; (iv) explanations of variances between budgets and actual spending, and (v) an update on the status of the deferral balance . . . including, at a minimum, the increase, decrease, and balance of the deferral at the end of each quarter.

Section 13(d) further requires the Company to include in its IS Programs report for the last quarter of each Rate Year “(i) any cost or timeline difference that exceed[s] ten percent for the Rate Year; and (ii) the latest Cyber Security and IS Technology Modernization Programs sanction papers authorized during that Rate Year.” The Company most recently filed with the PUC its Quarterly Report for the Fourth Quarter of Rate Year 4 on December 2, 2022 (“December 2022 IS Programs Report”), a copy of which is attached hereto as Exhibit B.

I. The Programs

The GBE Program was implemented to improve gas business with regard to managing assets, delivering work, and serving customers. The GBE Program began under National Grid USA’s (“National Grid”) ownership of the Company and focused on strengthening and improving National Grid’s gas business across National Grid’s three-state service area (Rhode Island, New York, and Massachusetts). The GBE Program was a comprehensive and transformational program for National Grid. To that end, the GBE Program focused on making systems updates aimed at implementing recommended practices, facilitating efficient and

effective work management, and enhancing customer platforms. Similarly, the IS Programs began under National Grid’s ownership of the Company. The IS Programs focused on information technology (“IT”) capital projects and investments across all National Grid operating companies.

Because the GBE Program and the IS Programs were enterprise-wide across National Grid, the Company’s share of costs for the programs was charged to it as a rent expense. The ASA provided that the revenue requirements for the Rate Years would “include 85 percent of the Company’s share . . . of the annual revenue requirement on forecasted” GBE Program and IS Programs capital investments. The ASA allowed the Company to create a regulatory asset for costs incurred in excess of the 85 percent revenue requirement, not to exceed the Company’s forecasted revenue requirement. The Company recorded regulatory assets for certain investments related to the programs.

II. Change in Circumstances Affecting the Reporting Requirements

On May 25, 2022, PPL Rhode Island Holdings, LLC, a subsidiary of PPL Corporation (PPL Rhode Island Holdings, LLC and PPL Corporation are referred to hereinafter collectively as “PPL”), acquired 100 percent of the outstanding shares of common stock of the Company (the “Acquisition”). As part of a Settlement Agreement between PPL and the Rhode Island Office of the Attorney General (“Attorney General”), PPL agreed to write-off the regulatory assets recorded on the Company’s books for the GBE Program and the IS Programs. In fact, the Company has written off these regulatory assets and will not seek rate recovery of those regulatory assets from its customers.¹

¹ The Company first reported that it had written off these regulatory assets on January 19, 2023, when it filed its first Transition Update Report, as required under Division Report and Order No. 24322 (the “Acquisition Order”), issued by the Division and effective on February 23, 2022, in Docket No. D-21-09, approving the Acquisition. That Transition Update Report covered the time period from May 25, 2022, through November 24, 2022.

The Acquisition Order approved the Acquisition with certain conditions attendant to that approval. Specifically, the Acquisition Order stated that the Company would not seek implementation costs for the transition of its cybersecurity and information technology programs from National Grid systems to PPL systems. Accordingly, the Company's systems are being transitioned to the current version of PPL's systems without seeking recovery from customers for the cost of that systems transition, nor will any costs incurred by PPL or its affiliates for that transition be charged or allocated to the Company. After the Acquisition, the transition period has been facilitated through a Transition Services Agreement ("TSA") between the Company and National Grid USA Service Company, Inc., a copy of which was provided to the PUC on July 1, 2022.

The GBE Program was implemented under National Grid's ownership of the Company and focused on strengthening and improving National Grid's and, by extension, the Company's gas business. Under PPL's ownership, the Company is no longer pursuing the GBE Program. Accordingly, the GBE Program is limited to deploying monthly software releases that contain minor improvements to the security and maintenance of systems already in place. The Company is not making any additional investments in the GBE Program's functionalities.

Pursuant to the Acquisition Order, PPL must provide transition reports to the Division every six months, from the date of closing to the expiration of the TSA ("Transition Update Report"). The Transition Update Report must provide information about "the status of the transition and the progress made to complete the separation." The Transition Update Report includes information on the technology transition from National Grid to PPL, including information about the processes and technology platforms PPL intends to implement at the Company. The Company most recently filed with the Division its Transition Update Report for

May 25, 2023, Through November 24, 2023, on March 14, 2024 (“March 2024 Transition Update Report”), a copy of which is attached hereto as Exhibit C.

III. The Reporting Requirements are Now Superfluous

Relief from the reporting requirements is justified because (i) the unique circumstances brought about by the Acquisition obviate the need for the reporting requirements; (ii) the purpose of the reporting requirements is no longer served by quarterly updates; and (iii) the burden on the Company of preparing, and the burden on the PUC and the Division of reviewing, reports that yield no new substantive information warrants relief.

When the PUC approved the ASA in August of 2018, the circumstances of the Company and the GBE Program and the IS Programs were far different than today. The Acquisition and concomitant Settlement Agreement with the Attorney General have resulted in the complete write-off of the GBE Program and IS Program deferral assets and a company-wide transition of technology systems. As a result, the Reporting Requirements no longer serve the purpose for which they were created and, in fact, do not provide any value.

The purpose of the reporting requirements is to update PUC on (1) overall program status; (2) budgets and actual spending, including explanations of variances between the two; (3) allocations of costs to the Company; and (4) an update on the deferral balance. As further described below, there are no meaningful updates the Company could provide in its quarterly reports, and the Company already provides any incidental updates through the Transition Update Reports.

First, there are no further substantive updates that will need to be provided on the status of the GBE Program. After the Acquisition, the Company ceased further implementation of the

GBE Program. Now, the Company will deploy only minor monthly software release updates for functionalities previously deployed. There will be no further introduction of new functionalities.

There also are no further quarterly report updates necessary regarding the status of the IS Programs. PPL is in the process of transitioning all its IT and cybersecurity systems from National Grid² systems to PPL systems. The Company already provides specific information about transition status in the Transition Update Report the Company files with the Division every six months during the transition period.³ The Company provides a copy of the Transition Update Report to the PUC as an informational filing at the time it makes its filing with the Division.⁴

Second, there are no consequential budgetary or cost updates. The GBE Program has a \$0 budget and \$0 actual spend, and no costs for it are allocated to the Company. Any incremental work completed to support the GBE Program is for the benefit of National Grid operating companies, and the costs are not charged to the Company. Pursuant to the Acquisition Order, PPL has agreed that it will not seek to recover costs associated with the transition of IT systems to the PPL platform from customers through rates.

Finally, there are no further updates on the deferral balance. The Company has written off the regulatory assets that it had accrued under the ASA and the Order for the GBE Program and the IS Programs. The Company has a zero deferral balance, and that will not change. Thus,

² National Grid proposed and implemented the investments that are the subject of the quarterly reports on its systems.

³ For example, the December 2022 IS Programs Report and the July 2023 Transition Update Report both detail the development and approach of the PPL IT Transition Plan. Page 2 of the December 2022 IS Programs Report details how PPL intends to leverage existing Pennsylvania and Kentucky processes and technology platforms in Rhode Island. The December 2022 IS Programs Report describes which domains the IT transition plan encompasses and how those domains are being extended or improved to accommodate the transition. The same information can be found at pages 4-5 of the July 2023 Transition Update Report. This is but one example of the repetitive nature of the IS Programs report in the Transition Update Report.

⁴ The Company has offered to meet with the PUC to discuss the Transition Update Report and reiterates that offer here.

the purposes of the reporting requirements are not furthered by requiring the Company to continue filing quarterly reports.⁵

As a result of the factors discussed above, the Company expends time and resources compiling quarterly reports that have no beneficial value. Likewise, the PUC and the Division are burdened spending time and resources reviewing quarterly reports that are no longer providing valuable information. It is not productive to create, receive and review reports that do not provide any new information or detail any new developments. Thus, relieving the Company from its obligation to file unnecessary reports eight times a year is appropriate under the circumstances.

IV. Conclusion

The Company respectfully requests that the PUC grant this Motion for relief from the Reporting Requirements for all the reasons set forth in this motion.

⁵ Section 13(d) of the ASA also requires the Company to include in certain IS Programs reports the latest sanction papers authorized during that Rate Year; however, PPL does not produce sanction papers as part of its project governance process. Notwithstanding, the Transition Update Report for May 25, 2022 Through November 24, 2022, submitted to the Division on January 19, 2023 and attached hereto as Exhibit D, provided an overview of PPL's Cyber Security Program priorities and strategies. This is the same information that was included in the Company's December 2022 IS Programs Report. Accordingly, the Company can provide no further updates on sanction papers.

Respectfully submitted,

THE NARRAGANSETT ELECTRIC COMPANY

By its attorneys,



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Dated: April 26, 2024

Celia B. O'Brien
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August 4, 2023

VIA ELECTRONIC MAIL

Luly E. Massaro, Commission Clerk
Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

**RE: Docket 4770 – Gas Business Enablement Program
Quarterly Report – Third Quarter of Rate Year 5**

Dear Ms. Massaro:

On behalf of Rhode Island Energy,¹ I attach for filing with the Public Utilities Commission (“Commission”) in the above-referenced docket the Company’s Gas Business Enablement Program quarterly report for the third quarter of Rate Year 5, pursuant to Article II, Section C.12.f. of the Amended Settlement Agreement approved by the Commission at its August 24, 2018 Open Meeting.^{2,3}

Thank you for your attention to this matter. If you have any questions, please contact me at 401-578-2700.

Very truly yours,



Celia B. O'Brien

Attachment

cc: Docket 4770 Service List

¹ The Narragansett Electric Company d/b/a Rhode Island Energy (“Rhode Island Energy” or the “Company”).

² See Report and Order No. 23823, In re Application of The Narragansett Electric Company d/b/a National Grid for Approval of a Change in Electric and Gas Base Distribution Rates Pursuant to R.I. Gen. Laws §§ 39-3-10 and 39-3-11 (Docket Nos. 4770 and 4780) (May 5, 2020).

³ Per a communication from Commission counsel on October 4, 2021, the Company is submitting an electronic version of this filing followed by six (6) hard copies filed with the Clerk within 24 hours of the electronic filing.

The Narragansett Electric Company
d/b/a Rhode Island Energy

**Gas Business Enablement
Program Quarterly Report**
Third Quarter of Rate Year 5

August 4, 2023

Docket No. 4770

Submitted to:
Rhode Island Public Utilities Commission

Submitted by:



Rhode Island Energy™

a PPL company

The Narragansett Electric Company
d/b/a Rhode Island Energy
RIPUC Docket No. 4770
Gas Business Enablement Program Quarterly Report
Rate Year 5 - Third Quarter Ended May 31, 2023

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The Narragansett Electric Company
d/b/a Rhode Island Energy
RIPUC Docket No. 4770
Gas Business Enablement Program Quarterly Report
Rate Year 5 - Third Quarter Ended May 31, 2023
Page 1 of 6

I. Introduction

The Narragansett Electric Company d/b/a Rhode Island Energy (“Rhode Island Energy” or the “Company”) submits its quarterly report on the Gas Business Enablement (“GBE”) Program for the third quarter of Rate Year (“RY”) 5¹ ended May 31, 2023 (“Q3 RY5”) in compliance with Article II, Section C.12.f. of the Amended Settlement Agreement filed in Docket No. 4770 and approved by the Rhode Island Public Utilities Commission at its Open Meeting on August 24, 2018 (see Report and Order No. 23823 issued May 5, 2020).²

The Gas Business Enablement Program (sometimes referred to as the “Program”) is a comprehensive business transformational program focused on strengthening and improving the performance of National Grid USA’s (“National Grid”) gas business with regard to managing assets, delivering work, and serving customers. Specifically, the Gas Business Enablement Program will replace a number of aged computer systems; support continuous improvement in gas safety performance, including the implementation of American Petroleum Institute (“API”) Recommended Practice 1173 (“API 1173”); facilitate more effective and efficient delivery of the overall work plan; and progress the satisfaction of evolving customer expectations.

The Gas Business Enablement Program will implement the following capabilities:

- an industry-standard enterprise asset and work management platform;
- a scheduling platform to support optimized scheduling, work bundling, and routing of work;
- a Geographic Information System (“GIS”) with accurate foundation maps and conversion of gas service records and sketches, available with offline mobile functionality;
- a field mobility solution with base capabilities that include views of work assignment, electronic work packages, capture of work status and completion data, and capabilities to initiate work, attach pictures, and view legacy maps;

¹ Rate Year 5 is the twelve-month period beginning September 1, 2022, and ending August 31, 2023.

² On May 25, 2022, PPL Rhode Island Holdings, LLC (“PPL Rhode Island”), a wholly owned indirect subsidiary of PPL Corporation (together with PPL Rhode Island, “PPL”), acquired 100% of the outstanding shares of common stock of the Company from National Grid USA (“National Grid”). As part of the settlement between PPL and the Rhode Island Office of the Attorney General, PPL agreed to write-off the regulatory assets previously recorded on the Company’s books for the GBE Program and for certain Cybersecurity/IT investments related to GBE, and not to seek recovery of those regulatory assets from customers in any future proceeding. Accordingly, this quarterly report for the third quarter of RY 5 presents the status of the GBE Program at National Grid and the zero-deferral balance on the Company’s books as noted in Section IV below.

The Narragansett Electric Company
d/b/a Rhode Island Energy
RIPUC Docket No. 4770
Gas Business Enablement Program Quarterly Report
Rate Year 5 - Third Quarter Ended May 31, 2023
Page 2 of 6

- an enterprise asset investment planning project portfolio management platform for project routing and approval, with the ability to forecast costs, integrated with scheduling and design;
- an Asset Risk Management tool integrated with the GIS to assess asset condition and perform risk ranking/prioritization for asset replacement;
- a new Customer Contact Center “front end” solution to allow order creation and provide visibility of field work; and
- enhancements to existing customer platforms/portal to allow interactions between National Grid and the customer based on customer channel preferences to enable customers to have greater visibility and control of work to be completed at their premises.

The Gas Business Enablement Program also includes a comprehensive approach to change management to support delivery of the anticipated benefits associated with the Program’s newly implemented capabilities.

Gas Business Enablement Program investments are shared investments that are implemented and owned by National Grid USA Service Company, Inc. (“Service Company”) and allocated to National Grid’s US operating companies that benefit from these shared investments as well as the Company. Gas Business Enablement Program capital expenses are allocated to National Grid’s benefitting US operating companies and to the Company in the form of an annual Service Company rent expense once the investments are in-service. The Service Company rent expense includes a return on the capital investment (net of deferred taxes) plus booked depreciation expense. Gas Business Enablement Program operating expenses are allocated to National Grid’s benefitting US operating companies as they are incurred. On a monthly basis, the Service Company bills the Company for the related GBE Program costs described above in accordance with the Transition Services Agreement entered into as of May 25, 2022, by and among the Service Company, National Grid (solely with respect to Section 4.6), and the Company. There were no costs allocated to Rhode Island Energy for Q3 FY23 as the GBE program implementation has concluded for Rhode Island Energy.

II. Overall Program Status

The Gas Business Enablement Program made good progress against the roadmap, delivering eight major releases in Rhode Island, Niagara Mohawk Power Corporation (“Niagara Mohawk”), and KeySpan Gas East Corporation (“KEDLI”) during the period of April 2018 to February 2023, including:

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- Portfolio Anchor (“PA”) 1 (formerly referred to as Program Anchor 1) April 2018: The first Gas Business Enablement solution deployment with a minimum viable product (“MVP”) release of solutions for Corrosion, Instrumentation and Regulation, and Customer Meter Services (“CMS”) collections capabilities including deployment of the enterprise asset management application (IBM Maximo), and the scheduling and dispatch and field mobility applications under Salesforce Field Service Lightning.
- October 2018: Enhancements to the capabilities delivered in PA1 and delivery of the MVP solution for resource management with the first release of the Workforce Time and Attendance application and the first implementation of the GIS solution.
- December 2018: Enhancements to the Asset Investment Planning and Management application (Copperleaf C55) that automate and improve workflows for investment decision processes and the first MVP release of the Asset Risk Modelling software (Synergi Pipeline), including a standalone asset risk management solution for distribution integrity management (“DIMP”).
- April 2019: Expanded capabilities to the Asset Risk Modelling software (Synergi Pipeline) including risk ranking and scoring for Pressure Regulation facility assets (district regulator stations and custody transfer stations).
- July 2019: This release included new and expanded CMS solution for the Rhode Island business enabling gas and electric capabilities and Massachusetts electric businesses. This release also included the first deployment of the Salesforce customer relationship management solution in the Customer Contact Center integrated with the legacy customer information/billing system and the Salesforce field mobile application. Additionally, the release included further enhancements to Instrumentation & Regulation and Corrosion end to end solution (i.e., Maximo, Salesforce, and GIS), including expanded work types, and features enhancements and expanded functionality for the resource management solution (i.e., Workforce). The Asset Risk Management software enhancements included integration with the ESRI GIS solution to support asset risk ranking for distribution system assets and GIS enhancements in the ESRI and Lemur solutions. The release also delivered an MVP solution for leak management accelerating the delivery of these capabilities to Rhode Island that originally were planned to be delivered in 2020. The release delivered the above functionality to approximately 1160 users in Rhode Island, Massachusetts, and New York.
- August 2020: Solution deployment with an MVP release of solutions for Construction & Maintenance to Rhode Island. Functionality includes Scheduling and Dispatch, Compatible Unit Library and Estimating, Restoration and Paving, Supply Chain, and Finance Integrations. This release impacted 92 users across Rhode Island,

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Massachusetts, and New York, which is a subset of the Program's overall stakeholders. The functionality provided by this release will be implemented to the remaining stakeholders via subsequent releases.

- November 2020: Included additional enhancements and added features previously delivered in Rhode Island for PA1 and PA2 along with the release of an MVP solution to support the leak response, investigation, and grading of leaks. CMS and Field Operations employees will receive iPads; all now have access to view assets on maps through the GIS application. This release is the first deployment of the solution in New York and to Niagara Mohawk and impacted 1,856 users across New York and Massachusetts.
- November 2021: The Program extended deployment of the existing GBE solution to Long Island. Further, the Program continued development across five key areas: Leak Management; Metershop/CMS/RM; GIS; Contractor Deployment; and Soft-Off Queue. Four Leak Management functionalities were deployed: enhancements to the workflows for the reclassification of leaks (including winter ops); Upstate New York and Long Island M&C users received the full FSL functionality on iPads; cross-unit work management enabled new workorder types for M&C-initiated CMS Gas light-up, odor, surveillance, and rechecks; and (for Long Island only) E-permitting capability was released. Four Metershop/CMS/RM functionalities were deployed: the combined Long Island-New York City metershop; storm hardening for device and life cycle management; regulator and meter workflow enhancements were made; as well as My Time roll out. Two GIS functionalities were deployed: DesignSpatial (GWD) partial deployment of Editor 11 for maps & records; and GIS conversion for Long Island from NRG. Four functionalities were deployed within Contractor Deployment: iPad/FSL deployment; Electronic invoicing and e-payments to/from contractors; availability of restoration and paving for leak management workflows; and release of leak management capabilities for odour investigations and surveillance/rechecks. Two functionalities were deployed within Soft-Off Queue: case management and work order creation for New York Gas Disconnect Soft-Off monitor and follow-up processes; and Streamlined process for Customer Support to create new service work orders.

March 2022: A phased deployment between March 2022 and November 2022 is enabling the program to deliver Customer Relationship Management ("CRM") Enhancement focused on the Billing and Payment capabilities for Rhode Island gas and electric, Upstate New York, Long Island, and Massachusetts Electric Company.

- April – June 2022: Included GIS for New York City and Massachusetts.
- August 2022: CRM Enhancement for Rhode Island, Upstate New York, and Long Island.

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Also, as noted in the Company's Q1 RY 4 report, in Spring 2021, the GBE Program delivered the current construction solution to two new operating yards (the Lincoln Yard and the Dexter Street, Providence Yard) in Rhode Island.

A. Q3 RY5 Major Activities and Program Updates

From the beginning of March 2023 to May 2023, the Gas Business Enablement team focused on supporting the business through engagement and communications with the business regarding solutions impacting work that the business performs. The engagement and communications were primarily geared towards Niagara Mohawk and KEDLI, but also continued to include Rhode Island Energy as GBE is an enterprise-wide solution. Activities such as engagements and communications are taking place to help promote and support the stabilization effort.

As noted in the Q3 RY4 report, the program leveraged the opportunity to move from a single/large deployment to phased deployments, which it achieved through an enhanced release strategy, introducing monthly releases (referred to as DOT releases). This is supporting the program with its intent to be more agile, limits the amount of change that is happening at one time and puts new capability into the hands of users as soon as it is ready. The Gas Business Enablement team continues to support the monthly releases, communicating out continuous improvements and enhancements to the solution, and building out training for future releases.

During this time period, the Gas Business Enablement team completed the following:

- 1 engagement was held in Rhode Island with a focus on DocuWare to provide an understanding, and stay on track, with deployments and engagements.

Enterprise-wide communications (Niagara Mohawk, KEDLI, Rhode Island Energy):

- 31 total communications were sent with 19 focused on GIS, 6 focused on the DOT Release, and 6 other general awareness, fixes, and updates.

B. On-Going Implementation Plans for the Company

National Grid will continue to deploy monthly DOT releases to correct identified defects and put enhancements in place that will positively impact the Rhode Island employees. In addition, remaining net new capabilities, particularly related to Customer Billing and Transactions, will be deployed during these monthly releases.

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III. Overview of Budgets to Actual Spending

The Gas Business Enablement Program spend (total Service Company capital and operating costs) allocated to the Company in Q3 RY5 was \$0 compared to a budget of \$0. The GBE Program was placed in-service in July 2022 (Q4 RY4). Any incremental work being completed to support the GBE program is being done for the benefit of Niagara Mohawk and KEDLI and therefore no additional costs are being charged to Rhode Island Energy.

For this Q3 FY5 Quarterly Report update, the Company is not providing Attachment 1. Attachment 1 has historically listed the Gas Business Enablement Program spend that was allocated to the Company (Rhode Island Energy) for the quarter. However, since the actual spend and budget were both \$0 for Q3 RY5, there is no information to provide in Attachment 1.

IV. Deferral Balance

As part of the settlement between PPL and the Rhode Island Office of the Attorney General, PPL agreed to write off the regulatory assets previously recorded on the National Grid's books for the GBE Program and for certain Cybersecurity/IT investments related to GBE and not to seek recovery of those regulatory assets from customers in any future proceeding. Following the sale of the Company to PPL Rhode Island, the Company wrote off the deferral balances in June 2022.

V. Conclusion

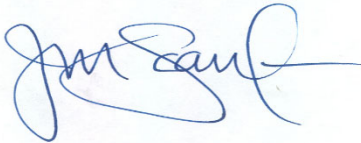
As noted in this report for Rate Year 5, the third quarter ending May 31, 2023, National Grid has made good progress with the eight major releases in Rhode Island and Upstate New York and to KEDLI during the period of April 2018 through May 2023 with 1342 people supporting in Rhode Island, including the most recent major release (PA4.1) to Rhode Island. The Gas Business Enablement Program has continued to support Rhode Island with monthly releases, communicating continuous improvements and enhancements to the solution, and providing training where necessary.

The Program will continue to incorporate lessons learned into planning of future deployments and effectively manage risks and controls and provide timely updates on program status to ensure transparency and deliver long-term success. However, the Company does not anticipate incurring any additional cost allocations for the Gas Business Enablement Program from National Grid.

Certificate of Service

I hereby certify that a copy of the cover letter and any materials accompanying this certificate was electronically transmitted to the individuals listed below.

The paper copies of this filing are being hand delivered to the Rhode Island Public Utilities Commission and to the Rhode Island Division of Public Utilities and Carriers.



 Joanne M. Scanlon

August 4, 2023

Date

**Narragansett Electric Co. d/b/a RI Energy - Docket No. 4770 & Docket No. 4780 (PST)
 Combined Service list updated 12/13/2022**

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Celia B. O'Brien,
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280 Melrose Street
Providence, RI 02907
Phone 401-578-2700



December 2, 2022

VIA ELECTRONIC MAIL

Luly E. Massaro, Commission Clerk
Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, RI 02888

**RE: Docket 4770 – The Narragansett Electric Company d/b/a Rhode Island Energy
Cyber Security and Information Technology Modernization Programs
Capital Investment Quarterly Report - Fourth Quarter of Rate Year 4**

Dear Ms. Massaro:

On behalf of The Narragansett Electric Company d/b/a Rhode Island Energy (the “Company”), attached for filing with the Public Utilities Commission (“PUC”) in the above-referenced docket is the electronic version of the Company’s Cyber Security and Information Technology Modernization Programs Capital Investment quarterly report for the fourth quarter of Rate Year 4, pursuant to Article II, Section C.13.d. of the Amended Settlement Agreement, approved by the PUC at its August 24, 2018 Open Meeting.^{1,2}

Thank you for your attention to this matter. If you have any questions, please contact me at 401-578-2700.

Very truly yours,

A handwritten signature in blue ink that reads "Celia B. O'Brien".

Celia B. O'Brien

Attachment

cc: Docket 4770 Service List
John Bell, Division

¹ See Report and Order No. 23823, In re Application of The Narragansett Electric Company d/b/a National Grid for Approval of a Change in Electric and Gas Base Distribution Rates Pursuant to R.I. Gen. Laws §§ 39-3-10 and 39-3-11 (Docket Nos. 4770 and 4780) (May 5, 2020).

² Per a communication from PUC counsel on October 4, 2021, the Company is submitting an electronic version of this filing followed by six hard copies filed with the Clerk within 24 hours of the electronic filing.

The Narragansett Electric Company
d/b/a Rhode Island Energy

Cyber Security and Information Technology Modernization Programs

Capital Investment Quarterly Report
Fourth Quarter of Rate Year 4

December 2, 2022

Docket No. 4770

Submitted to:
Rhode Island Public Utilities Commission

Submitted by:



Rhode Island Energy™
a PPL company

The Narragansett Electric Company
d/b/a Rhode Island Energy
RIPUC Docket No. 4770
Cyber Security and IT Capital Investment Quarterly Report
Rate Year 4 – Fourth Quarter Ended August 31, 2022

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I. Introduction

The Narragansett Electric Company d/b/a Rhode Island Energy (the “Company”)¹ submits this Information Technology (“IT”) Capital Investment Quarterly Report (“IT Quarterly Report”) for the fourth quarter of Rate Year 4, ended August 31, 2022.² Pursuant to Article II, Section C.13.d. of the Amended Settlement Agreement filed in Docket No. 4770 and approved by the Rhode Island Public Utilities Commission (“PUC”) at its Open Meeting on August 24, 2018 (see Report and Order No. 23823 issued on May 5, 2020), the Company must provide quarterly reports to the PUC regarding its IT capital projects and investments. The IT Quarterly Report provides an explanation of the following: the Narragansett Gas and Narragansett Electric overall IT investment plan and status; descriptions of IT program investment activities and cybersecurity governance; an overview of planned spending, including explanation of the allocation methodology and spend governance.³

IT capital projects and investments that are shared investments across National Grid USA’s (“National Grid”) operating companies are implemented and owned by National Grid USA Service Company, Inc. (“Service Company”). The costs of these shared investments are allocated to the benefiting US operating companies and to the Company in the form of Service Company rent expense once the investments are in-service. The Service Company rent expense includes a return on the capital investment (net of deferred taxes) plus booked depreciation expense. On a monthly basis, the Service Company bills the Company for the related costs described above in accordance with the Transition Services Agreement entered into as of May 25, 2022, by and among the Service Company, National Grid (solely with respect to Section 4.6), and the Company (the “TSA”).

¹ The term “Company” refers to The Narragansett Electric Company’s electric and gas distribution operations on a collective basis. The electric and gas operations of The Narragansett Electric Company together represent the entirety of the regulated operations conducted in Rhode Island by the Company. In this report, the regulated entity is referred to as the Company. Where there is a need to refer to the Company’s individual electric and gas distribution operations, the terms “Narragansett Electric” or “Narragansett Gas,” respectively, are used in this report.

² Rate Year 4 is September 1, 2021, through August 31, 2022. The Fourth Quarter of Rate Year 4 is June 1, 2022, through August 31, 2022 (“Q4”).

³ On May 25, 2022, PPL Rhode Island Holdings, LLC (“PPL Rhode Island”), a wholly owned indirect subsidiary of PPL Corporation (together with PPL Rhode Island, “PPL”), acquired 100% of the outstanding shares of common stock of the Company from National Grid USA (the “Acquisition”). As part of the Settlement Agreement between PPL and the Rhode Island Office of the Attorney General, PPL agreed to write-off the regulatory assets previously recorded on the Company’s books for certain Cybersecurity/IT investments related to Gas Business Enablement (“GBE”) and not to seek recovery of those regulatory assets from customers in any future proceeding. Accordingly, this quarterly report for the Rate Year 4 Q4 presents a status and description of the Company’s IT projects and investments under PPL ownership and the zero-deferral balance on the Company’s books as noted in Section VII below.

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As a result of the Acquisition, in-flight projects that are a part of National Grid's IT Capital Investment Plan and new projects that will be sanctioned and incur capital charges are no longer being charged to the Company effective as of May 25, 2022, the date of the Acquisition close. PPL is implementing all technology systems required to support the operation of the Company with a target date of May 25, 2024, to terminate the TSA. The cost of these projects will not be charged or allocated to the Company. The Company files a transition report with the Division of Public Utilities and Carriers (the "Division") at six-month intervals from the date of closing to the termination of the TSA regarding the status of the transition and the progress made to complete the separation.⁴ These transition reports include the status of the IT transition and progress made to complete the separation of the Company from National Grid's IT systems and integration into PPL's systems.

II. Development and Approach of the PPL IT Transition Plan

PPL is migrating the Company from National Grid systems to PPL systems throughout the two-year transition period of the TSA, which began on the date of the Acquisition close and continues through May 25, 2024. This work is not capital work that will be incurred by the Company; however, for purposes of this report, a general description of the program and activities is included.

The technology transition from National Grid to PPL is organized in a phased approach to prioritize business continuity with uninterrupted support and service for Rhode Island customers and stakeholders. During the transition period, National Grid continues to provide technology services and systems for the Company via formalized transition services pursuant to the TSA.

By and large, PPL intends to replace National Grid systems by leveraging existing Pennsylvania and Kentucky processes and technology platforms in Rhode Island. The program spans across several domains:

- **Finance and Human Resources:** PPL's finance platforms enable consolidation activities across its operating companies. PPL's state-of-the-art human resources platform, Oracle, is used by numerous other utilities.

⁴ See Report and Order No. 24322, In re Petition of PPL Corporation, PPL Rhode Island Holdings, LLC, National Grid USA, and The Narragansett Electric Company for Authority to Transfer Ownership of The Narragansett Electric Company to PPL Rhode Island Holdings, LLC, and Related Approvals (Docket No. D-21-09) (February 23, 2022).

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- **Customer Website, Call Center, and Billing:** PPL built an award-winning digital customer experience and plans to reuse existing technologies for customer website and call center technology. For customer billing, National Grid and PPL both utilize an Accenture CustomerOne Customer Information System platform; PPL is extending their existing platform to Rhode Island.
- **Grid Operations and Process Improvement:** PPL is extending advanced grid technologies and processes for Rhode Island – this includes General Electric’s transmission and distribution SCADA and operations systems and a dynamic line rating process to improve the performance and capacity of transmission lines.
- **Supply Chain and Work & Asset Management:** PPL is partnered with Infor/Hexagon, a market leading enterprise asset management and supply chain platform. PPL deployed Infor in Pennsylvania and will utilize the same platform for the Company.
- **Infrastructure & Operations and Cybersecurity:** PPL is extending its data and operations center for the Company’s operations. PPL is also leveraging its 24x7 Fusion Operations Center to support Network, Application and Security Monitoring. Additional details regarding cybersecurity plans are noted separately.

Cross-functional teams and stakeholders across National Grid and PPL are closely collaborating to facilitate the transition. These stakeholders include the Company’s business teams and technology end users to develop requirements and support user testing, PPL project teams to establish and apply solutions, National Grid technical teams to separate Rhode Island from existing National Grid systems, and a cohort of third-party vendors and system integrators to provide domain expertise and technical support.

PPL system implementations are coordinated to align with the timelines and requirements of the Company’s business operations. Go-live dates and schedules are organized in logical groupings to reduce complexities. Until PPL can fully assume functionality for the Company, National Grid will continue to provide services for the Company through IT and non-IT transition services pursuant to the TSA.

III. Program Categories/Spending Rationales

The technology projects being delivered to exit the TSA are budgeted at approximately \$315 million and span projects across all areas of the business. Rhode Island projects and budgets are categorized according to the following IT product areas to match the IT accountability hierarchy in the organization.

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- Customer Operations
- Grid and Pipeline Innovation
- Field Operations
- Employee Experience and Enterprise Enablement
- Financial Operations
- Infrastructure and Operations, Data Platforms, and Cybersecurity

IV. Formal Sanctioning Support and Oversight of Projects Included in the Investment Plan

As part of the Acquisition approval, PPL committed that it would not seek recovery from customers of any transition costs. Part of those transition costs includes bringing IT systems to the Company over the two-year TSA transition period. Accordingly, PPL is providing those IT systems to the Company, the allocated costs of which will not be recovered from customers.

The Rhode Island project spend is budgeted at approximately \$315 million. Rhode Island projects are tracked and forecasted monthly. Forecast to actual variances are reviewed and governed by project teams as well as at the leadership level in various committee review meetings. The overall program currently is tracking according to budget.

V. Allocation of Costs

PPL is comprised of various companies that utilize shared resources from both an operational and financial perspective. This relationship leads to a more efficient and productive final product for all stakeholders but also requires costs to be reasonably allocated between companies in accordance with various accounting boards and regulators. Also, to control costs adequately and determine profitability of the companies, it is necessary to allocate to them costs incurred for their benefit as if they were a stand-alone company outside of the PPL family of companies. PPL utilizes a Cost Allocation Manual (“CAM”) the purpose of which is to accumulate into one source all cost allocation and transfer pricing policies, including those for cost management purposes, which will provide PPL’s regulated and non-regulated businesses with a common and consistent framework to follow and document cost allocation methodologies.

The CAM principles are as follows:

- When reasonably possible, costs will be allocated on a direct basis.
- Allocations will not result in the subsidization of non-regulated affiliates by the regulated business.

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- Services provided by a regulated affiliate to a non-regulated affiliate will be charged at fully allocated cost unless addressed in a Code of Conduct as to be charged at the higher of cost or market.
- Services provided by a non-regulated affiliate to a regulated affiliate will be charged at the fully allocated cost unless addressed in a Code of Conduct as to be charged at or below market.
- As long as all regulatory guidelines are met, allocations will be fair and equitable to the shareholders and customers.
- Allocation documentation will be made available to business lines, affiliates, internal and external auditors and jurisdictional regulatory commissions as needed.

IT costs are allocated in different ways based on the type of cost and the best way to ensure the benefitting entities are fairly sharing the costs. IT cost allocations methodologies include:

- Direct Charging to the benefitting entity
- Allocating based on Network User number (sometimes called Active Directory Accounts)
- Allocating based on number of customers
- Special Allocators set up for specific financial systems (such as number of users, transaction volume, etc.)
- 3 Factor Methodology indirectly allocates and is defined in the CAM (the three factors are Invested Capital, O&M Expense, and Number of Employees)

Expenses are allocated monthly and allocation percentages are calculated on an annual basis or whenever changes occur in the company that would significantly impact the allocation percentages.

VI. Portfolio Calibration

IT is not performing any portfolio calibration methodology for the Company. PPL's priority and focus is to terminate the TSA.

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VII. Deferral Balance

As part of the settlement between PPL and the Rhode Island Office of the Attorney General, PPL agreed to “write-off the regulatory assets [previously] recorded on [National Grid’s] books for the Gas Business Enablement (“GBE”) project and for certain Cybersecurity/IT investments related to GBE” and not to seek recovery of those regulatory assets from customers in any future proceeding. Following the Acquisition close, the Company wrote off the deferral balances in June 2022.

VIII. Annual Reporting Requirements

The Company is required to file the following additional information with the fourth quarter report: (i) any cost or timeline differences that exceed ten percent for the Rate Year and (ii) the latest Cybersecurity and IT Technology Modernization Programs sanction papers authorized during the Rate Year.

Cost or Timeline Variance

As part of the Acquisition approval, PPL committed that it would not seek recovery from customers of any transition costs. Part of that transition includes bringing IT systems to the Company over the two-year TSA transition period. Accordingly, PPL is providing those IT systems to the Company, the allocated costs of which will not be recovered from customers.

Sanction Papers For Projects Approved During Rate Year 4

Although PPL does not produce sanction papers as part of its project governance process, an overview of PPL’s Cybersecurity program priorities is provided here.

PPL’s strategy for managing cyber-related risks is risk-based and, where appropriate, integrated with PPL’s enterprise risk management processes. The PPL Cybersecurity team provides protection for all PPL subsidiaries, including protection of business systems, customer data, and operational technology. Investments are made to identify and reduce risks and ensure continued protection against vulnerabilities. The work under the TSA includes the Company’s efforts to protect all PPL systems, applications, processes, and data from potential cybersecurity threats and ensure preparedness for any necessary response. PPL Cybersecurity also ensures compliance with applicable regulatory requirements including SOX, NERC, and DHS Transportation Security Administration, all of which are being ensured for the Company as part of the TSA.

The PPL Cybersecurity team has been actively engaged in the design and development of new systems including the new account portal for customers and new gas control system. The team is

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participating at multiple levels including specialized design and project sessions and Architecture Review Boards. This ensures security requirements are included in new systems or significant changes to existing ones.

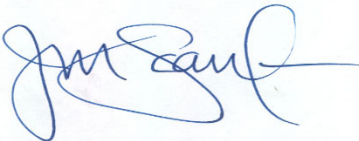
The PPL Cybersecurity team has also been engaged to develop new and appropriate access levels to enable the Company organization and systems. Where existing PPL Services Corporation systems will be used, those are being reviewed and expanded as needed to support the Company employees and contractors. Examples include the expansion of anti-virus licensing and expanding the existing security information and event logging system to monitor new devices being deployed to the Company. As data and systems are being migrated, compliance is being monitored to ensure cyber risks are identified, reduced, and mitigated to the cybersecurity posture or compliance.

PPL and National Grid cybersecurity meet frequently to discuss any issues with systems, alerts, or potential incidents to heighten awareness as the transition continues.

Certificate of Service

I hereby certify that a copy of the cover letter and any materials accompanying this certificate was electronically transmitted to the individuals listed below.

The paper copies of this filing are being hand delivered to the Rhode Island Public Utilities Commission and to the Rhode Island Division of Public Utilities and Carriers.



 Joanne M. Scanlon

December 2, 2022
 Date

**Narragansett Electric Co. d/b/a RI Energy - Docket No. 4770 (Rate Application) & Docket No. 4780 (PST)
 Combined Service list updated 8/31/2022**

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280 Melrose Street
Providence, RI 02907
Phone 401-578-2700



March 14, 2024

VIA ELECTRONIC MAIL

Luly E. Massaro, Clerk
Rhode Island Division of Public Utilities and Carriers
89 Jefferson Boulevard
Warwick, RI 02888

**RE: Docket No. D-21-09 – Petition of PPL Corporation, PPL Rhode Island Holdings, LLC, National Grid USA, and The Narragansett Electric Company for Authority to Transfer Ownership of The Narragansett Electric Company to PPL Rhode Island Holdings, LLC and Related Approvals
Transition Update Report – May 25, 2023, Through November 24, 2023**

Dear Ms. Massaro:

On behalf of PPL Corporation and PPL Rhode Island Holdings, LLC (collectively, “PPL”), attached for filing in the above-referenced docket is an electronic version of PPL’s TSA¹ Transition Update Report² for the period beginning May 25, 2023, through November 24, 2023 (the “Report”), which is the third six-month period following the Acquisition³ closing on May 25, 2022. The Report is filed with the Rhode Island Division of Public Utilities and Carriers (the “Division”) in compliance with Commitment 17 incorporated into the Division’s Report and Order No. 24322 issued on February 23, 2022, in Docket No. D-21-09, pursuant to which PPL and National Grid agreed to provide transition reports to the Division at six-month intervals from the date of Acquisition closing to the expiration of the TSA transition services regarding the status of the transition and the progress made to complete the separation.

Thank you for your attention to this filing. If you have any questions, please contact me at (401) 578-2700.

Very truly yours,

A handwritten signature in blue ink that reads "Celia B. O'Brien".

Celia B. O'Brien

Attachment

cc: John Bell
Al Mancini
Christy Hetherington, Esq.
Leo Wold, Esq.

¹ Transition Services Agreement by and among National Grid USA Service Company, Inc., National Grid USA (“National Grid”)(solely with respect to Section 4.6), and The Narragansett Electric Company (the “Company”) entered into as of May 25, 2022 (the “TSA”).

² The Company is providing the Division with four (4) hard copies of this transmittal.

³ On May 25, 2022, PPL Rhode Island Holdings, LLC, a wholly owned indirect subsidiary of PPL Corporation, acquired 100% of the outstanding shares of common stock of the Company from National Grid (the “Acquisition”).

PPL Corporation and
PPL Rhode Island Holdings, LLC

Transition Services Agreement

Transition Update Report
May 25, 2023 – November 24, 2023

March 14, 2024

Docket No. D-21-09

Submitted to:
Rhode Island Division of Public Utilities and Carriers

Submitted by:



PPL Corporation and
PPL Rhode Island Holdings, LLC
Division Docket No. D-21-09
Transition Update Report
May 25, 2023 – November 24, 2023

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I. Introduction

PPL Corporation and PPL Rhode Island Holdings, LLC (collectively, “PPL”) submit this Transition Update Report (“Report”) for the period of May 25, 2023, through November 24, 2023, which is the third six-month period following the Acquisition¹ closing, which occurred on May 25, 2022. Pursuant to Commitment 17 incorporated into the Rhode Island Division of Public Utilities and Carrier’s (the “Division”) Report and Order No. 24322 issued on February 23, 2022, in Docket No. D-21-09 (“Division Order No. 24322”), PPL and National Grid agreed to provide transition reports to the Division at six-month intervals from the date of closing to the expiration of the transition services under the Transition Services Agreement by and among National Grid USA Service Company, Inc. (“National Grid Service Company”), National Grid (solely with respect to Section 4.6), and the Company entered into as of May 25, 2022 (the “TSA”) regarding the status of the transition and the progress made to complete the separation. This Report presents the progress on establishing and exiting Transition Services (as defined in the TSA), the Company’s current plans for exiting Transition Services over the next six months, and graphical depiction of the IT Transition over the entire Transition Period (as defined in the TSA).

II. Background on Transition Services Provided by National Grid Service Company to the Company

As noted above, under the TSA, National Grid Service Company has been providing numerous Transition Services to the Company across a broad range of functional areas. These functional areas are:

- Audit, Finance and Accounting (“F&A”), Tax, Treasury
- Business Services
- Customer Service
- Energy Procurement
- Electricity Operations
- Facilities & Security
- Gas Operations
- Human Resources (“HR”)
- Information Technology (“IT”)
- Risk and Regulatory
- Supply Chain

¹ On May 25, 2022, PPL Rhode Island Holdings, LLC, a wholly owned indirect subsidiary of PPL Corporation, acquired 100% of the outstanding shares of common stock of The Narragansett Electric Company (referred to hereinafter as “Rhode Island Energy” or the “Company”) from National Grid USA (“National Grid”)(the “Acquisition”).

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In general, the Transition Services are being delivered with a high level of efficiency and coordination enabling the Company to transition and operate its business in a seamless manner since the Acquisition closing date.

PPL's Integration Management Office ("IMO") continues to work closely with the Transition Service recipients to monitor progress toward completing and terminating the Transition Services so that timely early termination notices, scope change requests, or extension requests can be submitted as necessary to the National Grid Transition Management Office ("TMO"). The PPL IMO meets at least monthly with its Transition Service leads and at least bi-weekly with the National Grid TMO.

The 135 individual Transition Services are described and documented in Exhibit A to the TSA.² At the inception of each individual Transition Service, each had a stated duration ranging from two months to 24 months. The initial durations were established during the transition and integration planning process prior to the Acquisition closing date, and many are dependent on the timing of numerous complex information technology ("IT") system transitions, the schedule for which was not developed as of the establishment of the initial Transition Service durations.

As the PPL IT team worked closely with the National Grid IT team over the past several months to finalize the schedule for the final IT Integration systems cutover from National Grid's platform to the new PPL systems, it became apparent that more time would be needed to prepare for final cutover. Therefore, the Company provided notice to National Grid Service Company on November 25, 2023, that the Company was extending the majority of the remaining Transition Services from May 25, 2024, to August 31, 2024. Correspondingly, PPL collaborated with National Grid to move the IT Integration Systems target cutover date to August 19, 2024. The Company also extended three financial reporting Transition Services to September 30, 2024, because the financial reporting timeline for the Transition Services extends into the month following the final provision of those Transition Services. Therefore, the final end date of the Transition Period is now September 30, 2024. The details described above are presented in Attachment 1.

III. Update on Progress to Establish and Exit Transition Services

With the preceding paragraphs as background, this Report presents the progress to date on establishing and exiting Transition Services, the Company's current plans for exiting Transition Services over the remainder of the Transition Period.

² Please see the Appendix for a summary of the Transition Services by functional area.

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Please see the following table ([Attachment 2](#)) for a summary by functional area of (a) the number of Transition Services agreed to as of the Acquisition closing date (130); new Transition Services entered into since the Acquisition closing date (5); active Transition Services (76); Transition Services that the Company no longer requires from National Grid Service Company (59); Transition Services that are anticipated to be no longer required by the Company by May 24, 2024 (7); and (b) the duration ranges of Transition Services.

PPL Function	TSA Executed at Close	New TSAs	Exited TSAs	Active TSAs	Anticipated Exits*	IT Dependent	Range of Durations
Audit, F&A, Tax, Treasury	10		3	7	-	7	2 months - 28 months
Business Services	8		6	2	2	-	6 months - 27 months
Customer Service	14	2	-	16	-	16	9 months - 27 months
Energy Procurement	11		-	11	-	11	27 months
Electricity Operations	23	1	14	10	2	8	6 months - 27 months
Facilities & Security	9		2	7	2	5	6 months - 27 months
Gas Operations	12	1	11	2	-	2	3 months - 27 months
HR	17	1	16	2	1	1	3 months - 21 months
IT	12		-	12	-	12	27 months
Risk & Regulatory	6		6	-	-	-	6 months - 14 months
Supply Chain	8		1	7	-	7	27 months
Total	130	5	59	76	7	69	

*Transition Services on track to exit by May 24, 2024, excluding any partial exits.

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IV. Plan to Terminate Transition Services Through May 2024

As shown on Attachment 3, the Company has exited 59 Transition Services to date and anticipates that it will exit an additional 7 Transition Services through May 24, 2024.

V. IT Transition Approach

PPL is migrating the Company from National Grid IT systems to PPL systems throughout the Transition Period of the TSA, which began on the date of the Acquisition closing and continues through September 30, 2024. The technology transition from National Grid to PPL has been organized in a phased approach to prioritize business continuity with uninterrupted support and service for Rhode Island customers and stakeholders.

During the Transition Period, National Grid Service Company continues to provide technology services and systems for the Company via formalized Transition Services pursuant to the TSA. By and large, PPL has been replacing National Grid systems by leveraging existing Pennsylvania and Kentucky processes and technology platforms for the Company.

The program spans across several domains.

- **Finance and Human Resources**: PPL's finance platforms enable consolidation activities across its operating companies. PPL's state-of-the-art human resources platform, Oracle, is used by numerous other utilities.
- **Customer Website, Call Center, and Billing**: PPL built an award-winning digital customer experience and plans to reuse existing technologies for customer website and call center technology. For customer billing, National Grid and PPL both utilize an Accenture CustomerOne Customer Information System platform; PPL is extending their existing platform to the Company.
- **Grid Operations and Process Improvement**: PPL is extending advanced grid technologies and processes for the Company. This includes General Electric transmission and distribution SCADA and operations systems and a dynamic line rating process to improve the performance and capacity of transmission lines.
- **Supply Chain and Work and Asset Management**: PPL is partnered with Infor/Hexagon, a market leading enterprise asset management and supply chain platform. PPL deployed Infor in Pennsylvania and will utilize the same platform for the Company.

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- **Infrastructure & Operations and Cybersecurity**: PPL is extending its data and operations center for the Company's operations. PPL is also leveraging its 24x7 Fusion Operations Center to support Network, Application and Security Monitoring.

Cross-functional teams and stakeholders across National Grid and PPL are closely collaborating to facilitate the transition. These stakeholders include the Company's business teams and technology end users to develop requirements and support user testing; PPL project teams to establish and apply solutions; National Grid technical teams to separate Rhode Island from existing National Grid systems; and a cohort of third-party vendors and system integrators to provide domain expertise and technical support.

PPL system implementations are coordinated to align with the timelines and requirements of the Company's business operations. Go-live dates and schedules have been organized in logical groupings ("Move Groups") to reduce complexities. Until PPL can fully assume functionality for the Company, National Grid Service Company will continue to provide services for the Company through IT and non-IT Transition Services pursuant to the TSA.

Please see Attachment 4 for the high-level PPL IT Roadmap. The program currently is on track, with four out of five Move Group implementations completed. Functional areas successfully implemented in 2023 include:

Human Resources

- Payroll
- Learning Management
- Talent Acquisition

Finance/Accounting

- Finance
- General Ledger
- Asset Accounting
- Budget/Forecast
- Regulatory Reporting
- Non-Utility Billing

Field Operations

- Substation Maintenance
- Expanded Corporate Procure to Pay Functionality
- Non-Customer-Initiated work orders
- Fleet Capabilities

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Grid and Pipeline Innovation

- Geographic Information System (electric)
- Cutover readiness (including testing) for both gas and electric control
 - Actual cutover of control from National Grid to PPL will be executed at a mutually agreed upon time in 2024 prior to the end of the TSA

The final Move Group, now planned for August of 2024, will include customer facing applications and all integrated systems. The core of this Move Group is the customer information system, which is a hub for billing, back office, and credit/collections, and is also integrated with work management, gas procurement, outage management, and other significant applications. Finally, PPL will also be working closely with National Grid to finalize the termination of all remaining technology Transition Services.

VI. IT Transition Costs

As part of the Acquisition approval, PPL committed that it would not seek recovery from customers of any Transition Costs (as defined in Division Order No. 24322). Part of that transition includes bringing IT systems to the Company over the two-year TSA Transition Period. Accordingly, PPL is providing those IT systems to the Company, the allocated costs of which will not be recovered from customers.

The Rhode Island IT Integration Project spend was initially forecasted at approximately \$315 million. The initial forecast of \$315 million was tentative and in advance of development of an integrated schedule or having solid scopes of work or price estimates from vendors and contractors. Additionally, PPL had initially planned to finalize the IT Integration Project by October 2023. Now, with the project timeline extended out to August 2024 and having achieved greater scope definition and pricing, the overall IT Integration Project cost forecast now stands at approximately \$500 million. As stated in the previous paragraph, PPL firmly stands by its commitment not to seek recovery from customers for the IT Integration Project costs.



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Extended Transition Period

TSA #	TSA Name	Current Expiration Date	TSA Extension Date
001-BS	Customer Billing Operations	5/25/2024	8/31/2024
002-BS	SAP (Non-Utility) Billing Operations	5/25/2024	8/31/2024
003-BS	Payment Processing	5/25/2024	8/31/2024
004-BS	Credit & Collections	5/25/2024	8/31/2024
005-BS	Revenue Assurance	5/25/2024	8/31/2024
006-BS	Financial Transactions	5/25/2024	8/31/2024
008-BS	High Volume Residential Billing	5/25/2024	8/31/2024
009-BS	Complex Billing Account Management	5/25/2024	8/31/2024
010-BS	Protections	5/25/2024	8/31/2024
011-BS	Service Applications Manager (SAM)	5/25/2024	8/31/2024
012-BS	Account Data Maintenance (ADM)	5/25/2024	8/31/2024
013-BS	Advanced Consumption, Long Term Estimates, Leave On For Landlord	5/25/2024	8/31/2024
014-BS	Supply Chain Master Data Management (MDM)	5/25/2024	8/31/2024
015-BS	Accounts Payable	5/25/2024	8/31/2024
016-BS	Transactional Procurement	5/25/2024	8/31/2024
017-BS	Manage Procure to Pay (P2P)	5/25/2024	8/31/2024
018-BS	Procure to Pay (P2P) System	5/25/2024	8/31/2024
035-BS	Balance Sheet Account Reconciliations	5/25/2024	9/30/2024
039-CS	Call Center Operations	5/25/2024	8/31/2024
046-FAC	Mailroom Services	5/25/2024	8/31/2024
047-FIN	Accounting and financial reporting	5/25/2024	9/30/2024
051a-FIN	Middle Office Support for Gas Procurement Activities	5/25/2024	8/31/2024
051b-FIN	Middle Office Support for Electric Procurement Activities	5/25/2024	8/31/2024
051c-FIN	Back Office Support for Energy Procurement Activities	5/25/2024	8/31/2024
053-FIN	Tax consulting services	5/25/2024	8/31/2024
068-SC	Strategic Procurement	5/25/2024	8/31/2024
069-SC	Inventory Management	5/25/2024	8/31/2024

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Extended Transition Period

TSA #	TSA Name	Current Expiration Date	TSA Extension Date
074B-EO	Electric Meter Shop	5/25/2024	8/31/2024
078-EO	Electric Transmission Network Control	5/25/2024	8/31/2024
079A-EO	Mapping and records	5/25/2024	8/31/2024
080-EO	Meter Data Services	5/25/2024	8/31/2024
081-EO	NERC/ NPCC - Reliability Compliance	5/25/2024	8/31/2024
084-EO	Shared Telecom Network (STN)	5/25/2024	8/31/2024
086-EO	Land Mobile Radio (LMR) and Microwave Systems	5/25/2024	8/31/2024
087-EO	Electric Distribution Control Center	5/25/2024	8/31/2024
091-GO	Gas Control Center Operations	5/25/2024	8/31/2024
100-CS	Marketing and Growth	5/25/2024	8/31/2024
101A-EP	Gas Load Forecasting	5/25/2024	8/31/2024
101B-EP	Electric Load Forecasting	5/25/2024	8/31/2024
102-EP	Gas Procurement Services - General	5/25/2024	8/31/2024
103A-EP	Energy transactions (Physical Transactions)	5/25/2024	8/31/2024
103B-EP	Energy Transactions (Financial)	5/25/2024	8/31/2024
104-EP	Retail Choice Programs	5/25/2024	8/31/2024
105-EP	Long Term Clean Energy Supply	5/25/2024	8/31/2024
106-EP	Electric Procurement	5/25/2024	8/31/2024
106-IT	Business application services	5/25/2024	8/31/2024
107-IT	Service desk and service management integration services	5/25/2024	8/31/2024
108-IT	Collaboration Services (E-mail and Collaboration Tools)	5/25/2024	8/31/2024
109-IT	Data center services	5/25/2024	8/31/2024
110-IT	Client services	5/25/2024	8/31/2024
111-IT	Commercial services	5/25/2024	8/31/2024
112-IT	IT Infrastructure services	5/25/2024	8/31/2024
113-IT	Networking support	5/25/2024	8/31/2024
114-IT	IT Energy Management Systems (EMS) – SCADA Systems, and Outage Management Systems (OMS)	5/25/2024	8/31/2024



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Extended Transition Period

TSA #	TSA Name	Current Expiration Date	TSA Extension Date
115-IT	Cyber security services	5/25/2024	8/31/2024
116-IT	Emergency response services	5/25/2024	8/31/2024
117-IT	IT TSA Exit Support Services	5/25/2024	8/31/2024
124-FAC	Massachusetts and New York Offices	5/25/2024	8/31/2024
125-FAC	Massachusetts Operations Facilities	5/25/2024	8/31/2024
126-FAC	Massachusetts Warehouse Facilities	5/25/2024	8/31/2024
127-SC	Warehouse Management	5/25/2024	8/31/2024
129B-FIN	Financial planning and analysis - FBPs	5/25/2024	9/30/2024
132-FAC	Northboro Contact Center	5/25/2024	8/31/2024
143-SOX	Sarbanes Oxley Testing	5/25/2024	8/31/2024
149-GO	GBE Business Process Support	5/25/2024	8/31/2024
155-BS	Controls and Compliance	5/25/2024	8/31/2024
156-BS	Employee Services Support & HRIS Organization and Position Management	5/25/2024	8/31/2024
154-CS	Customer Operations and Vendor Support	5/25/2024	8/31/2024
079B-EO	Work Order Closeout	5/25/2024	8/31/2024



Summary of Transition Services

PPL Function	TSAs Executed at Close	New TSAs	Exited TSAs	Active TSAs	Anticipated Exits*	IT Dependent	Range of Durations
Audit, F&A, Tax, Treasury	10		3	7	-	7	2 months - 28 months
Business Services	8		6	2	2	-	6 months - 27 months
Customer Service	14	2	-	16	-	16	9 months - 27 months
Energy Procurement	11		-	11	-	11	27 months
Electricity Operations	23	1	14	10	2	8	6 months - 27 months
Facilities & Security	9		2	7	2	5	6 months - 27 months
Gas Operations	12	1	11	2	-	2	3 months - 27 months
HR	17	1	16	2	1	1	3 months - 21 months
IT	12		-	12	-	12	27 months
Risk & Regulatory	6		6	-	-	-	6 months - 14 months
Supply Chain	8		1	7	-	7	27 months
Total	130	5	59	76	7	69	

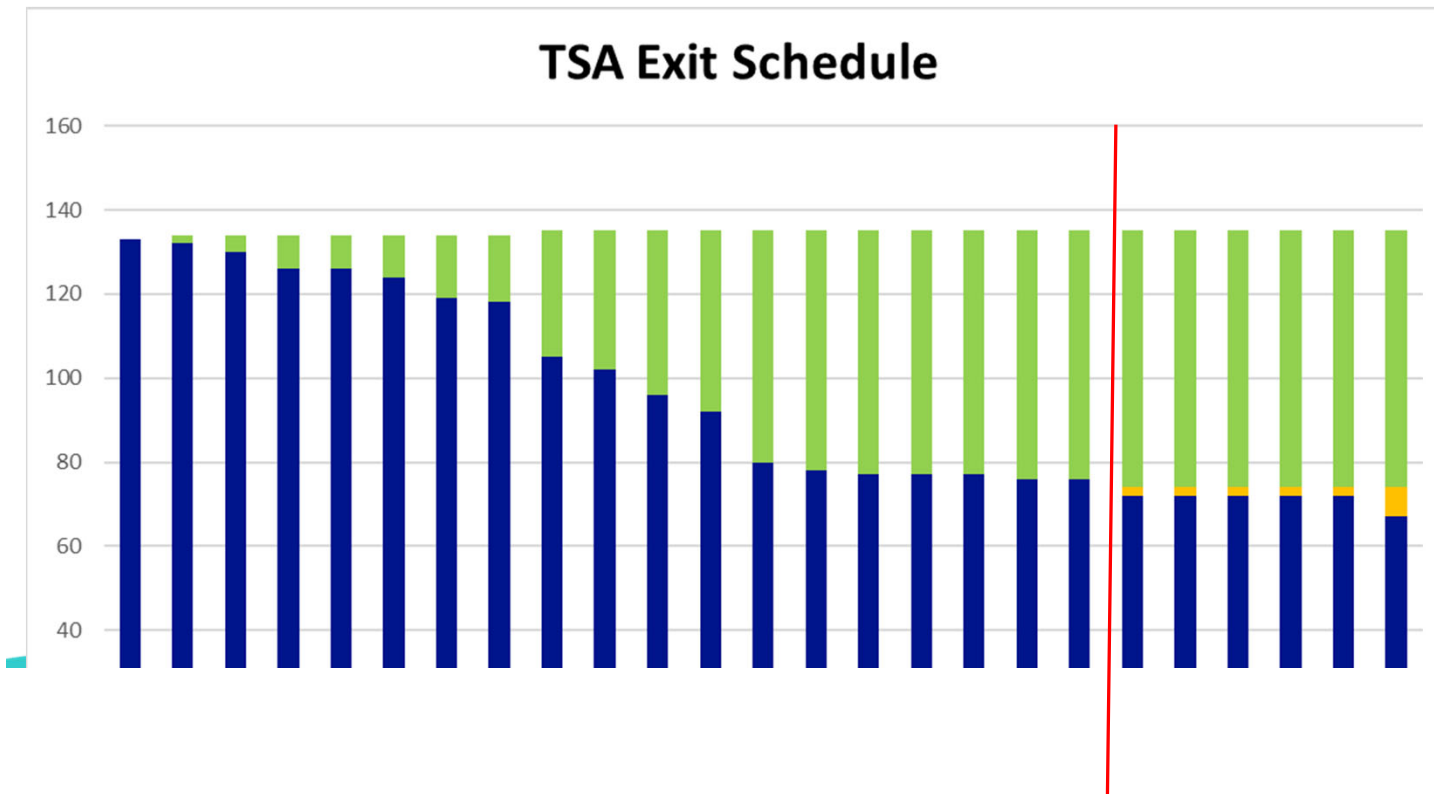
*TSAs on track to exit by 05/24/24, excluding any partial exits



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Scheduled Transition Service Roll Offs

TSA Exit Schedule

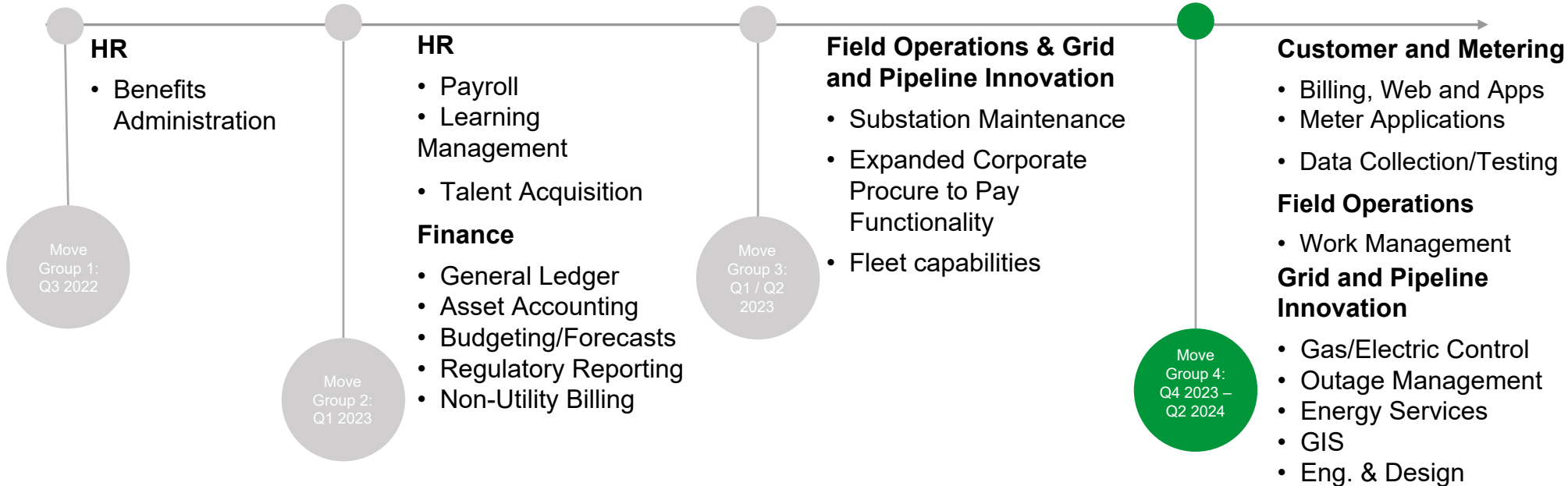


- **135** total executed TSAs by 1/1/2023
- **59** TSAs have exited as of 11/24/2023
- **7** additional TSAs to exit by 05/24/2024 (66 total)



PPL IT Integration Project Roadmap - High Level

High-Level IT Integration Project Roadmap and Go-Live Schedule*



**Content (SharePoint), IT Operations (e.g., Printers, Devices), and additional standalone systems go-live over TSA period*

**Not exhaustive*

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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
001-BS	Customer Billing Operations	<i>National Grid will provide services related to: billing, tariff rate modelling, tax rate modelling, bill and letter composition, bill messaging and bill inserts, automated bill messaging and letter triggering, billing analytics, financial reporting, and other customer billing functions.</i>	24
002-BS	SAP (Non-Utility) Billing Operations	<i>National Grid will continue to produce bills in SAP, provide guidance and support to internal billing requestors, and provide governance around billing accuracy and timeliness.</i>	24
003-BS	Payment Processing	<i>National Grid will perform payment processing, including lockbox management, third-party processors management, resolving payment exceptions, processing customer payment reversals to vendors, process and balance daily vendor payment files to CSS, manage SAM.gov ,and other payment processing functions.</i>	24
004-BS	Credit & Collections	<i>National Grid will perform credit & collections management; support compliance and analytics; and perform financial analysis and rate case support.</i>	24
005-BS	Revenue Assurance	<i>National Grid will develop and implement strategies to act on identified theft of services / diversion and other revenue losses.</i>	24
006-BS	Financial Transactions	<i>National Grid will provide financial transactions services related to: bankruptcy protections, receiverships, tax exempt certifications, and back-billing.</i>	24
008-BS	High Volume Residential Billing	<i>National Grid will handle prevalent exceptions pertaining to residential accounts to provide customers with services or correcting billing. This includes manually reviewing meter readings exceptions, change meter orders, stop meters, final bill disputes, and other common exceptions and errors.</i>	24
009-BS	Complex Billing Account Management	<i>National Grid will perform complex billing account management, including meter/account investigations, billing adjustments, special services for large volume gas customers, process connects and disconnects, and other complex billing functions.</i>	24
010-BS	Protections	<i>National Grid will perform protections services, such as but not limited to: documentation review, receiving LIHEAP assistance pledges and managing accounts, assessing reconnect fees, and generating usage reports.</i>	24
011-BS	Service Applications Manager (“SAM”)	<i>National Grid will continue to verify leases, deeds, IDs, and that a minor is not listed as a customer and provide other SAM services.</i>	24



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
012-BS	Account Data Maintenance (“ADM”)	<i>National Grid will maintain both customer and service information to ensure that accounts and service are being upheld for accurate billing and customer satisfaction purposes.</i>	24
013-BS	Advanced Consumption, Long Term Estimates, Leave On For Landlord	<i>National Grid will provide services for Advanced Consumption, Long-Term Estimate, and Leave On for Landlord activities.</i>	24
014-BS	Supply Chain Master Data Management (“MDM”)	<i>National Grid will gather and update supply chain master data concerning Rhode Island Energy and provide procurement reporting related to Rhode Island Energy required by Rhode Island Energy to support existing business activities</i>	24
015-BS	Accounts Payable	<i>National Grid will provide accounts payable services such as: review and process invoices, process customer refunds and credits, process return checks and rejected payments, and other related services.</i>	24
016-BS	Transactional Procurement	<i>National Grid will assist with vendor selection, review requisitions and shopping carts, manage POs, and perform supplier ISN compliance and safety standards checks along with other Transactional Procurement activities</i>	24
017-BS	Manage Procure to Pay (“P2P”)	<i>National Grid will manage P2P related inquiries from customers and third parties, including questions regarding purchasing, receiving, invoicing, and payments and will provide insightful reporting/analysis to monitor the health of the end to end procure to pay process.</i>	24
018-BS	Procure to Pay (“P2P”) System	<i>National Grid will evaluate, optimize, and maintain the SAP suite of systems in addition to the incident management system that enables Procure to Pay.</i>	24
019-BS	Storm Filing Process Support	<i>National Grid will provide services related to storm expense data and facilitating storm and emergency filings. For storms that occurred prior to closing, National Grid will compile documentation and costs, manage regulatory processes, and review storm work order costs. For storms after closing, National Grid will extract data from their systems for Rhode Island Energy to compile and file.</i>	24
021-BS	Employee Services Support Center & HR Administration	<i>National Grid will provide the following services: oversight of manager and employee self-service, case/issue management, research and troubleshoot data inaccuracies, contact for inquiries and escalations for HR Admin and Payroll, complete processing functions of HR-related transactions, support of in-scope benefit and employee plans, contractor administration, user acceptance testing, and required union new hire reporting to US Health & Human Services.</i>	7



TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
023-BS	HRIS - Organization and Position Management	<i>National Grid will maintain organizational hierarchy data and facilitate reporting and monitoring against standards to mitigate issues and risk.</i>	7
024-BS	HRIS - Reporting	<i>National Grid will provide Union Roster Reports, Personnel Actions/Job Assignment changes, termination and retirements, salaried roster reports, and payroll benefit deduction withholdings.</i>	7
025-BS	HRIS - Technology Support Services	<i>National Grid will provide HRIS technology support and assist with the integration of the HRIS data and related services.</i>	7
026-BS	Employee Records & Information Requests	<i>National Grid will respond to information requests, maintain records, facilitate release and transport of records, and review files to assist in legal reviews.</i>	7
027-BS	Benefits Administration	<i>National Grid will provide oversight of all third-party benefits administrators as well as participate in testing, training, and change management processes regarding benefits administration.</i>	6
028-BS	401k Administration	<i>National Grid will provide oversight of the third-party 401k administrator, collaborate with and manage the relationship with Vanguard, and provide relevant data.</i>	7
029-BS	Pension Administration	<i>National Grid will provide oversight of the third-party pension administrator and provide administrative support of pension plans and vendors.</i>	7
030-BS	Retirement Administration	<i>National Grid will provide oversight of the third-party retirement administrator, case management for employee questions, ad hoc knowledge transfer, and other administrative support for retirement management.</i>	7
031-BS	Time Governance	<i>National Grid will perform time entry monitoring and adjustments and coordinate with timekeepers.</i>	7
032-BS	Payroll Processing	<i>National Grid will continue to pay employees for time worked and other payments, withhold tax and general deductions, manage reimbursement programs, and provide the estimated tax withholdings.</i>	7
033-BS	Period End Payroll Tax Forms Processing	<i>National Grid will prepare, file, and provide accurate quarterly and annual tax filing forms for Federal and State taxing jurisdictions.</i>	8
034-BS	Audit Support for Employee and Retirement Benefit Plans	<i>National Grid will provide system data to allow for SOx controls and annual audits to be performed, and provide assistance with collection of data if necessary.</i>	21



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
035-BS	Balance Sheet Account Reconciliations	<i>National Grid will provide monthly and quarterly balance sheet reconciliations, on a timetable as defined.</i>	24
036-BS	Fleet Management	<i>National Grid will assist in the administration of the fleet, such as the provision of asset acquisition/retirement services, provision of lease administration, monitoring of on-site tanks, management of technician training, and other related services.</i>	12
156-BS	Employee Services Support & HRIS Organization and Position Management	<i>Services such as processing of non-payroll relevant employees master data and user accepting testing within National Grid to be provided for all non-payroll relevant employees requiring system access that are employed by Rhode Island Energy during the TSA period.</i>	15
038-CS	Customer Sales and Solutions	<i>National Grid will provide support for the 2021 annual Net Metering filing, assist with knowledge transfer and physical separation of specified USAS-related activities and tools, and will manage the Non-Standard Electric Connections work for a period up to 90 days after close.</i>	9
039-CS	Call Center Operations	<i>National Grid's call center will continue to provide services including all call center operations, workforce management, vendor management, and call center training</i>	24
046-FAC	Mailroom Services	<i>National Grid will continue to process Customer mail until stand-up of a new Customer mailroom at the new RI Customer Control Center.</i>	24
047-FAC	Facilities Union Clerk Support & Training	<i>National Grid will provide consultative clerk support until the newly hired RI Facilities clerk no longer requires it.</i>	6
047-FIN	Accounting and financial reporting	<i>National Grid will assist with reporting including monthly financial reports, quarterly US GAAP financial statements, FERC quarterly and supplemental filings, and relevant State filings. National Grid will support Asset Accounting, including records maintenance, general accounting within PowerPlan, etc. National Grid will support General and Regulatory Accounting, including transaction processing and accounting (as specified), AT and cash collection accounting, and other services. National Grid will provide monthly schedules/reports on identified matters.</i>	24
051a-FIN	Middle Office Support for Gas Procurement Activities	<i>National Grid will continue to provide middle-office compliance, risk management, and data system support services related to the procurement of gas.</i>	24
051b-FIN	Middle Office Support for Electric Procurement Activities	<i>National Grid will continue to provide middle-office compliance, risk management, and data system support services related to the procurement of electricity.</i>	24
051c-FIN	Back Office Support for Energy Procurement Activities	<i>National Grid will continue to provide back-office compliance and accounting services related to the procurement of gas and electricity.</i>	24



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
053-FIN	Tax Consulting Services	<i>National Grid will consult on questions regarding tax matters. National Grid will assist Company in preparation and payment of Sales and Use Tax and Gross Receipts Tax, and will assist in the determination of net tax value of its fixed assets. Fixed Assets and Basis Adjustments. National Grid will provide expense data and staff support for financial reporting matters.</i>	24
054-FIN	Property Tax Services	<i>National Grid will assist in the preparation and payment of property tax bills. National Grid will provide knowledge transfer and history to relevant Company personnel, and maintain records necessary to account for utility plant assets.</i>	24
055-FIN	Insurance	<i>National Grid will provide Rhode Island Energy with an asset report in support of the Company's Property Insurance program renewal, and shall use commercially reasonable efforts to provide a detailed Insurable Value Report for all single-site Rhode Island Energy assets in excess of \$1M.</i>	12
056-FIN	Cash Management Services	<i>National Grid will continue to process AP and Payroll disbursement for Company via existing National Grid bank accounts, and provide related services.</i>	2
055-HSE	Health, Safety, Environment ("HS&E") and Security, Regulatory Monitoring, Reporting, and Compliance Consulting Services	<i>National Grid will make its personnel available to provide informal training and consulting regarding environmental and safety subjects including but not limited to: Rhode Island regulatory filings, prepare OSHA annual 300 and 300A filings, benchmarking reporting, DOT reporting, environmental related SEC 10Q/10K reporting and Asset Retirement Obligations ("ARO") reporting.</i>	24
056-HSE	Field Safety Support	<i>National Grid will assist Rhode Island Energy with management of field safety issues, such as: Safety observations, 2nd level assurance, safety incident response, HASPs, OSHA compliance, storm support, policies and procedures, safety support, safety training, and process safety</i>	12
059-HSE	Site Investigation and Remediation ("SIR")	<i>National Grid will provide financial analysis related to RI filings, SIR reserves, fund forecasts, and annual rate filings.</i>	24
060-HSE	Environmental Consulting Services	<i>National Grid will provide Rhode Island Energy with consulting services related to SIR, environmental field support, spill planning/control/response, and environmental licenses, permits and orders.</i>	12



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
064-HSE	Site Security Services	<i>National Grid will support continued operations under existing security clearance systems and procedures, the restriction of access to facilities to authorized individuals, and the maintenance of infrastructure for video security and card key access.</i>	24
065-HSE	DOT Compliance/DQF	<i>National Grid will provide oversight and administration of DOT compliance, specifically the Driver Qualification Program. This service includes maintaining Beacon Insights, the employee and user roster, DOT-required files, and verification of all documents loaded by Rhode Island Energy supervisors.</i>	12
065-REG	Regulatory Support – General	<i>National Grid to provide general regulatory support to Rhode Island Energy, including support for proceedings before regulatory bodies and on conference calls. Additionally, National Grid to provide DREAM instance during initial transition period, until PPL is able to assume contract with vendor.</i>	12
066-REG	Regulatory Support - Reporting and Filings - Electric & Gas Distribution	<i>National Grid to provide support for preparation of distribution-related reporting and filings, as identified in the schedule, as well as general consultative support. National Grid also to provide consultation on prior Company base rate cases and settlements that are the basis for current cost recovery embedded in base rates. National Grid will provide training on specific higher-complexity reports and filings, as identified.</i>	12
067-REG	Regulatory Support - Rate Related Reporting & Filings – Transmission	<i>National Grid to provide support for preparation of transmission-related reporting and filings, as identified in the schedule, as well as general consultative support. National Grid also to provide consultation on prior Company transmission formula rate filings and other FERC rate-related regulatory obligations. National Grid will provide training on specific higher-complexity reports and filings, as identified.</i>	12
068-SC	Strategic Procurement	<i>National Grid will assist in efforts to procure continued service by the counterparties under existing contracts in the name of Narragansett, support Narragansett to replicate relevant contracts, maintain ownership of sourcing events that are categorized as "Post-Gate 0", and provide limited ad hoc procurement reporting.</i>	24
069-SC	Inventory Management	<i>National Grid will provide analysis of material requirements, corresponding ordering and maintenance of master data in the ERP system, and provide inventory management reporting and knowledge transfer.</i>	24
070-EO	Transmission Asset Management and Planning	<i>National Grid will support the Company's transmission planning activities, including modeling and study work, support the project submission process for transmission facilities, and support permitting and licensing activities.</i>	12



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
071-EO	Transmission Line and Substation Support Services	<i>National Grid will provide emergency transmission line and substation support services, including ad hoc consultation and technical support, engineering consultation, SPCC plans, etc.</i>	12
072-EO	Transmission and Substation Engineering and Design	<i>National Grid will support and perform for Company identified engineering and design services for specific transmission projects.</i>	12
073A-EO	Electric Transmission Line, Distribution Line, Substation, and Protection Standards & Work Methods	<i>National Grid will support Company's T&D Standards and Work Methods functions, including ad hoc consultation on identified subjects and processes.</i>	6
073B-EO	Electric Lab & Field Testing	<i>National Grid will provide electric lab and testing services related to the Company Transmission and Distribution system, including meter engineering consultation, Electric Lab and Field Testing services, and Rubber Goods Testing and Maintenance.</i>	24
074B-EO	Electric Meter Shop	<i>National Grid's Electric Meter Shop will provide services to the Company, such as managing inventory, performing bench meter tests, and programming electronic meters.</i>	24
076-EO	Transmission Planned Major Maintenance & Capital Construction	<i>National Grid will assist with the planning, management and construction of significant Transmission Line, Substation and Distribution Line projects with a deliverable due within 6 months of Day 1.</i>	6
078-EO	Electric Transmission Network Control	<i>National Grid will support the operation of the Company Transmission Electric Network Control, including Operations, supporting Tools and Systems, and Outage Coordination.</i>	24
079A-EO	Mapping and Records	<i>National Grid will provide GIS/mapping, records, and records services in support of Company's operations, including GIS map updates, electrical drawings, work order closeout, etc.</i>	24
079B-EO	Work Order Closeout	<i>Work Order Close Out Group to continue to provide and support such as confirming work requests and updating meter information.</i>	18
080-EO	Meter Data Services	<i>National Grid will provide services relating to meter data collection, storage, and data management; activities related to meter adds, changes and removals; estimating and troubleshooting services for no meter reads; and wholesale settlement for the New England ISO market.</i>	24
081-EO	NERC/NPCC - Reliability Compliance	<i>National Grid will make its personnel available to respond to questions in reference to Critical Infrastructure Protection ("CIP") and Non-CIP Standards and related testing requirements in order to maintain compliance with NERC and NPCC. National Grid will also provide assistance in Rhode Island Energy's assessments and external reliability compliance reporting.</i>	24



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
082A-EO	Emergency Restoration Support	<i>National Grid will instruct its employees, when requested by Company, to provide emergency maintenance and restoration assistance.</i>	6
083-EO	Transmission Aerial Inspection & Patrol	<i>National Grid will provide Transmission Aerial Inspection & Patrol Services on an as-needed basis, both unplanned and planned, including management, coordination, and administration, as defined.</i>	6
084-EO	Shared Telecom Network (“STN”)	<i>National Grid will provide Engineering, Operation and Administration services related to the STN.</i>	24
085A-EO	Distribution Pole Attachments	<i>National Grid will provide program management for Attachments, including billing, and manage wireless license agreements for wireless cellular attachments.</i>	9
085B-EO	Outdoor Lighting	<i>National Grid will manage all aspects of the Outdoor Lighting program, including engineering standards, contracts, LED conversions, regulatory inquiries and rate filings, etc.</i>	12
086-EO	Land Mobile Radio (“LMR”) and Microwave Systems	<i>National Grid will make available its LMR and Microwave systems, including adhoc engineering consultation to facilitate the maintenance of the associated systems after the TSA period.</i>	24
087-EO	Electric Distribution Control Center (“DCC”)	<i>National Grid will make available DCC systems and procedures as needed to allow Company to conduct operating system maintenance and updates, and perform system operator training/qualifications.</i>	24
089-EO	Right of Way (“ROW”) and Survey Engineering	<i>National Grid will provide ROW and Survey Engineering services to support customer and capital projects for both electric and gas.</i>	12
090-EO	Vegetation Management (Transmission and Distribution)	<i>National Grid will support vegetation management operations, including general supervisor, assistance with preparation of regulatory filings, and assistance with vendor management.</i>	12
092-EO	Emergency Transmission Line Services (“TLS”)	<i>National Grid will support TLS, ensuring it is appropriately resourced to support emergency response operations as outlined in ITAMA.</i>	12
093-EO	Emergency Hoisting and Rigging	<i>National Grid will make reasonably available delivery, hoisting and rigging of substation equipment in a manner consistent with the provision of such services prior to Closing.</i>	12
087A-GO	Dispatch Training Support	<i>National Grid will train five new RI Dispatch Supervisors prior to transfer to Rhode Island Energy.</i>	3



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
087B-GO	Consultancy Services for Dispatch Supervision	Once 087a-GO is completed, National Grid will transition to a consultancy service to support and advise Rhode Island Energy's employees.	12
087C-GO	Emergency Call Dispatch Support	National Grid's NYC Dispatch will continue to receive calls made to the current emergency number printed on RI gas line markers and route calls to a new dedicated Rhode Island dispatch number.	12
091-GO	Gas Control Center Operations	National Grid will provide gas system control, monitoring, and management services. National Grid will also recruit twelve candidates to be trained as Gas System Controllers to operate the Rhode Island Gas Distribution System and collaborate with Rhode Island Energy Incident Command Structure during emergencies and drills.	24
100-CS	Marketing and Growth	National Grid will provide Forward Capacity Market portfolio management services, routine website outage management, services related to marketing and communications plan execution, and customer lists. National Grid will maintain and post on the rebranded customer service website.	24
154-CS	Customer Operations and Vendor Support	National Grid shall extract and forward to Rhode Island Energy Rhode Island customer service agent call and screen recordings. On a weekly basis, National Grid will gather a random sample of recorded gas and electric calls that will allow teams to gauge customer sentiment.	10
155-CS	Controls and Compliance	Provide direction and oversight for quality assurance and end-to-end testing and controls for Customer processes, ensuring completion of 2nd line testing, inclusive of SOx controls, operating controls, and working with leadership team to ensure remediation plans are executed according to established due dates	16
101A-EP	Gas Load Forecasting	National Grid will provide Gas Load Forecasting services, including requirements determinations, model development, variance analysis, compliance and regulatory support, and internal budgeting and planning support.	24
101B-EP	Electric Load Forecasting	National Grid will provide Electric Load Forecasting services, including daily and long-term electric requirements determinations, supply forecasting, peak forecasting, compliance and regulatory support, and internal budgeting and planning support.	24
102-EP	Gas Procurement Services - General	National Grid will provide Gas Procurement services, such as gas supply planning, pipeline and upstream capacity planning, and LNG procurement.	24
103A-EP	Energy transactions (Physical Transactions)	National Grid will support Energy Transactions (Physical) programs, including executing the supply plan and purchasing monthly base load, daily spot natural gas, and training as agreed upon by National Grid and Companyq.	24
103B-EP	Energy Transactions (Financial)	National Grid will support Energy Transactions (Financial), such as financial hedging planning and determination and calculation of incentives under regulatory programs.	24



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
104-EP	Retail Choice Programs	<i>National Grid will support the retail choice programs by managing and administering large and small volume retail choice programs, tracking gas deliveries by marketers, related billing services, and internal reporting as needed.</i>	24
105-EP	Long Term Clean Energy Supply	<i>National Grid will provide Clean Energy Supply services, such as the development of long-term contracts, filings compliance, and administration of the Renewable Energy Growth Program.</i>	24
106-EP	Electric Procurement	<i>National Grid will support Electricity Procurement in related to to: Last Resort Service, Renewable Energy Certificates, Market Based Rate data, and Power Purchase Agreements.</i>	24
106-IT	Business Application Services	<i>National Grid will support critical commercial, operations, and corporate business system applications currently used by the Company, including the support of business logic, application code, and any other necessary interfaces or components.</i>	24
107-IT	Service Desk and Service Management Integration Services	<i>National Grid will provide services related to the service desk and service integration and management.</i>	24
108-IT	Collaboration Services (E-mail and Collaboration Tools)	<i>National Grid will provide e-mail support services to employees transitioned to Company on Day 1, and contractor e-mail access as required for legacy or newly-hired employees, under agreed-upon terms and a defined process.</i>	24
109-IT	Data Center Services	<i>National Grid will support the data center computing infrastructure for business applications.</i>	24
110-IT	Client Services	<i>National Grid will continue to provide its existing desktop support for company-supported hardware and software products.</i>	24
111-IT	Commercial services	<i>National Grid will continue to maintain contract and license support.</i>	24
112-IT	IT Infrastructure services	<i>National Grid will continue to provide IT servers, storage and network devices, and all controlled computing facilities.</i>	24
113-IT	Networking support	<i>National Grid will provide services related to: Business Internet Protocol Networks, Energy Management System and Outage Management System IP Networks, Desk Phones, and Wireless Phones and Data Ports.</i>	24
114-IT	IT Energy Management Systems (“EMS”) – SCADA Systems, and Outage Management Systems (“OMS”)	<i>National Grid will provide Electric EMS- and Gas GMS-SCADA System services, and Outage Management System support.</i>	24



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
115-IT	Cyber Security Services	<i>National Grid will maintain existing cyber security systems, infrastructure, and processes.</i>	24
116-IT	Emergency Response Services	<i>National Grid will support the coordination and execution of the IT emergency response plan, will have restoration teams on standby-by in the event of a storm, and will provide desktop services.</i>	24
117-IT	IT TSA Exit Support Services	<i>National Grid will provide IT TSA exit and migration services.</i>	24
118-HR	Labour Relations	<i>National Grid will provide ad hoc support relating to contract interpretation for Local 310, Local 310b, and Local 12431 employees and assist in effort to resolve any formal grievance or arbitrations that remain unresolved or arise during the Transition Period.</i>	12
119-HR	Regulatory Training	<i>National Grid will provide access to shared/corporate technical or regulatory/compliance training materials and platforms.</i>	7
122-HR	Workforce Planning and People Analytics	<i>National Grid will provide standard PowerBI reporting publications, based exclusively upon data and organization hierarchies within MyHub, on a quarterly basis.</i>	12
123-HR	Talent Management	<i>National Grid will provide ad hoc historical reporting needs and knowledge transfer for Talent processes.</i>	3
124-FAC	Masachusetts and New York Offices	<i>National Grid will provide space for National Grid employees to continue to be based in Massachusetts and New York facilities, while supporting the Company.</i>	24
125-FAC	Massachusetts Operations Facilities	<i>National Grid will provide usage of the Gas and Electricity control center in Northborough.</i>	24
126-FAC	Massachusetts Warehouse Facilities	<i>National Grid will provide usage of the Sutton warehouse facility.</i>	24
127-SC	Warehouse Management	<i>National Grid will provide storage of material, provision of inbound and outbound logistics for relevant material, inventory recovery services, and provision of devices and related software.</i>	24



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
129a-FIN	Financial Planning and Analysis	<i>National Grid will provide consultative support for monthly and quarterly reporting decisions and reporting activities. National Grid will support knowledge transfer to Company's employees assigned to perform FP&A activities.</i>	6
129b-FIN	Financial Planning and Analysis - FBPs	<i>National Grid will support Company with existing finance business partnering activities covering Monthly Reporting Center of Excellence reports and access to FP&A Power BI dashboards. National Grid will support knowledge transfer to Company's employees assigned to perform FP&A activities.</i>	24



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
130-HSE	Health Services	<i>National Grid will assist Rhode Island Energy with its management of various health services programs (e.g., D&A programs, records retention, employee policies)</i>	7
131-HSE	Safety Policy & Programs	<i>National Grid will provide Rhode Island Energy with the following: 1. Consultation for its management of safety policies and programs, 2. Monthly hours for OSHA reporting requirements while paid through National Grid payroll systems, 3. Weekly reports of contractors under National Grid's ISN instance.</i>	6
132-FAC	Northborough Contact Center	<i>National Grid will provide usage of the Customer Contact Center in Northborough.</i>	24
133-FAC	Training Facilities	<i>National Grid will provide usage of the Millbury training facility.</i>	24
135-FAC	Capital Project Support	<i>National Grid will continue to support delivery of capital projects through planning, resourcing, implementation, and controls and close out.</i>	18
136-REG	Regulatory Support – New England Power Company Services on Behalf of NECO – Transmission	<i>National Grid to continue to provide transmission management services until Narragansett is established as a TOA, pursuant to the ITAMA; after establishment as a TOA, National Grid will provide necessary data as may be required by a regulatory order impacting historical transmission rates, as defined.</i>	12
137-REG	Regulatory Support – Transmission Owner Group Participation – Transmission	<i>National Grid to participate in PTO-AC and NETO groups on behalf of Company prior to Company's establishment as a TOA, and will coordinate with PPL on the positions taken.</i>	7
138-BS	Card and Expense Administration	<i>National Grid will support the completion of administrative functions, expense processing, and payments related to card administration. This includes card setup, card audit, exceptions handling, and managing travel booking system.</i>	9
143-SOX	Sarbanes Oxley Testing	<i>National Grid will continue to provide SOx control testing during the transition period, as defined.</i>	24
144-GO	Emergency Restoration Support	<i>National Grid will make available its employees and resources when requested to support and perform restoration activities in an emergency event in Rhode Island.</i>	12
145-GO	ISR Testimony Support	<i>National Grid will provide FY2023 ISR Plan support services as well as support Rhode Island Energy in proceedings/meetings with the RIPUC or RI Division.</i>	6
146-GO	Operator Qualification Written Test Access	<i>National Grid will provide access to its current proprietary written operator qualification test content for Rhode Island Energy's test takers.</i>	15



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TSA Summaries – By Functional Area

TSA ID	TSA Schedule	Short Description	Duration (months)
147-GO	Consultancy Services for Operator Qualification Program Management	<i>National Grid will provide advice on the adoption and implementation of Rhode Island Energy's Operator Qualification Written Plan to support an extended period of knowledge transfer post-Closing.</i>	9
148-GO	Witnessing and Documentation of Test Welds	<i>National Grid will provide welding inspector employees as needed to witness test welds and prepare associated documentation.</i>	6
149-GO	GBE Business Process Support	<i>National Grid will provide business process and business product owner support for the GBE application suite. Defects impacting Rhode Island business will be prioritized.</i>	12
150-GO	Gas Complex Project Support	<i>National Grid will make available Project Development, Project Management and Engineering, and Asset Management employees to prepare the deliverables required to fulfill the National Grid Gate C stage checklist.</i>	3
152-GO	Operations Engineering Training Support	<i>National Grid will provide facilitated and on-the-job training to a maximum of 3 Rhode Island Energy operations engineers to support the development of capabilities in specified operations engineering activities.</i>	3
153-GO	Corrosion Audit Support	<i>If requested by Rhode Island Energy, National Grid shall provide the following services to support the PHMSA Audit (Division Audit on Corrosion): · Making historical data available as it relates to the Audit · Answering Rhode Island Energy's and PPL's questions as they relate to the context of the data provided</i>	

Celia B. O'Brien
Associate General Counsel
PPL Services Corporation
COBrien@pplweb.com

280 Melrose Street
Providence, RI 02907
Phone 401-578-2700



January 19, 2023

VIA ELECTRONIC MAIL

Luly E. Massaro, Clerk
Rhode Island Division of Public Utilities and Carriers
89 Jefferson Boulevard
Warwick, RI 02888

RE: Docket No. D-21-09 – Petition of PPL Corporation, PPL Rhode Island Holdings, LLC, National Grid USA, and The Narragansett Electric Company for Authority to Transfer Ownership of The Narragansett Electric Company to PPL Rhode Island Holdings, LLC and Related Approvals
Transition Update Report – May 25, 2022 Through November 24, 2022

Dear Ms. Massaro:

On behalf of PPL Corporation and PPL Rhode Island Holdings, LLC (collectively, “PPL”), attached for filing in the above-referenced docket is an electronic version of PPL’s TSA¹ Transition Update Report² for the period beginning May 25, 2022, through November 24, 2022 (the “Report”), which is the first six-month period following the Acquisition³ closing on May 25, 2022. The Report is filed with the Rhode Island Division of Public Utilities and Carriers (the “Division”) in compliance with Commitment 17 incorporated into the Division’s Report and Order No. 24322 issued on February 23, 2022, in Docket No. D-21-09, pursuant to which PPL and National Grid agreed to provide transition reports to the Division at six-month intervals from the date of Acquisition closing to the expiration of the TSA transition services regarding the status of the transition and the progress made to complete the separation.

Thank you for your attention to this filing. If you have any questions, please contact me at (401) 578-2700.

Very truly yours,

A handwritten signature in blue ink that reads "Celia B. O'Brien". The signature is written in a cursive, flowing style.

Celia B. O'Brien

Attachment

cc: John Bell
Al Mancini
Christy Hetherington, Esq.
Leo Wold, Esq.

¹ Transition Services Agreement by and among National Grid USA Service Company, Inc., National Grid USA (“National Grid”)(solely with respect to Section 4.6), and The Narragansett Electric Company (the “Company”) entered into as of May 25, 2022 (the “TSA”).

² The Company is providing the Division with four (4) hard copies of this transmittal.

³ On May 25, 2022, PPL Rhode Island Holdings, LLC, a wholly owned indirect subsidiary of PPL Corporation, acquired 100% of the outstanding shares of common stock of the Company from National Grid (the “Acquisition”).

PPL Corporation and
PPL Rhode Island Holdings, LLC

Transition Services Agreement

Transition Update Report
May 25, 2022 - November 24, 2022

January 18, 2023

Docket No. D-21-09

Submitted to:
Rhode Island Division of Public Utilities and Carriers

Submitted by:



PPL Corporation and
PPL Rhode Island Holdings, LLC
Division Docket No. D-21-09
Transition Update Report
May 25, 2022 – November 24, 2022

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I. Introduction

PPL Corporation and PPL Rhode Island Holdings, LLC (collectively, “PPL”) submit this Transition Update Report (“Report”) for the period of May 25, 2022, through November 24, 2022, which is the first six-month period following the Acquisition¹ closing, which occurred on May 25, 2022. Pursuant to Commitment 17 incorporated into the Rhode Island Division of Public Utilities and Carrier’s (the “Division”) Report and Order No. 24322 issued on February 23, 2022, in Docket No. D-21-09 (“Division Order No. 24322”), PPL and National Grid agreed to provide transition reports to the Division at six-month intervals from the date of closing to the expiration of the transition services under the Transition Services Agreement by and among National Grid USA Service Company, Inc. (“National Grid Service Company”), National Grid (solely with respect to Section 4.6), and the Company entered into as of May 25, 2022 (the “TSA”) regarding the status of the transition and the progress made to complete the separation. This Report presents the progress on establishing and exiting Transition Services (as defined in the TSA), the Company’s current plans for exiting Transition Services over the next six months, and graphical depiction of the IT Transition over the entire 24-month Transition Period (as defined in the TSA).

II. Background on Transition Services Provided by National Grid Service Company to the Company

As noted above, under the TSA, National Grid Service Company is providing numerous Transition Services to the Company across a broad range of functional areas. These functional areas are:

- Audit, Finance and Accounting (“F&A”), Tax, Treasury
- Business Services
- Customer Service
- Energy Procurement
- Electricity Operations
- Facilities & Security
- Gas Operations
- Human Resources (“HR”)
- Information Technology (“IT”)
- Risk and Regulatory
- Supply Chain

¹ On May 25, 2022, PPL Rhode Island Holdings, LLC, a wholly owned indirect subsidiary of PPL Corporation, acquired 100% of the outstanding shares of common stock of The Narragansett Electric Company (referred to hereinafter as “Rhode Island Energy” or the “Company”) from National Grid USA (“National Grid”)(the “Acquisition”).

In general, the Transition Services are being delivered with a high level of efficiency and coordination enabling the Company to transition and operate its business in a seamless manner since the Acquisition closing date.

The original 130 individual Transition Services are described and documented in Exhibit A to the TSA.² As of the Acquisition closing date, each individual Transition Service had a stated duration ranging from two months to 24 months. The initial durations were established during the transition and integration planning process prior to the Acquisition closing date, and many are dependent on the timing of numerous complex information technology (“IT”) system transitions, the schedule for which was not developed as of the establishment of the initial Transition Service durations. Therefore, it is reasonable and expected that the initial Transition Service durations may have to be adjusted over the course of the next 18 months. The TSA contains the contractual provisions that govern how the stated durations may be shortened or extended, as well as how the individual Transition Services may be terminated in accordance with the original durations.

PPL’s Integration Management Office (“IMO”) works very closely with the Transition Service recipients to monitor progress toward completing and terminating the Transition Services so that timely early termination notices, scope change requests, or extension requests can be submitted as necessary to the National Grid Transition Management Office (“TMO”). The PPL IMO meets at least monthly with its Transition Service leads and at least bi-weekly with the National Grid TMO.

III. Update on Progress to Establish and Exit Transition Services

With the preceding paragraphs as background, this Report presents the progress to date on establishing and exiting Transition Services, the Company’s current plans for exiting Transition Services over the next six months, and graphical depiction of the planned roll off of Transition Services over that six-month period.

Please see the following table for a summary by functional area of (a) the number of Transition Services agreed to as of the Acquisition closing date (130); new Transition Services entered into since the Acquisition closing date (5); active Transition Services (119); Transition Services that the Company no longer requires from National Grid Service Company (16); Transition Services that are anticipated to be no longer required by the Company by May 25, 2023 (40); and (b) the duration ranges of Transition Services.

² Please see the Appendix for a summary of the Transition Services by functional area.

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PPL Function	Transition Services Executed at Close	New Transition Services Since Close	Active Transition Services	Exited Transition Services	Anticipated Exits*	Range of Durations
Audit, F&A, Tax, Treasury	13		11	2	-	2 months - 24 months
Business Services	7		6	1	6	6 months - 24 months
Customer Service	13	2	15	-	-	9 months - 24 months
Energy Procurement	8		8	-	-	24 months
Electricity Operations	23	1	19	5	9	6 months - 24 months
Facilities & Security	9		8	1	-	6 months - 24 months
Gas Operations	12	1	8	5	4	3 months - 24 months
HR	17	1	16	2	14	3 months - 21 months
IT	12		12	-	-	24 months
Risk & Regulatory	7		7	-	6	6 months - 24 months
Supply Chain	9		9	-	1	24 months
Total	130	5	119	16	40	

*Transition Services on track to exit by May 31, 2023, excluding any partial exits.

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IV. New Transition Services Added During the Reporting Period

During this reporting period, the Company requested, and National Grid Service Company agreed to provide, five new Transition Services in the following functional areas:

079B-EO	Work Order Closeout	Work Order Close Out Group to continue to provide and support such as confirming work requests and updating meter information.
153-GO	Corrosion Audit Support	If requested by Rhode Island Energy, Service Provider shall provide the following services to support the PHMSA Audit (Division Audit on Corrosion): Making historical data available as it relates to the Audit · Answering Rhode Island Energy’s and PPL’s questions as they relate to the context of the data provided
154-CS	Customer Operations and Vendor Support	Service Provider shall extract and forward to Rhode Island Energy Rhode Island customer service agent call and screen recordings. On a weekly basis, the Service Provider will gather a random sample of recorded gas and electric calls that will allow teams to gauge customer sentiment.
155-CS	Controls and Compliance	Provide direction and oversight for quality assurance and end-to-end testing and controls for Customer processes, ensuring completion of 2nd line testing, inclusive of SOX controls, operating controls, and working with leadership team to ensure remediation plans are executed according to established due dates
156-BS	Employee Services Support & HRIS Organization and Position Management	Services such as processing of non-payroll relevant employees master data and user accepting testing within the seller to be provided for all non-payroll relevant employees requiring system access that are employed by Rhode Island Energy during the TSA period.

Please see Attachment 1 for copies of these new TSA schedules, which describe the new Transition Services in more detail.

V. Plan to Terminate Transition Services Through May 2023

As shown on Attachment 2, the Company has exited 16 Transition Services to date and anticipates that it will exit an additional 40 Transition Services through May 31, 2023.

VI. IT Transition Approach

PPL is migrating the Company from National Grid IT systems to PPL systems throughout the two-year Transition Period of the TSA, which began on the date of the Acquisition closing and continues through May 25, 2024. The technology transition from National Grid to PPL is organized in a phased approach to prioritize business continuity with uninterrupted support and service for Rhode Island customers and stakeholders. Attachment 3 shows the scheduled Transition Services roll offs with the IT exit schedule.

During the Transition Period, National Grid Service Company continues to provide technology services and systems for the Company via formalized Transition Services pursuant to

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the TSA. By and large, PPL intends to replace National Grid systems by leveraging existing Pennsylvania and Kentucky processes and technology platforms for the Company.

The program spans across several domains.

- **Finance and Human Resources:** PPL's finance platforms enable consolidation activities across its operating companies. PPL's state-of-the-art human resources platform, Oracle, is used by numerous other utilities.
- **Customer Website, Call Center, and Billing:** PPL built an award-winning digital customer experience and plans to reuse existing technologies for customer website and call center technology. For customer billing, National Grid and PPL both utilize an Accenture CustomerOne Customer Information System platform; PPL is extending their existing platform to the Company.
- **Grid Operations and Process Improvement:** PPL is extending advanced grid technologies and processes for the Company. This includes General Electric transmission and distribution SCADA and operations systems and a dynamic line rating process to improve the performance and capacity of transmission lines.
- **Supply Chain and Work and Asset Management:** PPL is partnered with Infor/Hexagon, a market leading enterprise asset management and supply chain platform. PPL deployed Infor in Pennsylvania and will utilize the same platform for the Company.
- **Infrastructure & Operations and Cybersecurity:** PPL is extending its data and operations center for the Company's operations. PPL is also leveraging its 24x7 Fusion Operations Center to support Network, Application and Security Monitoring.

Cross-functional teams and stakeholders across National Grid and PPL are closely collaborating to facilitate the transition. These stakeholders include the Company's business teams and technology end users to develop requirements and support user testing; PPL project teams to establish and apply solutions; National Grid technical teams to separate Rhode Island from existing National Grid systems; and a cohort of third-party vendors and system integrators to provide domain expertise and technical support.

PPL system implementations are coordinated to align with the timelines and requirements of the Company's business operations. Go-live dates and schedules are organized in logical groupings to reduce complexities. Until PPL can fully assume functionality for the Company, National Grid will continue to provide services for the Company through IT and non-IT Transition Services pursuant to the TSA.

Please see Attachment 4 for the high-level PPL IT Roadmap.

VII. IT Transition Costs

As part of the Acquisition approval, PPL committed that it would not seek recovery from customers of any Transition Costs (as defined in Division Order No. 24322). Part of that transition includes bringing IT systems to the Company over the two-year TSA Transition Period. Accordingly, PPL is providing those IT systems to the Company, the allocated costs of which will not be recovered from customers.

The Rhode Island project spend is budgeted at approximately \$315 million. Rhode Island projects are tracked and forecasted monthly. Forecast to actual variances are reviewed and governed by project teams as well as at the leadership level in various committee review meetings. The overall program currently is tracking according to budget.

VIII. Overview of PPL's Cyber Security Program Priorities

PPL's cybersecurity strategy for managing cyber is risk based and where appropriate, integrated within the company's enterprise risk management processes. The strategy aligns to and follows industry best practices, control frameworks, and industry standards to include the National Institute of Standards and Technology Cybersecurity Framework ("NIST CSF") and NERC CIP.

The effectiveness of PPL's cybersecurity strategy and program are regular topics of discussion at Board of Directors meetings and the company's Corporate Security Council that includes PPL's senior executives. PPL leverages leading third parties that periodically assess the maturity of PPL's security practices using the NIST CSF.

The PPL Cybersecurity Team provides protection for all PPL subsidiaries, including protection of business systems, customer data, and operational technology. The cyber team is actively engaged in the design and development of new systems and review boards. This ensures security requirements are included in new systems or significant changes to existing ones. The team also engages with business areas and IT to develop new and appropriate access levels to enable the company organization and systems.

The cyber work associated with the TSA includes:

- Efforts to protect all PPL systems, applications, processes, and data from potential cybersecurity threats and ensure preparedness for any necessary response.

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- Activities to maintain compliance with applicable regulatory requirements including SOX, NERC, and DHS Transportation Security Administration, all of which are being ensured for the Company as part of the TSA.
- Frequent stand-up meetings with PPL and National Grid cybersecurity to discuss any issues with systems, alerts, or potential incidents to heighten awareness as the transition continues.

PPL Services Corporation systems are being reviewed and expanded as needed to support the employees and contractors. Examples include the expansion of anti-virus licensing and expanding the existing security information and event logging system to monitor new devices being deployed to the Company. As data and systems are being migrated, compliance is being monitored to ensure cyber risks are identified, reduced, and mitigated.

079B-EO Work Order Closeout

ID	079B-EO
Service:	Work Order Closeout
Detail:	<p>Service Provider will provide Work Order Closeout services in support of Rover's operations in a manner consistent with the support provided prior to Completion, in particular:</p> <ul style="list-style-type: none">• Creating confirming work requests• Collecting field paperwork and updating GIS with meter numbers, serial numbers of transformers and mainline devices for scheduled built as designed work• Updating meter information in CSS for any meter removals, replacements, or installs• Providing paperwork to maps and records for scheduled work and confirming work request where GIS needs to be updated.
Transition Period:	18 Months

153-GO: Corrosion Audit Support

ID	153-GO
Service:	Corrosion Audit Support
Detail:	<p>If requested by Rover, Service Provider shall provide the following services to support the PHMSA Audit (Division Audit on Corrosion):</p> <ul style="list-style-type: none"> • Making historical data available as it relates to the Audit • Answering Rover’s and Pluto’s questions as they relate to the context of the data provided <p><u>Service Exclusions:</u></p> <ul style="list-style-type: none"> • Participating in external facing interactions with regulators or other agencies on behalf of Rover, including, for the avoidance of doubt, testifying at hearings • Being on site to answer questions during breaks of the hearings • Advising on strategy relating to the positions or approach to be taken by Rover • Formulating or advising on responses relating to the Audit
Transition Period:	Until completion of the Audit hearing

154-CS: Customer Operations and Vendor Support

TSA ID:	154-CS
Service:	Customer Operations and Vendor Support
Detail:	<p><u>Services</u> Customer Operations and Vendor Support - Service Provider shall extract and forward to Rover Rhode Island customer service agent call and screen recordings. Service Provider shall on a weekly basis develop a random sample of recorded Rhode Island gas and electric calls (both screen and audio) - 25 calls each for gas and electric. In developing this weekly sample, Service Provider must ensure that:</p> <ul style="list-style-type: none"> • Calls are truly Rhode Island business calls • Call and screen recordings are safeguarded by providing them through the established confidential data room <p><u>Exclusions</u> These call and screen recordings are to be considered “informational only” to Rover so they can sample actual customer experiences with the Contact Center. Service Provider will not be obligated to change call handling, standard operating procedures, or processes as a direct result of the content of these sample recordings.</p> <p>Estimate of time associated with this change is 1.0 FTE for likely 10 months – Dec 2022-Sept 2023. At a Senior Analyst rate a fully loaded monthly FTE (before markup) is \$14,583. So, the cost for this service is estimated at \$14,583 per month.</p>
Transition Period:	10 Months (Effective 12/1/2022)

155-BS: Controls and Compliance

TSA ID:	155-BS
Service:	Controls and Compliance
Detail:	<p>Provide direction and oversight for quality assurance and the end-to-end testing and controls for Customer processes, ensuring completion of 2nd line testing, inclusive of SOX controls, operating controls, and working with leadership team to ensure remediation plans are executed according to established due dates.</p> <p>Services included:</p> <ul style="list-style-type: none"> • Billing Error Remediation Support • Non-Compliance and Control Weakness Remediation Support • Business Continuation • Robotic Process Automation (RPA) Review and Approval • Compliance/Risk/SOX Control Testing • Semi-Annual Compliance Cycle • Annual Certification • Certification of Assurance (CoA) <p>Services excluded:</p> <ul style="list-style-type: none"> • Submission of reports to regulatory bodies related to <ul style="list-style-type: none"> ○ Specific compliance and regulatory requests that are unique to Rhode Island ○ Energy Efficiency compliance
Transition Period:	16 Months, effective 05/25/2022

**SERVICE DESCRIPTIONS - BUSINESS SERVICES (THE NARRAGANSETT
ELECTRIC COMPANY)**

**156-BS: Employee Services Support & HRIS - Organization and Position
Management 2**

156-BS: Employee Services Support & HRIS - Organization and Position Management

TSA ID:	156-BS
Service:	Employee Services Support & HRIS Organization and Position Management
Detail:	<p><i>Service Description:</i></p> <p><i>Services listed below to be provided for all non-payroll relevant employees requiring system access that are employed by Rover during the TSA period.</i></p> <ul style="list-style-type: none"> • Processing of Non-Payroll Relevant Employees Master Data <ul style="list-style-type: none"> ▪ Joiners (Non-Payroll Relevant Employees) ▪ Movers (Job changes for those requiring new/changed system access) ▪ Leavers (voluntary, involuntary) ▪ Required employee personal data fields per NG systems • Contractor administration/maintenance including hire, extension, and termination contractors that have/will need access to NG systems • Maintain organizational hierarchy for non-payroll relevant employees as well as position management and corresponding relationships. This includes the Service Provider US enterprise structure, personnel structure, cost centers, organization units, positions, job code modifications, hierarchy updates, and position updates • User Acceptance Testing within National Grid, coordination and support for scheduled/unscheduled maintenance across all NG systems utilizing HR data • Maintain the necessary data and PRA dates in NG systems for non-payroll relevant employees to provide access to NERC – CIP facilities • Maintain system hierarchy in NG systems for non-payroll relevant employees to ensure appropriate band levels (NG Employee Services) and DoA limits (NG Finance) are assigned <p><i>Service Exclusions:</i></p> <ul style="list-style-type: none"> • All employee and contractor administration for those that do not require NG system access • Additional Master Data management that is not listed above for employees and contractors that have NG system access

	<ul style="list-style-type: none"> • Maintenance outside of regular Service Provider system updates • Any services related to employees outside of Rover (company code 5360) entity • Processing and assistance for management new joiners (i.e., non-conveyed National Grid employees), including initiating, validating, approving, updating, and/or documenting personnel actions and employee master data • Line manager restructuring with regards to system changes for organizational hierarchy change requests by Rover. Changes will be exception based and will require joint agreement. <p><i>Hours of Operation:</i></p> <ul style="list-style-type: none"> • Monday – Friday, 7:00 a.m. – 5:00 p.m. Eastern Standard Time
Transition Period:	5/24/2024 (effective 1/1/2023)




Attachment 2 - Transition Service Exits – To Date and Upcoming Through May 2023

 Exited Transition Service

TSA Schedule #	Function	Transition Service Name	Planned Exit Date
056-FIN	Business Services	Cash Management Services	6/30/2022
087A-GO	Gas Operations	Dispatch Training Support	6/30/2022
153-GO	Gas Operations	Corrosion Audit Support	7/15/2022
152-GO	Gas Operations	Operations Engineering Training Support	7/31/2022
027-BS	HR	Benefits Administration	8/1/2022
083-EO	Electricity Operations	Transmission Aerial Inspection & Patrol	8/5/2022
093-EO	Electricity Operations	Hoisting and Rigging	8/22/2022
123-HR	HR	Talent Management	8/25/2022
073A-EO	Electricity Operations	Electric Transmission Line, Distribution Line, Substation, and Protection Standards & Work Methods	10/14/2022
150-GO	Gas Operations	Gas Complex Project Support	10/31/2022



Attachment 2 - Transition Service Exits – To Date and Upcoming Through May 2023

 Exited Transition Service

TSA Schedule #	Function	Transition Service Name	Planned Exit Date
047-FAC	Facilities	Facilities Union Clerk Support & Training	11/25/2022
076-EO	Electricity Operations	Transmission Planned Major Maintenance & Capital Construction	11/25/2022
082A-EO	Electricity Operations	Emergency Restoration Support	11/25/2022
129A-FIN	F&A	Financial Planning and Analysis	11/25/2022
148-GO	Gas Operations	Witnessing and Documentation of Test Welds	11/25/2022
145-GO	Gas Operations	ISR Testimony Support	1/1/2023
130-HSE	HR	Health Services	1/1/2023
119-HR	Business Services	Regulatory Training	1/1/2023
021-BS	HR	Employee Services Support Center & HR Administration	1/1/2023
023-BS	HR	HRIS-Organization and Position Management	1/1/2023



Attachment 2 - Transition Service Exits – To Date and Upcoming Through May 2023

TSA Schedule #	Function	Transition Service Name	Planned Exit Date
024-BS	HR	HRIS-Reporting	1/1/2023
025-BS	HR	HRIS-Technology Support Services	1/1/2023
026-BS	HR	Employee Records & Information Requests	1/1/2023
028-BS	HR	401K Administration	1/1/2023
029-BS	HR	Pension Administration	1/1/2023
030-BS	HR	Retirement Administration	1/1/2023
031-BS	HR	Time Governance	1/1/2023
032-BS	HR	Payroll Processing	1/1/2023
033-BS	HR	Period End Payroll Tax Forms Processing	1/31/2023
137-REG	Regulatory	Regulatory Support— Transmission Owner Group Participation— Transmission	1/1/2023



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Attachment 2 - Transition Service Exits – To Date and Upcoming Through May 2023

TSA Schedule #	Function	Transition Service Name	Planned Exit Date
138-BS	Supply Chain	Card & Expenses Admin	2/1/2023
038-CS	Customer Service	Customer Sales and Solutions	2/25/2023
085A-EO	Electricity Operations	Distribution Pole Attachments	2/25/2023
147-GO	Gas Operations	Consultancy Services for Operator Qualification Program Management	2/25/2023
131-HSE	Business Services	Safety Policy & Programs	3/31/2023
036-BS	Inventory Mgmt./ Warehouse Mgmt./ Fleet	Fleet Management	5/25/2023
055-FIN	Finance	Insurance	5/25/2023
060-HSE	HSE	Environmental Consulting Services	5/25/2023
070-EO	Electricity Operations	Transmission Asset Management and Planning	5/25/2023
072-EO	Electricity Operations	Transmission and Substation Engineering and Design	5/25/2023



Attachment 2 - Transition Service Exits – To Date and Upcoming Through May 2023

TSA Schedule #	Function	Transition Service Name	Planned Exit Date
056-HSE	Business Services	Field Safety Support	5/25/2023
065-HSE	HSE	DOT Compliance/DQF	5/25/2023
065-REG	Regulatory Support	Regulatory Support - General	5/25/2023
067-REG	Regulatory Support	Regulatory Support- Rate Related Reporting & Filings - Transmission	5/25/2023
066-REG	Regulatory Support	Regulatory support – Report and Filings – Electric & Gas Distribution	5/25/2023
071-EO	Electricity Operations	Transmission Line and Substation Support Services	5/25/2023
085B-EO	Electricity Operations	Outdoor Lighting	5/25/2023
089-EO	Electricity Operations	Right of Way and Survey Engineering	5/25/2023
090-EO	Electricity Operations	Vegetation Management (Transmission and Distribution)	5/25/2023
092-EO	Electricity Operations	Emergency Transmission Line Services (“TLS”)	5/25/2023



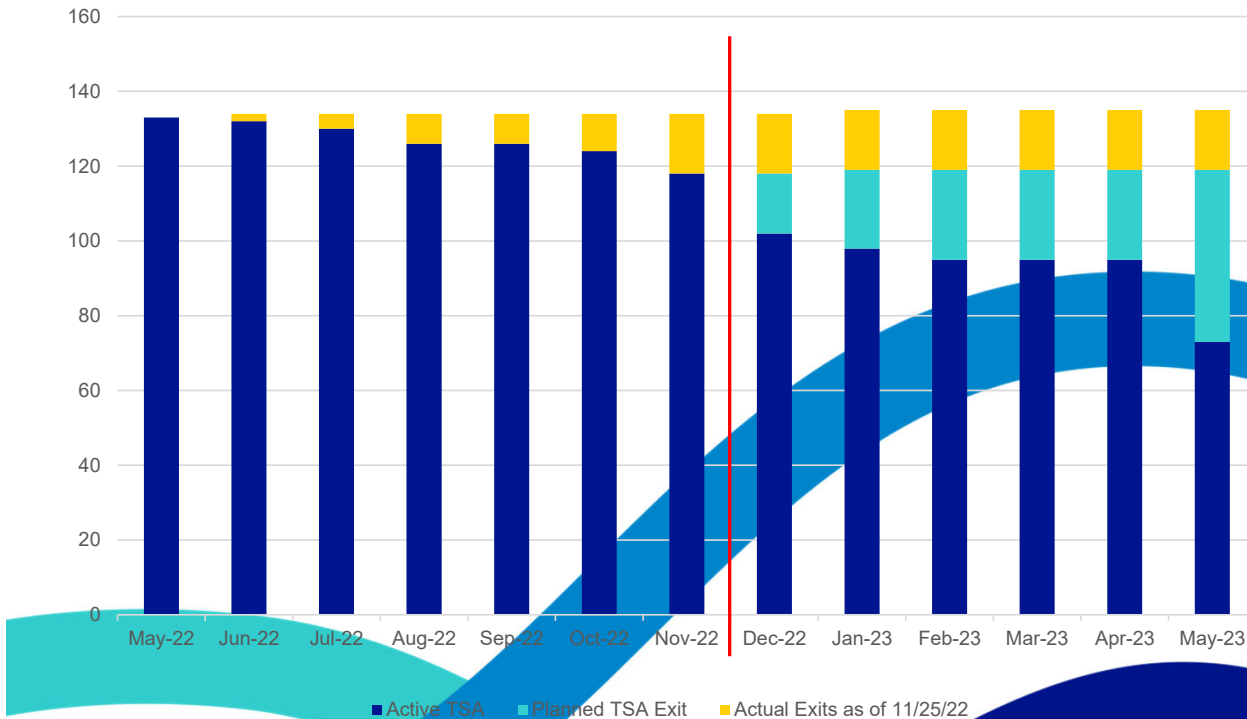
Attachment 2 - Transition Service Exits – To Date and Upcoming Through May 2023

TSA Schedule #	Function	Transition Service Name	Planned Exit Date
087B-GO	Gas Operations	Consultancy Services for Dispatch Supervision	5/25/2023
087C-GO	Gas Operations	Emergency Call Dispatch Support	5/25/2023
118-HR	HR	Labour Relations	5/25/2023
122-HR	HR	Workforce Planning and People Analytics	5/25/2023
136-REG	Legal & Regulatory	Regulatory Support – New England Power Company Services on Behalf of NECO - Transmission	5/25/2023
144-GO	Regulatory Support	Emergency Restoration Support	5/25/2023



Attachment 3 – Scheduled TSA Roll Offs with IT Exit

TSA IT Roll Off Schedule

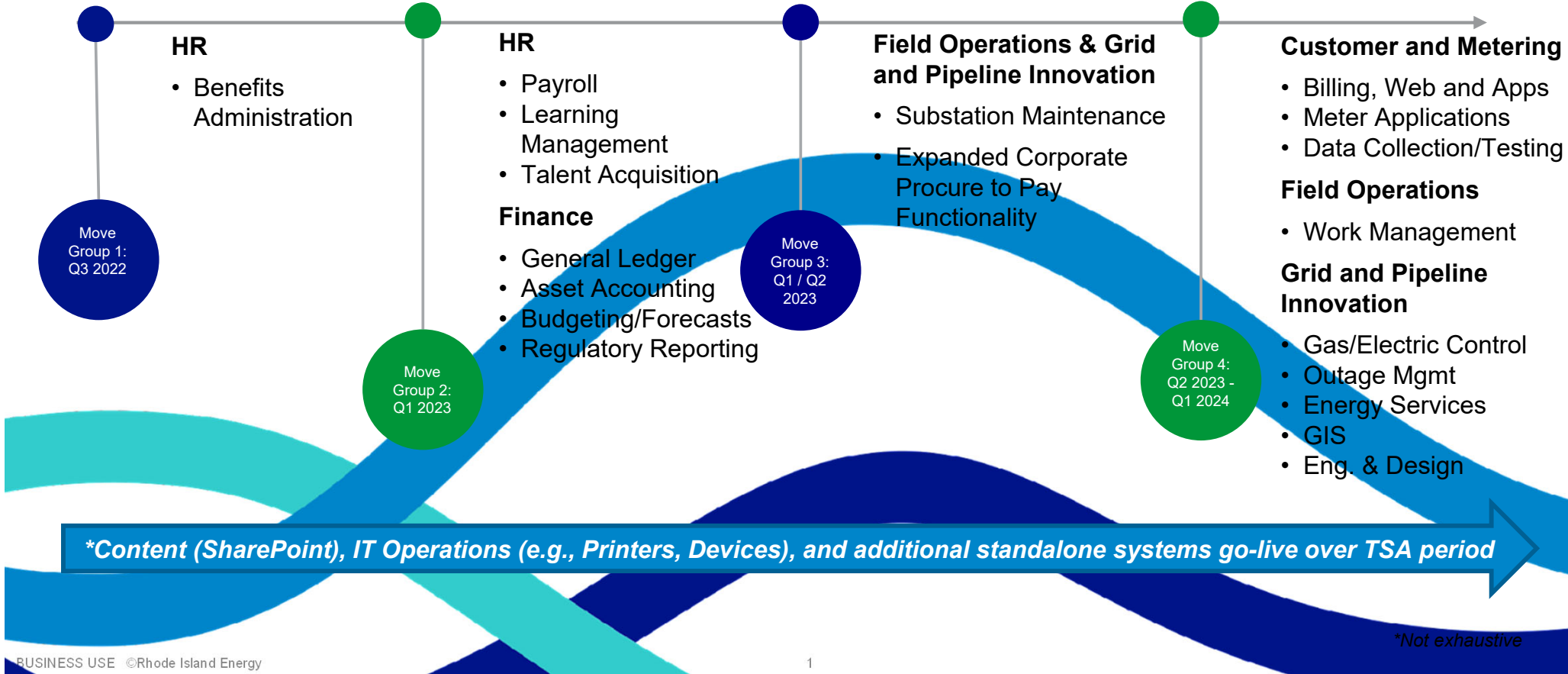


- 134 total executed TSAs
 - 135 total executed TSAs by 1/1/2023
- 16 TSAs have exited to date (as of 11/25/2022)
- 21 additional TSAs to be exited by 1/31/2023 (37 total)
- 25 additional TSAs to be exited by 5/31/2023 (62 total)



Attachment 4 – PPL IT Roadmap – High Level

High-Level Technology Roadmap and Go-Live Schedule*



Appendix



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Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
001-BS	Customer Billing Operations	National Grid will provide services related to: billing, tariff rate modelling, tax rate modelling, bill and letter composition, bill messaging and bill inserts, automated bill messaging and letter triggering, billing analytics, financial reporting, and other customer billing functions.	24
002-BS	SAP (Non-Utility) Billing Operations	National Grid will continue to produce bills in SAP, provide guidance and support to internal billing requestors, and provide governance around billing accuracy and timeliness.	24
003-BS	Payment Processing	National Grid will perform payment processing, including lockbox management, third-party processors management, resolving payment exceptions, processing customer payment reversals to vendors, process and balance daily vendor payment files to CSS, manage SAM.gov, and other payment processing functions.	24
004-BS	Credit & Collections	National Grid will perform credit & collections management; support compliance and analytics; and perform financial analysis and rate case support.	24
005-BS	Revenue Assurance	National Grid will develop and implement strategies to act on identified theft of services / diversion and other revenue losses.	24
006-BS	Financial Transactions	National Grid will provide financial transactions services related to: bankruptcy protections, receiverships, tax exempt certifications, and back-billing.	24
008-BS	High Volume Residential Billing	National Grid will handle prevalent exceptions pertaining to residential accounts to provide customers with services or correcting billing. This includes manually reviewing meter readings exceptions, change meter orders, stop meters, final bill disputes, and other common exceptions and errors.	24
009-BS	Complex Billing Account Management	National Grid will perform complex billing account management, including meter/account investigations, billing adjustments, special services for large volume gas customers, process connects and disconnects, and other complex billing functions.	24
010-BS	Protections	National Grid will perform protections services, such as but not limited to: documentation review, receiving LIHEAP assistance pledges and managing accounts, assessing reconnect fees, and generating usage reports.	24
011-BS	Service Applications Manager (“SAM”)	National Grid will continue to verify leases, deeds, IDs, and that a minor is not listed as a customer and provide other SAM services.	24

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
012-BS	Account Data Maintenance (“ADM”)	National Grid will maintain both customer and service information to ensure that accounts and service are being upheld for accurate billing and customer satisfaction purposes.	24
013-BS	Advanced Consumption, Long Term Estimates, Leave On For Landlord	National Grid will provide services for Advanced Consumption, Long-Term Estimate, and Leave On for Landlord activities.	24
014-BS	Supply Chain Master Data Management (“MDM”)	National Grid will gather and update supply chain master data concerning Rhode Island Energy and provide procurement reporting related to Rhode Island Energy required by Rhode Island Energy to support existing business activities	24
015-BS	Accounts Payable	National Grid will provide accounts payable services such as: review and process invoices, process customer refunds and credits, process return checks and rejected payments and other related services.	24
016-BS	Transactional Procurement	National Grid will assist with vendor selection, review requisitions and shopping carts, manage POs, and perform supplier ISN compliance and safety standards checks along with other Transactional Procurement activities	24
017-BS	Manage Procure to Pay (“P2P”)	National Grid will manage P2P related inquiries from customers and third parties, including questions regarding purchasing, receiving, invoicing, and payments and will provide insightful reporting/analysis to monitor the health of the end to end procure to pay process.	24
018-BS	Procure to Pay (“P2P”) System	National Grid will evaluate, optimize, and maintain the SAP suite of systems in addition to the incident management system that enables Procure to Pay.	24
019-BS	Storm Filing Process Support	National Grid will provide services related to storm expense data and facilitating storm and emergency filings. For storms that occurred prior to closing, National Grid will compile documentation and costs, manage regulatory processes, and review storm work order costs. For storms after closing, National Grid will extract data from their systems for Rhode Island Energy to compile and file.	24
021-BS	Employee Services Support Center & HR Administration	National Grid will provide the following services: oversight of manager and employee self-service, case/issue management, research and troubleshoot data inaccuracies, contact for inquiries and escalations for HR Admin and Payroll, complete processing functions of HR-related transactions, support of in-scope benefit and employee plans, contractor administration, user acceptance testing, and required union new hire reporting to US Health & Human Services.	7

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
023-BS	HRIS - Organization and Position Management	<i>National Grid will maintain organizational hierarchy data and facilitate reporting and monitoring against standards to mitigate issues and risk.</i>	7
024-BS	HRIS - Reporting	<i>National Grid will provide Union Roster Reports, Personnel Actions/Job Assignment changes, termination and retirements, salaried roster reports, and payroll benefit deduction withholdings.</i>	7
025-BS	HRIS - Technology Support Services	<i>National Grid will provide HRIS technology support and assist with the integration of the HRIS data and related services.</i>	7
026-BS	Employee Records & Information Requests	<i>National Grid will respond to information requests, maintain records, facilitate release and transport of records, and review files to assist in legal reviews.</i>	7
027-BS	Benefits Administration	<i>National Grid will provide oversight of all third-party benefits administrators as well as participate in testing, training, and change management processes regarding benefits administration.</i>	6
028-BS	401k Administration	<i>National Grid will provide oversight of the third-party 401k administrator, collaborate with and manage the relationship with Vanguard, and provide relevant data.</i>	7
029-BS	Pension Administration	<i>National Grid will provide oversight of the third-party pension administrator and provide administrative support of pension plans and vendors.</i>	7
030-BS	Retirement Administration	<i>National Grid will provide oversight of the third-party retirement administrator, case management for employee questions, ad hoc knowledge transfer, and other administrative support for retirement management.</i>	7
031-BS	Time Governance	<i>National Grid will perform time entry monitoring and adjustments and coordinate with timekeepers.</i>	7
032-BS	Payroll Processing	<i>National Grid will continue to pay employees for time worked and other payments, withhold tax and general deductions, manage reimbursement programs, and provide the estimated tax withholdings.</i>	7
033-BS	Period End Payroll Tax Forms Processing	<i>National Grid will prepare, file, and provide accurate quarterly and annual tax filing forms for Federal and State taxing jurisdictions.</i>	8
034-BS	Audit Support for Employee and Retirement Benefit Plans	<i>National Grid will provide system data to allow for SOx controls and annual audits to be performed, and provide assistance with collection of data if necessary.</i>	21

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
035-BS	Balance Sheet Account Reconciliations	National Grid will provide monthly and quarterly balance sheet reconciliations, on a timetable as defined.	24
036-BS	Fleet Management	National Grid will assist in the administration of the fleet, such as the provision of asset acquisition/retirement services, provision of lease administration, monitoring of on-site tanks, management of technician training, and other related services.	12
156-BS	Employee Services Support & HRIS Organization and Position Management	Services such as processing of non-payroll relevant employees master data and user accepting testing within National Grid to be provided for all non-payroll relevant employees requiring system access that are employed by Rhode Island Energy during the TSA period.	15
038-CS	Customer Sales and Solutions	National Grid will provide support for the 2021 annual Net Metering filing, assist with knowledge transfer and physical separation of specified USAS-related activities and tools, and will manage the Non-Standard Electric Connections work for a period up to 90 days after close.	9
039-CS	Call Center Operations	National Grid's call center will continue to provide services including all call center operations, workforce management, vendor management, and call center training	24
046-FAC	Mailroom Services	National Grid will continue to process Customer mail until stand-up of a new Customer mailroom at the new RI Customer Control Center.	24
047-FAC	Facilities Union Clerk Support & Training	National Grid will provide consultative clerk support until the newly hired RI Facilities clerk no longer requires it.	6
047-FIN	Accounting and financial reporting	National Grid will assist with reporting including monthly financial reports, quarterly US GAAP financial statements, FERC quarterly and supplemental filings, and relevant State filings. National Grid will support Asset Accounting, including records maintenance, general accounting within PowerPlan, etc. National Grid will support General and Regulatory Accounting, including transaction processing and accounting (as specified), AT and cash collection accounting, and other services. National Grid will provide monthly schedules/reports on identified matters.	24
051a-FIN	Middle Office Support for Gas Procurement Activities	National Grid will continue to provide middle-office compliance, risk management, and data system support services related to the procurement of gas.	24
051b-FIN	Middle Office Support for Electric Procurement Activities	National Grid will continue to provide middle-office compliance, risk management, and data system support services related to the procurement of electricity.	24
051c-FIN	Back Office Support for Energy Procurement Activities	National Grid will continue to provide back-office compliance and accounting services related to the procurement of gas and electricity.	24

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
053-FIN	Tax Consulting Services	National Grid will consult on questions regarding tax matters. National Grid will assist Target in preparation and payment of Sales and Use Tax and Gross Receipts Tax, and will assist in the determination of net tax value of its fixed assets. Fixed Assets and Basis Adjustments. National Grid will provide expense data and staff support for financial reporting matters.	24
054-FIN	Property Tax Services	National Grid will assist in the preparation and payment of property tax bills. National Grid will provide knowledge transfer and history to relevant Target personnel, and maintain records necessary to account for utility plant assets.	24
055-FIN	Insurance	National Grid will provide Rhode Island Energy with an asset report in support of the Target's Property Insurance program renewal, and shall use commercially reasonable efforts to provide a detailed Insurable Value Report for all single-site Rhode Island Energy assets in excess of \$1M.	12
056-FIN	Cash Management Services	National Grid will continue to process AP and Payroll disbursement for Target via existing National Grid bank accounts, and provide related services.	2
055-HSE	Health, Safety, Environment ("HS&E") and Security, Regulatory Monitoring, Reporting, and Compliance Consulting Services	National Grid will make its personnel available to provide informal training and consulting regarding environmental and safety subjects including but not limited to: Rhode Island regulatory filings, prepare OSHA annual 300 and 300A filings, benchmarking reporting, DOT reporting, environmental related SEC 10Q/10K reporting and Asset Retirement Obligations ("ARO") reporting.	24
056-HSE	Field Safety Support	National Grid will assist Rhode Island Energy with management of field safety issues, such as: Safety observations, 2nd level assurance, safety incident response, HASPs, OSHA compliance, storm support, policies and procedures, safety support, safety training, and process safety	12
059-HSE	Site Investigation and Remediation ("SIR")	National Grid will provide financial analysis related to RI filings, SIR reserves, fund forecasts, and annual rate filings.	24
060-HSE	Environmental Consulting Services	National Grid will provide Rhode Island Energy with consulting services related to SIR, environmental field support, spill planning/control/response, and environmental licenses, permits and orders.	12

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
064-HSE	Site Security Services	National Grid will support continued operations under existing security clearance systems and procedures, the restriction of access to facilities to authorized individuals, and the maintenance of infrastructure for video security and card key access.	24
065-HSE	DOT Compliance/DQF	National Grid will provide oversight and administration of DOT compliance, specifically the Driver Qualification Program. This service includes maintaining Beacon Insights, the employee and user roster, DOT-required files, and verification of all documents loaded by Rhode Island Energy supervisors.	12
065-REG	Regulatory Support – General	National Grid to provide general regulatory support to Rhode Island Energy, including support for proceedings before regulatory bodies and on conference calls. Additionally, National Grid to provide DREAM instance during initial transition period, until PPL is able to assume contract with vendor.	12
066-REG	Regulatory Support - Reporting and Filings - Electric & Gas Distribution	National Grid to provide support for preparation of distribution-related reporting and filings, as identified in the schedule, as well as general consultative support. National Grid also to provide consultation on prior Target base rate cases and settlements that are the basis for current cost recovery embedded in base rates. National Grid will provide training on specific higher-complexity reports and filings, as identified.	12
067-REG	Regulatory Support – Rate Related Reporting & Filings – Transmission	National Grid to provide support for preparation of transmission-related reporting and filings, as identified in the schedule, as well as general consultative support. National Grid also to provide consultation on prior Target transmission formula rate filings and other FERC rate-related regulatory obligations. National Grid will provide training on specific higher-complexity reports and filings, as identified.	12
068-SC	Strategic Procurement	National Grid will assist in efforts to procure continued service by the counterparties under existing contracts in the name of Narragansett, support Narragansett to replicate relevant contracts, maintain ownership of sourcing events that are categorized as "Post-Gate 0", and provide limited ad hoc procurement reporting.	24
069-SC	Inventory Management	National Grid will provide analysis of material requirements, corresponding ordering and maintenance of master data in the ERP system, and provide inventory management reporting and knowledge transfer.	24
070-EO	Transmission Asset Management and Planning	National Grid will support the Target's transmission planning activities, including modeling and study work, support the project submission process for transmission facilities, and support permitting and licensing activities.	12

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
071-EO	Transmission Line and Substation Support Services	National Grid will provide emergency transmission line and substation support services, including ad hoc consultation and technical support, engineering consultation, SPCC plans, etc.	12
072-EO	Transmission and Substation Engineering and Design	National Grid will support and perform for Target identified engineering and design services for specific transmission projects.	12
073A-EO	Electric Transmission Line, Distribution Line, Substation, and Protection Standards & Work Methods	National Grid will support Target's T&D Standards and Work Methods functions, including ad hoc consultation on identified subjects and processes.	6
073B-EO	Electric Lab & Field Testing	National Grid will provide electric lab and testing services related to the Target Transmission and Distribution system, including meter engineering consultation, Electric Lab and Field Testing services, and Rubber Goods Testing and Maintenance.	24
074B-EO	Electric Meter Shop	National Grid's Electric Meter Shop will provide services to the Company, such as managing inventory, performing bench meter tests, and programming electronic meters.	24
076-EO	Transmission Planned Major Maintenance & Capital Construction	National Grid will assist with the planning, management and construction of significant Transmission Line, Substation and Distribution Line projects with a deliverable due within 6 months of Day 1.	6
078-EO	Electric Transmission Network Control	National Grid will support the operation of the Target Transmission Electric Network Control, including Operations, supporting Tools and Systems, and Outage Coordination.	24
079A-EO	Mapping and Records	National Grid will provide GIS/mapping, records, and records services in support of Target's operations, including GIS map updates, electrical drawings, work order closeout, etc.	24
079B-EO	Work Order Closeout	Work Order Close Out Group to continue to provide and support such as confirming work requests and updating meter information.	18
080-EO	Meter Data Services	National Grid will provide services relating to meter data collection, storage, and data management; activities related to meter adds, changes and removals; estimating and troubleshooting services for no meter reads; and wholesale settlement for the New England ISO market.	24
081-EO	NERC/NPCC - Reliability Compliance	National Grid will make its personnel available to respond to questions in reference to Critical Infrastructure Protection ("CIP") and Non-CIP Standards and related testing requirements in order to maintain compliance with NERC and NPCC. National Grid will also provide assistance in Rhode Island Energy's assessments and external reliability compliance reporting.	24

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
082A-EO	Emergency Restoration Support	<i>National Grid will instruct its employees, when requested by Target, to provide emergency maintenance and restoration assistance.</i>	6
083-EO	Transmission Aerial Inspection & Patrol	<i>National Grid will provide Transmission Aerial Inspection & Patrol Services on an as-needed basis, both unplanned and planned, including management, coordination, and administration, as defined.</i>	6
084-EO	Shared Telecom Network ("STN")	<i>National Grid will provide Engineering, Operation and Administration services related to the STN.</i>	24
085A-EO	Distribution Pole Attachments	<i>National Grid will provide program management for Attachments, including billing, and manage wireless license agreements for wireless cellular attachments.</i>	9
085B-EO	Outdoor Lighting	<i>National Grid will manage all aspects of the Outdoor Lighting program, including engineering standards, contracts, LED conversions, regulatory inquiries and rate filings, etc.</i>	12
086-EO	Land Mobile Radio ("LMR") and Microwave Systems	<i>National Grid will make available its LMR and Microwave systems, including adhoc engineering consultation to facilitate the maintenance of the associated systems after the TSA period.</i>	24
087-EO	Electric Distribution Control Center ("DCC")	<i>National Grid will make available DCC systems and procedures as needed to allow Target to conduct operating system maintenance and updates, and perform system operator training/qualifications.</i>	24
089-EO	Right of Way ("ROW") and Survey Engineering	<i>National Grid will provide ROW and Survey Engineering services to support customer and capital projects for both electric and gas.</i>	12
090-EO	Vegetation Management (Transmission and Distribution)	<i>National Grid will support vegetation management operations, including general supervisor, assistance with preparation of regulatory filings, and assistance with vendor management.</i>	12
092-EO	Emergency Transmission Line Services ("TLS")	<i>National Grid will support TLS, ensuring it is appropriately resourced to support emergency response operations as outlined in ITAMA.</i>	12
093-EO	Emergency Hoisting and Rigging	<i>National Grid will make reasonably available delivery, hoisting and rigging of substation equipment in a manner consistent with the provision of such services prior to Closing.</i>	12
087A-GO	Dispatch Training Support	<i>National Grid will train five new RI Dispatch Supervisors prior to transfer to Rhode Island Energy.</i>	3

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
087B-GO	Consultancy Services for Dispatch Supervision	Once 087a-GO is completed, National Grid will transition to a consultancy service to support and advise Rhode Island Energy's employees.	12
087C-GO	Emergency Call Dispatch Support	National Grid's NYC Dispatch will continue to receive calls made to the current emergency number printed on RI gas line markers and route calls to a new dedicated Rhode Island dispatch number.	12
091-GO	Gas Control Center Operations	National Grid will provide gas system control, monitoring, and management services. National Grid will also recruit twelve candidates to be trained as Gas System Controllers to operate the Rhode Island Gas Distribution System and collaborate with Rhode Island Energy Incident Command Structure during emergencies and drills.	24
100-CS	Marketing and Growth	National Grid will provide Forward Capacity Market portfolio management services, routine website outage management, services related to marketing and communications plan execution, and customer lists. National Grid will maintain and post on the rebranded customer service website.	24
154-CS	Customer Operations and Vendor Support	National Grid shall extract and forward to Rhode Island Energy Rhode Island customer service agent call and screen recordings. On a weekly basis, National Grid will gather a random sample of recorded gas and electric calls that will allow teams to gauge customer sentiment.	10
155-CS	Controls and Compliance	Provide direction and oversight for quality assurance and end-to-end testing and controls for Customer processes, ensuring completion of 2nd line testing, inclusive of SOx controls, operating controls, and working with leadership team to ensure remediation plans are executed according to established due dates	16
101A-EP	Gas Load Forecasting	National Grid will provide Gas Load Forecasting services, including requirements determinations, model development, variance analysis, compliance and regulatory support, and internal budgeting and planning support.	24
101B-EP	Electric Load Forecasting	National Grid will provide Electric Load Forecasting services, including daily and long-term electric requirements determinations, supply forecasting, peak forecasting, compliance and regulatory support, and internal budgeting and planning support.	24
102-EP	Gas Procurement Services - General	National Grid will provide Gas Procurement services, such as gas supply planning, pipeline and upstream capacity planning, and LNG procurement.	24
103A-EP	Energy transactions (Physical Transactions)	National Grid will support Energy Transactions (Physical) programs, including executing the supply plan and purchasing monthly base load, daily spot natural gas, and training as agreed upon by National Grid and Target.	24
103B-EP	Energy Transactions (Financial)	National Grid will support Energy Transactions (Financial), such as financial hedging planning and determination and calculation of incentives under regulatory programs.	24

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
104-EP	Retail Choice Programs	National Grid will support the retail choice programs by managing and administering large and small volume retail choice programs, tracking gas deliveries by marketers, related billing services, and internal reporting as needed.	24
105-EP	Long Term Clean Energy Supply	National Grid will provide Clean Energy Supply services, such as the development of long-term contracts, filings compliance, and administration of the Renewable Energy Growth Program.	24
106-EP	Electric Procurement	National Grid will support Electricity Procurement in related to to: Last Resort Service, Renewable Energy Certificates, Market Based Rate data, and Power Purchase Agreements.	24
106-IT	Business Application Services	National Grid will support critical commercial, operations, and corporate business system applications currently used by the Company, including the support of business logic, application code, and any other necessary interfaces or components.	24
107-IT	Service Desk and Service Management Integration Services	National Grid will provide services related to the service desk and service integration and management.	24
108-IT	Collaboration Services (E-mail and Collaboration Tools)	National Grid will provide e-mail support services to employees transitioned to Target on Day 1, and contractor e-mail access as required for legacy or newly-hired employees, under agreed-upon terms and a defined process.	24
109-IT	Data Center Services	National Grid will support the data center computing infrastructure for business applications.	24
110-IT	Client Services	National Grid will continue to provide its existing desktop support for company-supported hardware and software products.	24
111-IT	Commercial services	National Grid will continue to maintain contract and license support.	24
112-IT	IT Infrastructure services	National Grid will continue to provide IT servers, storage and network devices, and all controlled computing facilities.	24
113-IT	Networking support	National Grid will provide services related to: Business Internet Protocol Networks, Energy Management System and Outage Management System IP Networks, Desk Phones, and Wireless Phones and Data Ports.	24
114-IT	IT Energy Management Systems (“EMS”) – SCADA Systems, and Outage Management Systems (“OMS”)	National Grid will provide Electric EMS- and Gas GMS-SCADA System services, and Outage Management System support.	24

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
115-IT	Cyber Security Services	National Grid will maintain existing cyber security systems, infrastructure, and processes.	24
116-IT	Emergency Response Services	National Grid will support the coordination and execution of the IT emergency response plan, will have restoration teams on standby-by in the event of a storm, and will provide desktop services.	24
117-IT	IT TSA Exit Support Services	National Grid will provide IT TSA exit and migration services.	24
118-HR	Labour Relations	National Grid will provide ad hoc support relating to contract interpretation for Local 310, Local 310b, and Local 12431 employees and assist in effort to resolve any formal grievance or arbitrations that remain unresolved or arise during the Transition Period.	12
119-HR	Regulatory Training	National Grid will provide access to shared/corporate technical or regulatory/compliance training materials and platforms.	7
122-HR	Workforce Planning and People Analytics	National Grid will provide standard PowerBI reporting publications, based exclusively upon data and organization hierarchies within MyHub, on a quarterly basis.	12
123-HR	Talent Management	National Grid will provide ad hoc historical reporting needs and knowledge transfer for Talent processes.	3
124-FAC	Masachusetts and New York Offices	National Grid will provide space for National Grid employees to continue to be based in Massachusetts and New York facilities, while supporting the Company.	24
125-FAC	Massachusetts Operations Facilities	National Grid will provide usage of the Gas and Electricity control center in Northborough.	24
126-FAC	Massachusetts Warehouse Facilities	National Grid will provide usage of the Sutton warehouse facility.	24
127-SC	Warehouse Management	National Grid will provide storage of material, provision of inbound and outbound logistics for relevant material, inventory recovery services, and provision of devices and related software.	24

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
129a-FIN	Financial Planning and Analysis	<i>National Grid will provide consultative support for monthly and quarterly reporting decisions and reporting activities. National Grid will support knowledge transfer to Target's employees assigned to perform FP&A activities.</i>	6
129b-FIN	Financial Planning and Analysis - FBPs	<i>National Grid will support Target with existing finance business partnering activities covering Monthly Reporting Center of Excellence reports and access to FP&A Power BI dashboards. National Grid will support knowledge transfer to Target's employees assigned to perform FP&A activities.</i>	24

Appendix – TSA Summaries – By Functional Area



TSA ID	TSA Schedule	Short Description	Duration (months)
130-HSE	Health Services	National Grid will assist Rhode Island Energy with its management of various health services programs (e.g., D&A programs, records retention, employee policies)	7
131-HSE	Safety Policy & Programs	National Grid will provide Rhode Island Energy with the following: 1. Consultation for its management of safety policies and programs, 2. Monthly hours for OSHA reporting requirements while paid through National Grid payroll systems, 3. Weekly reports of contractors under National Grid's ISN instance.	6
132-FAC	Northborough Contact Center	National Grid will provide usage of the Customer Contact Center in Northborough.	24
133-FAC	Training Facilities	National Grid will provide usage of the Millbury training facility.	24
135-FAC	Capital Project Support	National Grid will continue to support delivery of capital projects through planning, resourcing, implementation, and controls and close out.	18
136-REG	Regulatory Support – New England Power Company Services on Behalf of NECO – Transmission	National Grid to continue to provide transmission management services until Narragansett is established as a TOA, pursuant to the ITAMA; after establishment as a TOA, National Grid will provide necessary data as may be required by a regulatory order impacting historical transmission rates, as defined.	12
137-REG	Regulatory Support – Transmission Owner Group Participation – Transmission	National Grid to participate in PTO-AC and NETO groups on behalf of Target prior to Target's establishment as a TOA, and will coordinate with PPL on the positions taken.	7
138-BS	Card and Expense Administration	National Grid will support the completion of administrative functions, expense processing, and payments related to card administration. This includes card setup, card audit, exceptions handling, and managing travel booking system.	9
143-SOX	Sarbanes Oxley Testing	National Grid will continue to provide SOx control testing during the transition period, as defined.	24
144-GO	Emergency Restoration Support	National Grid will make available its employees and resources when requested to support and perform restoration activities in an emergency event in Rhode Island.	12
145-GO	ISR Testimony Support	National Grid will provide FY2023 ISR Plan support services as well as support Rhode Island Energy in proceedings/meetings with the RIPUC or RI Division.	6
146-GO	Operator Qualification Written Test Access	National Grid will provide access to its current proprietary written operator qualification test content for Rhode Island Energy's test takers.	15

Appendix – TSA Summaries – By Functional Area

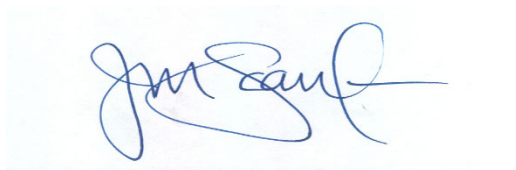


TSA ID	TSA Schedule	Short Description	Duration (months)
147-GO	Consultancy Services for Operator Qualification Program Management	<i>National Grid will provide advice on the adoption and implementation of Rhode Island Energy's Operator Qualification Written Plan to support an extended period of knowledge transfer post-Closing.</i>	9
148-GO	Witnessing and Documentation of Test Welds	<i>National Grid will provide welding inspector employees as needed to witness test welds and prepare associated documentation.</i>	6
149-GO	GBE Business Process Support	<i>National Grid will provide business process and business product owner support for the GBE application suite. Defects impacting Rhode Island business will be prioritized.</i>	12
150-GO	Gas Complex Project Support	<i>National Grid will make available Project Development, Project Management and Engineering, and Asset Management employees to prepare the deliverables required to fulfill the National Grid Gate C stage checklist.</i>	3
152-GO	Operations Engineering Training Support	<i>National Grid will provide facilitated and on-the-job training to a maximum of 3 Rhode Island Energy operations engineers to support the development of capabilities in specified operations engineering activities.</i>	3
153-GO	Corrosion Audit Support	<i>If requested by Rhode Island Energy, National Grid shall provide the following services to support the PHMSA Audit (Division Audit on Corrosion): · Making historical data available as it relates to the Audit · Answering Rhode Island Energy's and PPL's questions as they relate to the context of the data provided</i>	

Certificate of Service

I hereby certify that a copy of the cover letter and any materials accompanying this certificate was electronically transmitted to the individuals listed below.

The paper copies of this filing are being hand delivered to the Rhode Island Public Utilities Commission and to the Rhode Island Division of Public Utilities and Carriers.



 Joanne M. Scanlon

January 19, 2023
 Date

Docket No. D-21-09 PPL Corp., PPL RI Holdings, LLC, National Grid USA and The Narragansett Electric Co. – Petition to Transfer Ownership and Related Approvals

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