

SCOTTISH POWER PLC  
Form U-9C-3  
June 29, 2004

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**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C.

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**FORM U-9C-3**

**QUARTERLY REPORT PURSUANT TO RULE 58 OF  
THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935**

**For the Quarterly Period Ended March 31, 2004**

**ScottishPower plc**

**PacifiCorp**

**Scottish Power plc**

(Name of Registered Holding Company)

**1 Atlantic Quay**

**Glasgow G2 8SP**

**Scotland UK**

(Address of Principal Executives Offices)

*Inquiries concerning this Form U-9C-3 may be directed to:*

**Andrew Mitchell, Company Secretary**

**M. Douglas Dunn**

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**James Stanley, General Counsel**

**Carla J. Urquhart**

**Scottish Power plc**

**Milbank Tweed Hadley & McCloy LLP**

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**1 Chase Manhattan Plaza**

**Glasgow G2 8SP**

**New York, NY 10005**

**Scotland, UK**

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Scottish Power plc

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For the Quarter Ended March 31, 2004

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This report covers the quarter ended March 31, 2004.

## Item 1. Organization Chart

<b>Name of Reporting Company</b>	<b>Date of Organization</b>	<b>Energy or Gas-related Company</b>	<b>State/Country of Organization</b>	<b>Percentage of Voting Securities Held</b>	<b>Type of Business</b>
Scottish Power plc	N/A	N/A	Scotland	100%	Registered Holding Company
Scottish Power NA 1 Ltd	N/A	N/A	Scotland	100%	Intermediate Holding Company
Scottish Power NA 2 Ltd	N/A	N/A	Scotland	100%	Intermediate Holding Company
PacifiCorp Holdings, Inc	N/A	N/A	Delaware	100%	Intermediate Holding Company
PPM Energy, Inc.	N/A	N/A	Oregon	100%	Power Marketing Company
Enstor, Inc.	10/08/01	Energy-related Company	Oregon	100%	Gas Storage
Enstor Operating Company, LLC	9/19/02	Energy-related Company	Oregon	100%	Gas Storage
Katy Storage and Transportation, L.P.	9/30/02	Energy-related Company	Texas	100%	Gas Storage Facility

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Item 2. Issuances and Renewals of Securities and Capital Contributions.

<u>Company</u>	<u>Type of</u>	<u>Principal</u>	<u>Issue or</u>	<u>Cost of</u>	<u>Person to</u>	<u>Collateral</u>	<u>Consideration</u>
<u>Issuing</u>	<u>Security</u>	<u>Amount of</u>	<u>Renewal</u>	<u>Capital</u>	<u>Whom</u>	<u>Given</u>	<u>Received for</u>
<u>Security</u>	<u>Issued</u>	<u>Security</u>	<u>Cost of</u>	<u>Capital</u>	<u>Security Was</u>	<u>with</u>	<u>Each Security</u>
					<u>Issued Type</u>	<u>Security</u>	
					<u>of Business</u>		

None

Company Contributing Capital

Company Receiving Capital

Amount of Capital Contribution

None

Item 3. ASSOCIATE TRANSACTIONS

Part I. Transactions Performed by Reporting Companies on behalf of Associate Companies.

<u>Reporting</u>	<u>Associate</u>	<u>Types of Services</u>	<u>Direct</u>	<u>Indirect</u>	<u>Cost of</u>	<u>Total</u>
<u>Company</u>	<u>Company</u>	<u>Rendered</u>	<u>Costs</u>	<u>Costs</u>	<u>Capital</u>	<u>Amount</u>
<u>Rendering</u>	<u>Receiving</u>	<u>Services</u>	<u>Charged</u>	<u>Charged</u>	<u>Capital</u>	<u>Billed</u>
<u>Services</u>	<u>Services</u>	<u>Rendered</u>	<u>Charged</u>	<u>Charged</u>	<u>Capital</u>	<u>Billed</u>
PacifiCorp	PPM Energy, Inc, as ultimate parent company of Katy Storage and Transportation, L.P.	IT/Network and shared system charges and other corporate services	\$3,432	N/A	N/A	\$3,432

Part II Transactions Performed by Associate Companies on behalf of Reporting Companies.

<u>Reporting</u>	<u>Associate Company</u>	<u>Types of Services</u>	<u>Direct</u>	<u>Indirect</u>	<u>Cost of</u>	<u>Total</u>
<u>Company</u>	<u>Receiving Services</u>	<u>Rendered</u>	<u>Costs</u>	<u>Costs</u>	<u>Capital</u>	<u>Amount</u>

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Rendering

Charged

Charged

\_\_\_\_\_

Billed

Services

None

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Item 4. SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies:			
Total consolidated capitalization as of March 31, 2004	\$ 13,012,689,378	Line 1	
Total capitalization multiplied by 15% (Line 1 X 0.15)	\$ 1,951,903,407	Line 2	
Greater of \$50 million or Line 2	\$ 1,951,903,407	Line 3	
Total current aggregate investment:			
(categorized by major line of energy-related business)			
Energy-related business Category 1 Rule 58(b)(1)(ix)	\$ 160,000,000		
Total current aggregate investment	\$ 160,000,000	Line 4	
Difference between the greater of \$50 million or 15% of Capitalization and the total aggregate investment of the Registered holding company system (line 3 less line 4)	\$ 1,791,903,407	Line 5	

(1) Rule 58(b)(1)(ix) the ownership, operation and servicing of fuel procurement, transportation, handling and storage facilities, scrubbers, and resource recovery and waste water treatment facilities.

Item 5. OTHER INVESTMENTS

<u>Major Line of Energy- Related Business</u>	<u>Other Investment in Last U-9C-3 Report</u>	<u>Other Investment in this U-9C-3</u>	<u>Reason for Difference in Other Investment</u>
Gas Storage	None	None	N/A

Item 6. FINANCIAL STATEMENTS AND EXHIBITS

A. Financial Statements:

Exhibit A-1 Financial statements for Reporting Company for the quarterly period ended March 31, 2004. Confidential treatment requested pursuant to Rule 104(b), 17 CFR 250-104(b.)

B. Exhibits:

Exhibit B-1 Officer's Certification

SIGNATURE

The undersigned registered holding company has duly caused this quarterly report to be signed on its behalf by the undersigned officer thereunto duly authorized pursuant to the requirements of the Public Utility Holding Company Act of 1935.

Scottish Power plc

By: /s/ David T. Nish  
David T. Nish

Finance Director

Date: June 29, 2004