

ScottishPower Energy Retail Limited

Directors' Report and Accounts for the Year Ended 31 March 2001

Registered No. 190287



ScottishPower Energy Retail Limited
Directors' Report and Accounts
for the year ended 31 March 2001

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ScottishPower Energy Retail Limited

Report of the Directors

The directors present their report and unaudited Accounts for the year ended 31 March 2001 .

Activities and review

The company was established to complement the activities of the ultimate parent company or of the other companies in the group. The company was not involved in trading during the year and was dormant.

Directors and their interests

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

Charles Berry
Ian Russell

None of the directors who held office at the end of the financial year had any disclosable interests in the shares of the company.

The interests of the directors, who are also directors of Scottish Power plc, the company's ultimate parent company, are disclosed in the 2000/01 Annual Report and Accounts/Form 20-F of Scottish Power plc.

Directors' responsibilities

The directors are required by UK company law to prepare Accounts for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial period.

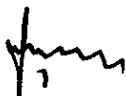
The directors confirm that suitable accounting policies have been used and applied consistently and that reasonable and prudent judgements have been made in the preparation of the Accounts for the year ended 31 March 2001. The directors also confirm that applicable accounting standards have been followed and that the Accounts have been prepared on the going concern basis.

The directors are responsible for maintaining proper accounting records and sufficient internal controls to safeguard the assets of the company and to prevent and detect fraud or any other irregularities.

Auditors

For the year ended 31 March 2001 the company was entitled to the exemption under section 249AA(1) of the Companies Act 1985.

By order of the Board



Andrew Mitchell
Secretary
3 May 2001

ScottishPower Energy Retail Limited

Balance Sheet

as at 31 March 2001

	Notes	2001 £	2000 £
Current assets			
Debtors	3	2	2
Net assets		2	2
Called up share capital	4	2	2
Equity shareholders' funds		2	2

The Notes on pages 4 form part of these Accounts.

For the year ended 31 March 2001 the company was entitled to the exemption under section 249AA(1) of the Companies Act 1985.

Members have not required the company to obtain an audit in accordance with section 249(B)(2) of the Companies Act 1985.

The directors acknowledge their responsibility for:

- (i) ensuring the company keeps accounting records which comply with section 221; 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 226, 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 3 May 2001 and signed on its behalf by



Ian Russell

Director

ScottishPower Energy Retail Limited

Notes to the Accounts

for the year ended 31 March 2001

1 Basis of accounting

The Accounts have been prepared under the historical cost convention and in accordance with applicable accounting standards in the UK and with the requirements of the Companies Act 1985.

2 Directors' emoluments

None of the directors received any remuneration in respect of their services to the company.

3 Debtors

	2001 £	2000 £
Amounts falling due within one year:		
Called up share capital not paid	2	2
	2	2

4 Share capital

	2001 £	2000 £
Authorised:		
100 Ordinary shares of £1 each	100	100
Allotted, called up and nil paid:		
2 Ordinary shares of £1 each	2	2

5 Post balance sheet event

As a result of provisions in the Utilities Act 2000 administered by the Department of Trade and Industry (DTI), from 1 October 2001, certain assets and liabilities relating to the Energy Supply businesses of Scottish Power UK plc and Manweb plc, fellow group companies, are expected to be hived down to the company. The final structure has not yet been agreed with the DTI.

6 Ultimate parent company

The directors regard Scottish Power plc, a company registered in Scotland, as the ultimate parent undertaking. Copies of the ultimate parent's consolidated Accounts may be obtained from the Secretary, Scottish Power plc, 1 Atlantic Quay, Glasgow G2 8SP.