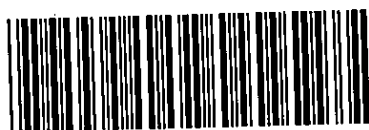


Teledata (Holdings) Limited

Directors' Report and Accounts
for the year ended 31 December 2009

Registered No. 117956

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Teledata (Holdings) Limited

Directors' Report and Accounts for the year ended 31 December 2009

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Teledata (Holdings) Limited

Directors' Report

The directors present their report and unaudited Accounts for the year to 31 December 2009.

Activities and review

Prior to the disposal of the business of Teledata (Holdings) Limited ("the company"), registered company number 117956, to Thus plc on 30 September 1999, the principal activity of the company was to act as a holding company of a group of companies which provide telephone marketing and information services. The company did not trade during the year and was dormant.

Directors

The directors who held office during the year were as follows:

Marion Venman

David Wark

Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and Accounts ("financial statements") in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial period. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Auditors

The company is a dormant company within the meaning of Section 1169 of the Companies Act 2006 and is exempt from appointing auditors.

By Order of the Board



Marie Ross

Secretary

15 June 2010

Teledata (Holdings) Limited

Accounting Policies

Basis of accounting

The Accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards in the UK and comply with the requirements of the Companies Act 2006.

The Accounts have been prepared on a going concern basis, notwithstanding the fact that the company is dormant and has no foreseeable operational activity. The directors are satisfied that, if the Accounts were to be prepared on a break-up basis, no material adjustments would be required to the Accounts.

Basis of preparation

The Accounts contain information about Teledata (Holdings) Limited as an individual company and do not contain consolidated financial information as the parent of subsidiary companies. The company is exempt under Section 396 of the Companies Act 2006 from the requirement to prepare consolidated Accounts as it and its subsidiary undertakings are included by full consolidation in the consolidated Accounts of the ultimate parent company Iberdrola, S.A., a company registered in Spain.

Investments

Investments are stated in the balance sheet at cost, or nominal value of the shares issued as consideration where applicable, less provision for any impairment in value.

Teledata (Holdings) Limited

Balance Sheet as at 31 December 2009

	Notes	2009 £'000	2008 £'000
Fixed assets			
Investments	2	1,541	1,541
Creditors: amounts falling due within one year			
Loans and other borrowings	3	(1,251)	(1,251)
Net assets		290	290
 Called up share capital	4	 30	 30
Profit and loss account		260	260
Shareholder's funds		290	290

The Accounting Policies on page 2, together with the Notes on pages 4 and 5, form part of these Accounts.

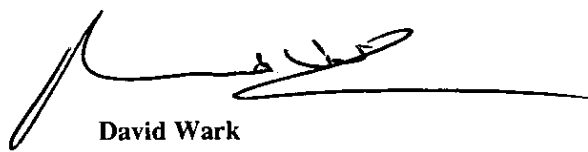
For the year ended 31 December 2009, the company was entitled to the exemption under Section 480 of the Companies Act 2006 relating to dormant companies.

Members have not required the company to obtain an audit in accordance with Section 476 of the Companies Act 2006.

The directors acknowledge their responsibility for:

- (i) ensuring the company keeps accounting records which comply with Section 386; and
- (ii) preparing accounts which give a true and fair view of the state of affairs of the company as at the end of the financial year, and of its profit or loss for the financial year, in accordance with Section 396, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the company.

Approved by the Board on 15 June 2010 and signed on its behalf by



David Wark
Director

Teledata (Holdings) Limited

Notes to the Accounts for the year ended 31 December 2009

1 Directors' emoluments

None of the directors received any remuneration from the company, or from related companies, in respect of their services to the company.

2 Fixed asset investments

	Subsidiary undertakings
	£'000
Cost at 1 January 2009 and 31 December 2009	1,541

Shares in subsidiary undertakings	Principal activity	Holding	Country of registration
The CallCentre Service Limited	Dormant	100%	England
Clubcall Telephone Services Limited	Dormant	100%	England
Clubline Services Limited	Dormant	100%	England
The Information Service Limited	Dormant	100%	England
Teledata (Outsourcing) Limited	Dormant	100%	England
Teledata Scotland Limited	Dormant	100%	Scotland

3 Loans and other borrowings

	2009 £'000	2008 £'000
Owed to fellow subsidiary undertakings	1,251	1,251

	2009 £'000	2008 £'000
Repayments fall due as follows:		
Within one year, or on demand	1,251	1,251

Teledata (Holdings) Limited

Notes to the Accounts (continued) for the year ended 31 December 2009

4 Share capital

	2009 £'000	2008 £'000
Authorised:		
40,000 (2008: 40,000) Ordinary Shares of £1 each	40	40
Allotted, called up and fully paid:		
30,000 (2008: 30,000) Ordinary Shares of £1 each	30	30

5 Ultimate parent company

The directors regard Iberdrola, S.A. to be the ultimate parent company, which is also the parent company of the largest group in which the results of the company are consolidated. The parent company of the smallest group in which the results of the company are consolidated is Scottish Power UK plc. Copies of the Consolidated Accounts of Iberdrola, S.A. may be obtained from Iberdrola, S.A., Calle Gardoqui 8, Bilbao, Spain. Copies of the consolidated Accounts of Scottish Power UK plc may be obtained from the Secretary, Scottish Power Limited, 1 Atlantic Quay, Glasgow G2 8SP.