

SCOTTISH POWER PLC  
Form 6-K  
February 16, 2007

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**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

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**FORM 6-K**

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

For the month of February

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**SCOTTISH POWER PLC**

(Translation of Registrant's Name Into English)

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**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  Form 40-F

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(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-\_\_\_\_\_ .)

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FORM 6-K: TABLE OF CONTENTS

I. Notification by Scottish Power plc, dated February 16, 2007, of Rule 8.1 - Scottish Power PLC

FORM 8.1

**DEALINGS BY OFFERORS, OFFEREE COMPANIES OR THEIR ASSOCIATES  
FOR THEMSELVES OR FOR DISCRETIONARY CLIENTS  
(Rules 8.1(a) and (b) (i) of the Takeover Code)**

1. **KEY INFORMATION**

<b>Name of person dealing (Note 1)</b>	See attached schedule
<b>Company dealt in</b>	Scottish Power plc
<b>Class of relevant security to which the dealings being disclosed relate (Note 2)</b>	Ordinary Shares of 42p
<b>Date of dealing</b>	See attached schedule

2. **INTERESTS, SHORT POSITIONS AND RIGHTS TO SUBSCRIBE**

(a) **Interests and short positions (following dealing) in the class of relevant security dealt in (Note 3)**

	<b>Long</b>		<b>Short</b>	
	<b>Number</b>	<b>(%)</b>	<b>Number</b>	<b>(%)</b>
(1) <b>Relevant securities</b>	N/A	N/A	N/A	N/A
(2) <b>Derivatives (other than options)</b>	N/A	N/A	N/A	N/A
(3) <b>Options and agreements to purchase/sell</b>	N/A	N/A	N/A	N/A
<b>Total</b>	See attached schedule		See attached sche	

(b) **Interests and short positions in relevant securities of the company, other than the class dealt in (Note 3)**

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Class of relevant security:	Long		Short	
	Number	(%)	Number	(%)
(1) Relevant securities	N/A	N/A	N/A	N/A
(2) Derivatives (other than options)	N/A	N/A	N/A	N/A
(3) Options and agreements to purchase/sell	N/A	N/A	N/A	N/A
<b>Total</b>	N/A	N/A	N/A	N/A

(c) Rights to subscribe (Note 3)

Class of relevant security:	Details
Ordinary Shares of 42p each	See attached schedule

3. DEALINGS (Note 4)

(a) Purchases and sales

Purchase/sale	Number of securities	Price per unit (Note 4)
See attached schedule	See attached schedule	See attached schedule

(b) Derivatives transactions (other than options)

Product name, e.g. CFD	Long/short (Note 6)	Number of securities (Note 7)	Price per unit
N/A	N/A	N/A	N/A

(c) Options transactions in respect of existing securities

(i) Writing, selling, purchasing or varying

Product name, e.g. call option	Writing, selling, purchasing, varying etc.	Number of securities to which the option relates (Note 7)	Exercise price	Type, e.g. American, European etc.	Expiry date
N/A	N/A	N/A	N/A	N/A	N/A

(ii) Exercising

Product name, e.g. call option	Number of securities	Exercise price per unit
N/A	N/A	N/A

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(d) Other dealings (including new securities) (Note 4)

Nature of transaction (Note 8)	Details	Price per unit (if a
N/A	N/A	N/A

4. OTHER INFORMATION

Agreements, arrangements or understandings relating to options or derivatives

Full details of any agreement, arrangement or understanding between the person disclosing and any to the voting rights of any relevant securities under any option referred to on this form or rela rights or future acquisition or disposal of any relevant securities to which any derivative refererenced. If none, this should be stated.

None

Is a Supplemental Form 8 attached? (Note 9)	NO
Date of disclosure	16 February 2007
Contact name	Rhona Gregg
Telephone number	0141 566 4733
Name of offeree/offeror with which associated	Scottish Power plc
Specify category and nature of associate status (Note 10)	Category 3 - subsidiary director Power Group

Notes

The Notes on Form 8.1 can be viewed on the Takeover Panel's website at [www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk)

Schedule

ScottishPower Employee Share Ownership Plan

Scottish Power plc ("the Company") announces that on 12 February 2007, the following subsidiary directors, purchased Partnership Shares and were awarded Matching Shares under the Inland Revenue approved ScottishPower Employee Share Ownership Plan (ESOP). The Shares were purchased/allocated at £7.70 per share under the terms of the ESOP. As a result of these awards, the Company was notified yesterday, that the individual interests in the ordinary share capital of Scottish Power plc have increased as shown below.

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	Partnership Shares Ordinary Shares of 42p	Matching Shares Ordinary Shares of 42p	Total Interest 42p each follow *
Keith Anderson	16	6	11,941
Robert Benns	11	6	3,990
Andrew Bird	16	6	3,890
Peter Brown	16	6	6,074
Heather Chalmers	16	6	6,289
Adrian Coats	16	6	9,399
Sandy Duckett	16	6	4,413
Hugh Finlay	16	6	10,925
John Heasley	16	6	7,070
David Hill	16	6	5,691
Dylan Hughes	6	6	7,118
Guy Jefferson	6	6	8,199
Stuart MacDonald	16	6	7,228
Jim McGowan	16	6	6,942
David Morrison	16	6	7,225
Roger Seshan	6	6	1,921
James Sutherland	16	6	9,537
David Wark	16	6	10,230
Julie Welsh	9	6	967
Stewart Wood	16	6	11,932

\*All less than 1% of the issued share capital

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: February 16, 2007

By: /s/ Mrs Sheelagh Duffield

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Mrs Sheelagh Duffield  
Company Secretary