

SCOTTISH POWER PLC

Form U-9C-3

November 30, 2005

Table of Contents

---

**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 September 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:**

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

**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**

---

**Table of Contents**

Scottish Power plc

FORM U-9C-3

For the Quarter Ended September 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>	5
Item 5. <u>Other Investments</u>	6
Item 6. <u>Financial Statements and Exhibits</u>	6

**Table of Contents**

This report covers the quarter ended September 30, 2005.

## 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	N/A	N/A	Scotland	100%	Intermediate Holding Company
NA 1 Ltd					
Scottish Power	N/A	N/A	Scotland	100%	Intermediate Holding Company
NA 2 Ltd					
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 and Transportation, LLC	4/19/05	Energy-related Company	Oregon	100%	Gas Storage Facility

\* 99% owned by Enstor, Inc

\* 1% owned by Enstor Operating Company, LLC

**Table of Contents**

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

<b>Company Issuing Security</b>	<b>Type of Security Issued</b>	<b>Principal Amount of Security</b>	<b>Issue or Renewal</b>	<b>Cost of Capital</b>	<b>Person to Whom Security Was Issued Type of Business</b>	<b>Collateral Given with Security</b>	<b>Consideration Received for Each Security</b>
PPM Energy, Inc.	Advance on existing I/C note	\$ 34,730,927	Issue	LIBOR	Waha Storage & Transportation, L.P.	N/A	Advance on existing I/C note
PPM Energy, Inc.	Advance on existing I/C note	\$ 105,168,483	Issue	LIBOR	Katy Storage & Transportation, L.P.	N/A	Advance on existing I/C note
PPM Energy, Inc.	Advance on existing I/C note	\$ 33,083,898	Issue	LIBOR	Gramma 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.

<b>Reporting Company Rendering Services</b>	<b>Associate Company Receiving Services</b>	<b>Types of Services Rendered</b>	<b>Direct Costs Charged</b>	<b>Indirect Costs Charged</b>	<b>Cost of Capital</b>	<b>Total Amount Billed</b>
PacifiCorp	Katy Storage & Transportation L.P.	IT/Network and share system charges and other corporate charges	\$ 1,800			\$ 1,800
Enstor Operating Company, LLC	Katy Storage & Transportation, L.P.	Operational personnel and services, commercial sales and marketing personnel and services and management services	\$ 1,240,266	\$ 358,863		\$ 1,599,128

**Table of Contents**

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

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>
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 September 30, 2005		\$ 18,921,785,218	Line 1
Total capitalization multiplied by 15% (Line 1 X 0.15)		\$ 2,838,267,782	Line 2
Greater of \$50 million or Line 2		\$ 2,838,267,782	Line 3
Total current aggregate investment:			
(categorized by major line of energy-related business) Energy-related business Category 1 - Rule 58(b)(1)(ix)		\$ 211,089,038	
Total current aggregate investment		\$ 211,089,038	Line 4

**Table of Contents**

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)	\$ 2,627,178,744	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 September 30, 2005. (Confidential treatment requested pursuant to Rule 104(b), 17 CFR 250-104(b).)

B. Exhibits:

Exhibit B-1 Officer's Certification

**Table of Contents**

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: November 30, 2005