## Directors' Report and Accounts for the year ended 31 December 2008

Registered No. SC268520

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Directors' Report and Accounts for the year ended 31 December 2008

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## **Directors' Report**

The directors present their report and unaudited Accounts for the year ended 31 December 2008.

#### Activities and review

The company was established to complement the activities of the ScottishPower group. The company was not involved in trading during the current or prior period and was dormant.

In the prior period, the company changed its accounting reference date to 31 December to match that of its ultimate parent undertaking, Iberdrola S.A. Accordingly, the comparative figures presented in these Accounts are for the period from 1 April 2007 to 31 December 2007.

### Results and dividend

The company did not trade during the year and made neither a profit nor a loss. The aggregate dividends paid during the year amounted to £nil (nine months to 31 December 2007: £nil).

#### **Directors**

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

Gordon Irving Marion Venman

#### Statement of directors' responsibilities

The directors are responsible for preparing the Directors' Report and Accounts ("financial statements") in accordance with applicable laws 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 1985. 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 249AA(1) of the Companies Act 1985 (as amended) and is exempt from appointing auditors.

By Order of the Board

Marion Venman Secretary

31 August 2009

# Balance Sheet as at 31 December 2008

	Notes	2008 £	2007 £
Current assets			
Debtors	3	2	2
Net assets		2	2
Called up share capital	4	2	2
Shareholder's funds		2	2

The Notes on page 3 form part of these Accounts.

For the year ended 31 December 2008 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 249B(2) of the Companies Act

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 31 August 2009 and signed on its behalf by

Marion Venman

Director

# Notes to the Accounts for the year ended 31 December 2008

## 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 from the company in respect of their services to the company.

### 3 Debtors

	2008	2007
	£	£
Amounts falling due within one year:		
Called up share capital not paid	2	2

## 4 Share capital

	2008 £	2007 £
Authorised		
100 (2007: 100) ordinary shares of £1 each	100	100
Allotted, called up and fully paid		
2 (2007: 2) ordinary shares of £1 each	2	2

## 5 Ultimate parent company

The directors regard Iberdrola S.A. as 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 Holdings Limited. 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 Holdings Limited can be obtained from The Secretary, Scottish Power Limited, 1 Atlantic Quay, Glasgow, G2 8SP.