

SCOTTISH POWER PLC
Form U-9C-3
February 28, 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 December 31, 2004

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

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

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Scotland, UK

Scottish Power plc

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For the Quarter Ended December 31, 2004

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This report covers the quarter ended December 31, 2004.

Item 1. - Organization Chart

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

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| | | | | <u>Held</u> | |
|---------------------------------------|----------|------------------------|----------|-------------|-------------------------------|
| Scottish Power plc | N/A | N/A | Scotland | 100% | Registered Holding |
| Scottish Power NA 1 Ltd | N/A | N/A | Scotland | 100% | Company Intermediate Holding |
| Scottish Power NA 2 Ltd | N/A | N/A | Scotland | 100% | Company Intermediate Holding |
| PacifiCorp Holdings, Inc | N/A | N/A | Delaware | 100% | Company Intermediate Holding |
| PPM Energy, Inc. | N/A | N/A | Oregon | 100% | Company Power |
| Enstor, Inc. | 10/08/01 | Energy-related Company | Oregon | 100% | Marketing Company 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 |

* 99% owned by Enstor, Inc

* 1% owned by Enstor Operating Company, LLC

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>Security Was</u> | <u>with</u> | <u>Each Security</u> |
| | | | | | <u>Issued Type</u> | <u>Security</u> | |

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| | | | | | | | |
|------|------|------|------|------|--------------------|------|------|
| None | None | None | None | None | <u>of Business</u> | None | None |
|------|------|------|------|------|--------------------|------|------|

| | | |
|-------------------------------------|----------------------------------|---------------------------------------|
| <u>Company Contributing Capital</u> | <u>Company Receiving Capital</u> | <u>Amount of Capital Contribution</u> |
| None | None | None |

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 & share system charges & other corporate services | \$ 21,248 | | | \$ 21,248 |
| Enstor Operating Company, LLC | Katy Storage and Transportation, L.P. | Operational personnel & services, commercial sales & marketing personnel & services & management services | \$ 478,399 | \$ 249,825 | | \$ 728,224 |

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 |

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Item 4. - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies:

| | | |
|---|-------------------|--------|
| Total consolidated capitalization as of December 31, 2004 | \$ 14,434,561,915 | Line 1 |
| Total capitalization multiplied by 15% (Line 1 X 0.15) | \$ 2,165,184,287 | Line 2 |
| Greater of \$50 million or Line 2 | \$ 2,165,184,287 | Line 3 |
| Total current aggregate investment: (categorized by major line of energy-related business) | | |

| | | |
|--|----------------|--------|
| Energy-related business Category 1 - Rule 58(b)(1)(ix) | \$ 163,423,571 | |
| Total current aggregate investment | \$ 163,423,571 | 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) | \$ 2,001,760,716 | 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 December 31, 2004. (Confidential treatment requested pursuant to Rule 104(b), 17 CFR 250-104(b).)

B. Exhibits:

Exhibit B-1 Officer's Certification

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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: February 28, 2005

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