

SCOTTISH POWER PLC  
Form U-9C-3  
August 31, 2005

---

**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C.

---

**FORM U-9C-3**

---

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

For the Quarterly Period Ended June 30, 2005

---

**Scottish Power plc**  
**PacifiCorp**

(Name of Registered Holding Company)

---

**Scottish Power plc**

(Address of Principal Executives Offices)

**1 Atlantic Quay**

**Glasgow G2 8SP**

**Scotland UK**

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

**Andrew Mitchell, Company Secretary**

**James Stanley, General Counsel**

**Scottish Power plc**

**1 Atlantic Quay**

**Glasgow G2 8SP**

**Scotland, UK**

**M. Douglas Dunn**

**Orlan M. Johnson**

**Milbank Tweed Hadley & McCloy LLP**

**1 Chase Manhattan Plaza**

**New York, NY 10005**

---

Scottish Power plc

FORM U-9C-3

For the Quarter Ended June 30, 2005

Table of Contents

Item 1. <u>Organization Chart</u>	3
Item 2. <u>Issuance and Renewals of Securities and Capital Contributions</u>	4
Item 3. <u>Associated Transactions</u>	4
Item 4. <u>Summary of Aggregate Investment</u>	6
Item 5. <u>Other Investments</u>	6
Item 6. <u>Financial Statements and Exhibits</u>	6

This report covers the quarter ended June 30, 2005.

## Item 1. ORGANIZATION CHART

Name of Reporting Company	Date of Organization	Energy or Gas-related Company	State/Country of Organization	Percentage of Voting	Type of
				Securities Held	Business
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
Waha Storage and Transportation, L.P.	8/24/04	Energy-related Company	Texas	100% *	Gas Storage Facility
Gramma Ridge Storage and Transportation, LLC	4/19/05	Energy-related Company	New Mexico	100%	Gas Storage Facility

\* 99% owned by Enstor, Inc

\* 1% owned by Enstor Operating Company, LLC

Edgar Filing: SCOTTISH POWER PLC - Form U-9C-3

Item 2. ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

Company Issuing Security	Type of Security Issued	Principal Amount of Security	Issue or Renewal	Cost of Capital	Person to Whom Security Was Issued	Collateral Given	Consideration Received for Each Security
					Type of Business	with Security	
PPM Energy, Inc.	Advance on existing I/C Note	\$ 19,639,898	Issue	LIBOR	Waha Storage & Transportation, L.P.	N/A	Advance on existing I/C note
PPM Energy, Inc.	Advance on existing I/C Note	\$ 107,210,444	Issue	LIBOR	Katy Storage & Transportation, L.P.	N/A	Advance on existing I/C note
PPM Energy, Inc.	Advance on existing I/C Note	\$ 26,145,226	Issue	LIBOR	Grama Ridge Storage & Transportation, LLC	N/A	Advance on existing I/C note

Item 3. - ASSOCIATE TRANSACTIONS

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

Reporting Company	Associate Company Receiving Services	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
PacifiCorp	Katy Storage and Transportation L.P.	IT/Network and shared system charges and other corporate charges	\$ 33,889			\$ 33,889

Edgar Filing: SCOTTISH POWER PLC - Form U-9C-3

Enstor Operating Company, LLC	Katy Storage and Transportation, L.P.	Operational personnel and services, commercial sales and marketing personnel and services and management services	\$ 689,831	\$ 332,840	\$ 1,022,671
PPM Energy, Inc.	Waha Storage and Transportation, L.P.	Project management personnel and services	N/A		N/A
Enstor Operating Company, LLC	Waha Storage and Transportation, L.P.	Business development/ Marketing personnel and services	N/A		N/A
PPM Energy, Inc.	Grama Ridge Storage and Transportation, LLC	Project management personnel and services	N/A		N/A
Enstor Operating Company, LLC	Grama Ridge Storage and Transportation, LLC	Business development/ Marketing personnel and services	N/A		N/A

Edgar Filing: SCOTTISH POWER PLC - Form U-9C-3

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

Associate

Company	Reporting Company Receiving	Types of Services Rendered	Direct Costs Charged	Indirect Costs Charged	Cost of Capital	Total Amount Billed
N/A	N/A	N/A	N/A	N/A	N/A	N/A

Item 4. - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies:	
Total consolidated capitalization as of June 30, 2005	\$ 16,586,483,280
Total capitalization multiplied by 15% (Line 1 X 0.15)	\$ 2,487,972,492
Greater of \$50 million or Line 2	\$ 2,487,972,492
Total current aggregate investment: (categorized by major line of energy-related business) Energy-related business	
Category 1 - Rule 58(b)(1)(ix)	\$ 189,847,370
Total current aggregate investment	\$ 189,847,370
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)	\$ 2,298,125,122

- (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

Major Line of Energy-Related Business	Other Investment in Last U-9C-3 Report	Other Investment in this U-9C-3	Reason for Difference in Other Investment
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 June 30, 2005. (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/ Simon Lowth

---

Simon Lowth  
Executive Director, Finance and Strategy

Date: August 31, 2005