COMPANIES FORM No. 123

Notice of increase in nominal capital



Please do not write in this margin

Pursuant to section 123 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering To the Registrar of Companies

Company number For official use

117120

*Insert full name of company

SCOTTISH POWER plc

Name of company

gives notice in accordance with section 123 of the above Act that by resolution of the company the nominal capital of the company has been dated 15 June 1999

beyond the registered capital of £850,000,001

increased by £ 650,000,000

A copy of the resolution authorising the increase is attached. †

The conditions (e.g. voting rights, dividend rights, winding-up rights etc.) subject to which the new shares have been or are to be issued are as follows:

The 1,300,000,000 new ordinary shares of 50 pence each shall rank pari passu in all respects with the existing

† The copy must be printed or in some other form approved by the registrar

ordinary shares in the capital of the Company.

Insert Director, Secretary, Administrator, Administrative Receiver or Receiver (Scotland) as appropriate

Signed

Date 15/6/99

Presentor's name, address and reference (if any):

(ref: ejw/oyez/140601) Shepherd & Wedderburn WS Saltire Court 20 Castle Terrace **EDINBURGH EH1 2ET** DX DX553049 Edinburgh-18

For official use **General Section**

Post room

Please tick here if continued overleaf

OMPANIES HOUSE 16/06