

SCOTTISH POWER PLC
Form 6-K
November 15, 2006

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 November 2006

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 November 15, 2006, 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

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** (Note 3)

Long

Sh

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	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
Total	See attached schedule		See attached schedule	

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

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
Total	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)

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(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,	Long/short (Note 6)	Number of securities (Note 7)	Price per unit (Note 4)
e.g. CFD			
N/A	N/A	N/A	N/A

(c) Options transactions in respect of existing securities

(i) Writing, selling, purchasing or varying

Product name,	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
e.g. call option					
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 (Note 4)
N/A	N/A	N/A

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

Nature of transaction (Note 8)	Details	Price per unit (if applicable) (Note 4)
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 to the voting rights of any relevant securities under any option referred to on this form or related rights or future acquisition or disposal of any relevant securities to which any derivative referred to is referenced. If none, this should be stated.

None

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

Date of disclosure 15 November 2006
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 directors of the Power Group

Notes

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

Schedule

ScottishPower Employee Share Ownership Plan

Scottish Power plc ("the Company") announces that on 13 November 2006, 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 GBP7.41 per share under the terms of the ESOP. As a result of these awards, the Company was notified today, that the individual interests in the ordinary share capital of Scottish Power plc have increased as shown below.

	Partnership Shares Shares of 42p	Ordinary Shares of 42p	Matching Shares Shares of 42p	Ordinary Shares of 42p	Total Interest 42p each follow *
Adrian Coats	17		6		9,275
Stuart MacDonald	17		6		7,104
David Morrison	17		6		7,101
David Hill	17		6		5,624

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Keith Anderson	17	6	11,818
David Wark	17	6	10,106
Stewart Wood	17	6	11,808
Dylan Hughes	6	6	7,039
John Heasley	17	6	6,975
Hugh Finlay	17	6	10,801
Heather Chalmers	17	6	6,222
Sandy Begbie	17	6	9,362
Dave Fort	17	6	6,387
Peter Brown	17	6	5,950
Sandy Duckett	17	6	5,443
Guy Jefferson	7	6	8,115
James Sutherland	17	6	9,413
Robert Benns	11	6	3,940
Andrew Bird	17	6	3,766
Jim McGowan	17	6	6,875
Roger Seshan	6	6	1,883
Julie Welsh	10	6	922

*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: November 15, 2006

By: /s/ Mrs Sheelagh Duffield

Mrs Sheelagh Duffield
Company Secretary