

SCOTTISH POWER PLC  
Form U-9C-3  
June 30, 2005

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**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 March 31, 2005**

**Scottish Power plc**

**PacifiCorp**

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**(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**

**M. Douglas Dunn**

**James Stanley, General Counsel**

**Orlan M. Johnson**

**Scottish Power plc**

**Milbank Tweed Hadley & McCloy LLP**

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**1 Atlantic Quay**

**Glasgow G2 8SP**

**Scotland, UK**

**1 Chase Manhattan Plaza**

**New York, NY 10005**

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Scottish Power plc

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For the Quarter Ended March 31, 2005

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This report covers the quarter ended March 31, 2005.

### Item 1. - Organization Chart

<u>Name of Reporting Company</u>	<u>Date of Organization</u>	<u>Energy or Gas-related Company</u>	<u>State/Country of Organization</u>	<u>Percentage of Voting Securities Held</u>	<u>Type of Business</u>
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

\* 99% owned by Enstor, Inc

\* 1% owned by Enstor Operating Company, LLC

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

<u>Company Issuing Security</u>	<u>Type of Security Issued</u>	<u>Principal Amount of Security</u>	<u>Issue or Renewal</u>	<u>Cost of Capital</u>	<u>Person to Whom Security Was Issued Type of Business</u>	<u>Collateral Given with Security</u>	<u>Consideration Received for Each Security</u>
None	None	None	None	None	None	None	None

<u>Company Contributing Capital</u>	<u>Company Receiving Capital</u>	<u>Amount of Capital Contribution</u>
PPM Energy, Inc.	Waha Storage & Transportation, L.P.	\$ 13,509,329

Note: The above amount is in the form of an intercompany note and not contribution of capital

**Item 3. - ASSOCIATE TRANSACTIONS**

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

<u>Reporting Company Rendering Services</u>	<u>Associate Company Receiving Services</u>	<u>Types of Services Rendered</u>	<u>Direct Costs Charged</u>	<u>Indirect Costs Charged</u>	<u>Cost of Capital</u>	<u>Total Amount Billed</u>
PacifiCorp	Katy Storage and TRANSPORTATION, L.P.	IT/Network and shared system charges and other corporate charges	\$ 56,457			\$ 56,457
Enstor Operating Company, LLC	Katy Storage and Transportation, L.P.	Operational personnel and services, commercial sales and marketing personnel and services and management services	\$ 644,865	\$ 143,137		\$ 788,002
PPM Energy, Inc.	Waha Storage and Transportation, L.P.	Project management personnel and services	\$ 896			\$ 896
Enstor Operating Company,	Waha Storage and Transportation, L.P.	Business development/ Marketing	\$ 72,136			\$ 72,136

LLC

personnel and  
services

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

<u>Associate Company Rendering Services</u>	<u>Reporting Company Receiving Services</u>	<u>Types of Services Rendered</u>	<u>Direct Costs Charged</u>	<u>Indirect Costs Charged</u>	<u>Cost of Capital</u>	<u>Total Amount Billed</u>
None	None	None	None	None	None	None

**Item 4. - SUMMARY OF AGGREGATE INVESTMENT**

Investments in energy-related companies:

Total consolidated capitalization as of March 31, 2005	\$ 14,343,000,662	Line \$ 1
Total capitalization multiplied by 15% (Line 1 X 0.15)	\$ 2,151,450,099	Line \$ 2
Greater of \$50 million or Line 2	\$ 2,151,450,099	Line \$ 3
Total current aggregate investment: (categorized by major line of energy-related business Category 1 - Rule 58(b)(1)(ix))	\$ 159,925,541	*
Total current aggregate investment	\$ 159,925,541	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)	\$ 1,991,524,558	Line \$ 5

\* Comprises \$13,519,541 in Waha Storage and Transportation LP and \$146,406,000 in Katy Storage and Transportation L.P.

(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**

<b>Major Line of Energy-Related Business</b>	<b>Other Investment in Last U-9C-3 Report</b>	<b>Other Investment in this U-9C-3</b>	<b>Reason for Difference in Other Investment</b>
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, 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: June 30, 2005