

SCOTTISH POWER PLC
Form 6-K
February 28, 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 February

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 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-_____ .)

FORM 6-K: TABLE OF CONTENTS

I. Notification by Scottish Power plc, dated February 28, 2007, of Rule 8.1 - Scottish Power

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

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

| | Long | | |
|---------------------------------------------|-----------------------|-----|--------|
| | Number | (%) | Number |
| (1) Relevant securities | N/A | N/A | N/A |
| (2) Derivatives (other than options) | N/A | N/A | N/A |
| (3) Options and agreements to purchase/sell | N/A | N/A | N/A |
| Total | See attached schedule | | See at |

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

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| Class of relevant security: | Long | | |
|---------------------------------------------|--------|-----|-----|
| | Number | (%) | Num |
| (1) Relevant securities | N/A | N/A | N/A |
| (2) Derivatives (other than options) | N/A | N/A | N/A |
| (3) Options and agreements to purchase/sell | N/A | N/A | N/A |
| Total | 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 |
|-----------------------|-----------------------|------------|
| See attached schedule | See attached schedule | See attach |

(b) Derivatives transactions (other than options)

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

(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 Exercise which the option relates price (Note 7) | Exercise price | Type, e.g. American, European etc. |
|--------------------------------|--------------------------------------------|--------------------------------------------------------------------------|----------------|------------------------------------|
| N/A | N/A | N/A | N/A | N/A |

(ii) Exercising

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

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

| Nature of transaction (Note 8) | Details | Price per |
|--------------------------------|---------|-----------|
| N/A | N/A | N/A |

4. OTHER INFORMATION

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Agreements, arrangements or understandings relating to options or derivatives

Full details of any agreement, arrangement or understanding between the person disclosing and any voting rights of any relevant securities under any option referred to on this form or relating to acquisition or disposal of any relevant securities to which any derivative referred to on this form should be stated.

None

Is a Supplemental Form 8 attached? (Note 9) NO

Date of disclosure 28 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 of Group

Notes

The Notes on Form 8.1 can be viewed on the Takeover Panel's website at www.thetakeoverpanel.org.uk

Schedule

Scottish Power plc ("the Company") announces that on 28 February 2007, subsidiary director, Stewart Wood of 42p at GBP7.65125 per share. An executive share option over 18,139 shares granted on 10 May 2006 was exercised on the same day; resultant shares sold at GBP7.705 per share. The balance of shares held by subsidiary director, Stewart Wood is now 6,238.*

*Less than 1% of the issued share capital

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)

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Date: February 28, 2007

By: /s/ Mrs Sheelagh Duffield

Mrs Sheelagh Duffield
Company Secretary