

SCOTTISH POWER PLC  
Form 6-K  
April 19, 2007

---

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

---

## FORM 6-K

---

REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16 OF  
THE SECURITIES EXCHANGE ACT OF 1934

For the month of April

---

# SCOTTISH POWER PLC

(Translation of Registrant's Name Into English)

---

CORPORATE OFFICE, 1 ATLANTIC QUAY, GLASGOW, G2 8SP

(Address of Principal Executive Offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F   X   Form 40-F

## Edgar Filing: SCOTTISH POWER PLC - Form 6-K

(Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes \_\_\_\_\_ No  X

(If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-\_\_\_\_\_ .)

---

### FORM 6-K: TABLE OF CONTENTS

#### 1. Notification by Scottish Power plc, dated April 19, 2007, of Scheme of arrangement

*NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, IN OR INTO OR FROM AU*

#### **SCOTTISH POWER PLC - SANCTION OF THE SCHEME OF ARRANGEMENT BY THE COURT OF SESSION, EDINBURGH, DIVIDEND PAYMENT DATE**

##### **Sanction of the Scheme of Arrangement**

The Board of Scottish Power plc ("**ScottishPower**") announces that the Court of Session, Edinburgh, has approved the reorganisation of capital comprised within the Scheme of Arrangement (the "**Scheme**") of ScottishPower S.A. ("**Iberdrola**") for ScottishPower. The Scheme and its implementation were approved by ScottishPower on 19 April 2007 at the Court Meeting and the ScottishPower EGM. Following such sanction by the Court, option shares have been exercised and such shares have been issued or transferred today.

To effect the reorganisation of capital comprised within the Scheme and the elections under the Scheme, Note Alternative, the ordinary shares held by the Scheme Shareholders will be reclassified into A Shares of 42/2,907 pence each and A3 Shares of 42/2,907 pence each (the "**Share Reclassification**") and cancelled and New ScottishPower Shares reissued to Iberdrola (the "**Share Capital Reduction**"). The effect following a second hearing of the Court which is anticipated will be held on 23 April 2007. A certified copy of the Court Order sanctioning the Share Capital Reduction (the "**Court Order**") will be filed with the Registrar of Companies (which is expected to take place by 5.00 p.m. on 23 April 2007).

In order to ensure an orderly Share Reclassification and Capital Reduction, the register of the Scheme Shareholders will be closed with effect from tonight, 19 April 2007.

It is expected that the Financial Services Authority will cancel the listing of ScottishPower's ordinary shares with effect from commencement of business on 24 April 2007, and the London Stock Exchange will delist ScottishPower's ordinary shares at 7.30 a.m. on 20 April 2007. It is also expected that the New York Stock Exchange will delist ScottishPower's ADSs effective from 4.00 p.m. in New York on 23 April 2007.

## Edgar Filing: SCOTTISH POWER PLC - Form 6-K

The Offer remains conditional upon the confirmation of the Share Capital Reduction comprised certified copy of the Court Order and the minute of the Capital Reduction being delivered to, Companies (which is expected to take place by 5.00 p.m. on 23 April 2007).

### Payment of Special Dividend

ScottishPower's Special Dividend of 12 pence per ScottishPower Share (\$0.9659 per ScottishPower £1:US\$2.01231)) will be paid on 27 April 2007 to those ScottishPower Shareholders who are on S 9.00 a.m. (London time) on the day after the Court sanctions the Scheme, expected to be 20 April are on the register of ADS Holders maintained by ScottishPower's ADS Depositary at 4.00 p.m. becomes effective, expected to be 23 April 2007, will receive the Special Dividend.

Expressions used in this announcement have the same meaning as in the Scheme Document to Scottish 2007.

### For further information:

Scottish Power plc:  
Investor Relations: Peter Durman +44 (0) 141 63  
Media Relations: Colin McSeveny +44 (0) 141 63  
  
Cardew Group. (PR adviser to Scottish Power plc):  
Anthony Cardew +44 (0) 20 793  
Rupert Pittman +44 (0) 20 793

END

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

/s/ Scottish Power plc

(Registrant)

Date: April 19, 2007

By: /s/ Mrs Sheelagh Duffield

Mrs Sheelagh Duffield  
Company Secretary