

LAW OFFICES OF  
**ANDERSON, BYRD, RICHESON,  
FLAHERTY & HENRICHS**  
*A Limited Liability Partnership*

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OTTAWA, KANSAS 66067  
(785) 242-1234, *Telephone*  
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JOHN L. RICHESON  
JAMES G. FLAHERTY  
DEE A. HENRICHS

*OF COUNSEL:*  
RICHARD C. BYRD

R. SCOTT RYBURN  
DANIEL D. COVINGTON

ROBERT A. ANDERSON  
(1920 - 1994)

April 1, 2002

Mr. Jeffrey S. Wagaman  
Executive Director  
Kansas Corporation Commission  
1500 S. W. Arrowhead Road  
Topeka, Kansas 66604-4027

STATE CORPORATION COMMISSION

APR 02 2002

*Jeffrey S. Wagaman* Docket  
Room

Re: Aquila, Inc., formerly UtiliCorp United Inc.  
Docket No. 02-UTCG-701-GIG

Dear Mr. Wagaman:

Pursuant to the Order issued in the above captioned matter on March 11, 2002, enclosed is a copy of all documents filed with the SEC on behalf of Aquila, Inc., formerly UtiliCorp United Inc.

Sincerely,



James G. Flaherty  
[jflaherty@abrflh.com](mailto:jflaherty@abrflh.com)

JGF:rr  
Enclosure

<Page>

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D/A  
Under the Securities Exchange Act of 1934  
(Amendment No. 25)

Quanta Services, Inc.  
-----  
(Name of Issuer)

STATE CORPORATION COMMISSION

Common Stock, \$0.00001 par value  
-----  
(Title of Class of Securities)

APR 02 2002

74762E102  
-----

(CUSIP Number)

*Jeffrey S. Wagoner* Docket  
Room

Leslie J. Parrette, Jr., Senior Vice President, General Counsel and  
-----  
Corporate Secretary

Aquila, Inc. (formerly, UtiliCorp United Inc.)  
-----

20 West Ninth Street, Kansas City, Missouri 64105 (816) 421-6600  
-----

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

March 26, 2002  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f), or 13d-1(g), check the following box. / /

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Section 240.13d-7(b) for other parties to whom copies are to be sent.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<Page>

CUSIP No. 74762E102  
-----

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

Aquila, Inc. (formerly, UtiliCorp United Inc.) #440541877  
-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)  
(b) X

3 SEC USE ONLY

4 SOURCE OF FUNDS (See Instructions)

WC, BK

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OR ORGANIZATION

Delaware

NUMBER OF SHARES  
BENEFICIALLY OWNED  
BY EACH REPORTING  
PERSON WITH

7 SOLE VOTING POWER

29,243,179

8 SHARED VOTING POWER  
None\*

9 SOLE DISPOSITIVE POWER  
29,243,179

10 SHARED DISPOSITIVE POWER  
None

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
29,243,179

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Instructions)  
X

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
38.06%\*\*

14 TYPE OF REPORTING PERSON (See Instructions)  
CO

\* This representation is qualified by the fact that, as described in Item 4 of the Schedule 13D, Aquila has the ability to vote or direct the vote of the shares subject to the Stockholder's Voting Agreements only in two limited, tax-related circumstances. Aquila expressly disclaims beneficial ownership to any shares of Common Stock that are subject to the Stockholder's Voting Agreements.

\*\* The percentage reflected in row 13 above is obtained by using 76,829,934 shares as the denominator (in accordance with Rule 13d-3(d)(1)(i)(B)). This denominator includes: (a) 59,605,129 shares of Issuer's issued and outstanding Common Stock (as indicated in Issuer's Form 10-Q filed on November 14, 2001), and (b) 17,224,805 shares of Common Stock into which Issuer's Convertible Preferred Stock held by Aquila is convertible.

&lt;Page&gt;

Also note that the percentage of Common Stock owned by Aquila on a partially diluted basis is approximately 36.04%. This percentage is obtained by using 81,145,385 shares as the denominator, which includes (a) the 76,829,934 shares discussed in the previous paragraph, (b) 1,152,055 shares of Limited Vote Common Stock (as indicated in Issuer's Form 10-Q filed on November 14, 2001), and (c) 3,163,396 shares of Common Stock into which the Issuer's Convertible Subordinated Notes can be converted. Aquila's ownership can be further diluted by (x) other classes of Issuer's securities that can be converted into Common Stock and (y) shares of Common Stock issuable under Issuer's Stock Option Plan.

&lt;Page&gt;

AMENDMENT NO. 25 TO  
STATEMENT ON SCHEDULE 13D

INTRODUCTION

All information herein with respect to Aquila, Inc. (formerly known as UtiliCorp United Inc.), a Delaware corporation ("Aquila"), and the common stock, par value \$0.00001 per share (the "Common Stock"), of Quanta Services, Inc., a Delaware corporation ("Issuer" or "Quanta"), is correct to the best knowledge and belief of Aquila. The Schedule 13D originally filed on October 4, 1999 on behalf of Aquila and twenty-three amendments thereto filed on October 8, 1999, October 14, 1999, October 20, 1999, October 26, 1999, November 9, 1999, January 13, 2000, April 27, 2000, May 25, 2000, June 20, 2000, July 17, 2000, May 23, 2001, October 1, 2001, October 4, 2001, October 11, 2001, October 19, 2001, October 30, 2001, November 13, 2001, November 28, 2001, February 8, 2002, February 25, 2002, March 7, 2002, March 12, 2002 and March 21, 2002 respectively, on behalf of Aquila are incorporated by reference and amended as follows.

ITEM 4. PURPOSE OF TRANSACTION.

On March 12, 2002 and March 21, 2002, Aquila filed Amendments 23 and 24 to Schedule 13D, respectively (the "Amendments"). Due to a filing error, the second page of each Amendment, which contains the information required by the Instructions to Schedule 13D, was inadvertently omitted. Exhibit 99.1 attached hereto contains the missing page to each of the Amendments. Such page does not reflect any changes to the information previously provided in Amendment 22.

&lt;Page&gt;

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS.  
Cover Page for Amendments 23 and 24 to Schedule 13D.

&lt;Page&gt;

SIGNATURE

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned hereby certifies that the information set forth in this statement is true, complete and correct.

Dated: March 26, 2002

Aquila, Inc.

By: /s/ Leslie J. Parrette, Jr.  
Name: Leslie J. Parrette, Jr.  
Title: Senior Vice President,  
General Counsel and Corporate  
Secretary

CUSIP No. 74762E102

-----

1 NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (entities only)

Aquila, Inc. (formerly, UtiliCorp United Inc.) #440541877

-----

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)  
(b)

-----

3 SEC USE ONLY

-----

4 SOURCE OF FUNDS (See Instructions)

WC, BK

-----

5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEMS 2(d) or 2(e)

-----

6 CITIZENSHIP OR PLACE OR ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER
		29,243,179
	8	SHARED VOTING POWER
		None*
	9	SOLE DISPOSITIVE POWER
		29,243,179
	10	SHARED DISPOSITIVE POWER
		None

-----

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

29,243,179

-----

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Instructions)

-----

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

38.06%\*\*

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14 TYPE OF REPORTING PERSON (See Instructions)

CO

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\* This representation is qualified by the fact that, as described in Item 4 of the Schedule 13D, Aquila has the ability to vote or direct the vote of the shares subject to the Stockholder's Voting Agreements only in two limited, tax-related circumstances. Aquila expressly disclaims beneficial ownership to any shares of Common Stock that are subject to the Stockholder's Voting Agreements.

\*\* The percentage reflected in row 13 above is obtained by using 76,829,934 shares as the denominator (in accordance with Rule 13d-3(d)(1)(i)(B)). This denominator includes: (a) 59,605,129 shares of Issuer's issued and outstanding Common Stock (as indicated in Issuer's Form 10-Q filed on November 14, 2001), and (b) 17,224,805 shares of Common Stock into which Issuer's Convertible Preferred Stock held by Aquila is convertible.

Also note that the percentage of Common Stock owned by Aquila on a partially diluted basis is approximately 36.04%. This percentage is obtained by using 81,145,385 shares as the denominator, which includes (a) the 76,829,934 shares discussed in the previous paragraph, (b) 1,152,055 shares of Limited Vote Common Stock (as indicated in Issuer's Form 10-Q filed on November 14, 2001), and (c) 3,163,396 shares of Common Stock into which the Issuer's Convertible Subordinated Notes can be converted. Aquila's ownership can be further diluted by (x) other classes of Issuer's securities that can be converted into Common Stock and (y) shares of Common Stock issuable under Issuer's Stock Option Plan.

QuickLinks -- Click here to rapidly navigate through this document

FILE NO. 70-10001

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

STATE CORPORATION COMMISSION

APR 02 2002

PRE-EFFECTIVE AMENDMENT NO. 1 TO  
APPLICATION--DECLARATION

*Jeffrey S. Wagoner* Docket  
Room

UNDER SECTION 3(b) AND  
RULE 10 OF THE PUBLIC UTILITY HOLDING COMPANY ACT OF 1935

AQUILA, INC.  
(FORMERLY UTILICORP UNITED INC.)

20 West Ninth Street  
Kansas City, MO 64105  
(Name of the company filing this application and  
address of its principal executive office)

Leslie J. Parrette, Jr.  
Senior Vice-President, General Counsel and Secretary  
Aquila, Inc.  
20 West Ninth Street  
Kansas City, MO 64105  
(Name and address of agent for service)

Please also submit copies of all correspondence to:

M. Douglas Dunn, Esq.  
Milbank, Tweed, Hadley & McCloy LLP  
One Chase Manhattan Plaza  
New York, NY 10005

Orlan M. Johnson, Esq.  
Milbank, Tweed, Hadley & McCloy LLP  
International Square Building  
1825 Eye Street, N.W.  
Washington, D.C. 20006

This Pre-effective Amendment No. 1 restates the Form U-1  
Application-Declaration in its entirety.

ITEM 1. DESCRIPTION OF PROPOSED TRANSACTION

Applicant Aquila, Inc., a Delaware corporation and formerly UtiliCorp

United Inc. ("Aquila"), hereby applies under Section 3(b) of the Public Utility Holding Company Act of 1935, as amended ("1935 Act"), for an order granting a Section 3(b) exemption to its subsidiaries Aquila Sterling Ltd. ("AS Ltd."), Avon Energy Partners Holdings ("Avon"), and Midlands Electricity plc ("Midlands"), all companies organized under the laws of the countries located in the United Kingdom ("UK") and operating solely in the UK.

Pursuant to a Purchase and Sale Agreement, Aquila, through its participation with FirstEnergy Corp. ("FirstEnergy") in a United States joint venture entity Aquila Sterling Holdings LLC ("ASH"), and ASH's UK subsidiary AS Ltd., will acquire a 79.9% economic interest and a 50% voting interest in Avon. FirstEnergy will retain a 20.1% economic interest and a 50% voting interest in Avon. Avon currently owns 100% of and operates Midlands, a foreign utility company under Section 33 of the 1935 Act. The notification of Midlands' foreign utility company status was filed on Form U-57 on May 17, 1996.

Midlands is one of twelve regional electricity companies in the UK that came into existence as a result of the privatization of the UK electricity industry in 1990. Midlands' primary business is the regulated distribution of electricity to approximately 2.3 million industrial, commercial, and residential customers across its service territory in south-central England. Midlands' service territory has an estimated population of five million residents. Although historically industrial, the area's economy is now less dominated by heavy manufacturing and has seen increased growth in the commercial sector. Midlands is the only distributor of electricity in its service territory.

#### APPLICANT'S STATEMENTS IN SUPPORT OF APPLICATION

In support hereof, the Applicant states:

(1) Aquila is a publicly held corporation organized under Delaware law with its principal offices located at 20 West Ninth Street, Kansas City, Missouri 64105. Aquila engages directly and indirectly in the sale and distribution of gas and electricity to retail and wholesale customers. Neither Aquila nor any corporation owned or controlled by Aquila is a "holding company" or a "subsidiary company" of a holding company, as defined in the 1935 Act.

(2) AS Ltd., Avon, and Midlands are companies organized under the laws of countries located in the UK and will not engage in any business other than the acquisition of UK public utility companies, the supervision of Aquila's investments in the UK, and the participation in the management and operations of UK public utility companies. AS Ltd., Avon, and Midlands derive no income from United States operations, are not qualified to do business in any state of the United States, and are not public utility companies operating in the United States. AS Ltd., Avon, and Midlands have no plans to derive any income from United States operations, nor from operations of any company qualified to do business in any state of the United States or any public utility company operating in the United States.

(3) Section 3(b) of the 1935 Act provides an exemption for any subsidiary company of a holding company from provisions of the 1935 Act applicable to such subsidiary companies, "if such subsidiary company derives no material part of its income, directly or indirectly, from sources within the United States, and neither it nor any of its subsidiary companies is a public utility company operating in the United States," provided that the Commission finds that the application of the 1935 Act to such subsidiary company is "not necessary in the public interest or for the protection of investors."



(4) Since the operations of AS Ltd. and its subsidiary companies are and will be exclusively outside the United States, its sales and revenues, and the regulation thereof, have little or no effect on the rates and business of Aquila's electric sales and generation within the United States. Aquila's domestic utility customers will not be put at risk of any adverse financial effects resulting from the operations of AS Ltd. or its subsidiaries, nor will the ability of the various State commissions to protect the interests of consumers in their respective States be adversely affected. Aquila's domestic utility operations are, and will continue to be, fully separated from Aquila's foreign operations. Moreover, since Aquila is a publicly traded company subject to the continuous disclosure requirements of the Securities Exchange Act of 1934, as amended, regulation under the federal securities laws offers significant additional protections for the interest of investors. Hence, current or future regulation of AS Ltd. as a subsidiary of a holding company is not necessary for either the public interest or for the protection of investors.

(5) Aquila will maintain separate books of account for any of its subsidiaries that may control any of these companies and will commit to provide access to those books and records to each state commission with retail rate jurisdiction to the extent required under state law.

(6) If AS Ltd. is exempt without qualification under Section 3(b) of the 1935 Act, then Aquila and its intermediate entities would be entitled to the exemption provided for by Rule 10 of the 1935 Act.

(7) In addition, if AS Ltd. is exempt under Section 3(b) of the 1935 Act, then Aquila and its intermediate entities would be entitled under Rule 11(b)(1) to an exemption from Section 9(a)(2) of the Act.

(8) The Applicant hereby consents to file an annual report on Form U-33-S.

ITEM 2. FEES, COMMISSIONS, AND EXPENSES.

An estimate of the fees and expenses to be paid or incurred by the Applicant in connection with the proposed transaction is set forth below:

Counsel Feesto be filed by amendment

Total to be filed by amendment

ITEM 3. APPLICABLE STATUTORY PROVISIONS

Sections 3(b), 9(a)(2) and 10(a)(1) and Rules 10 and 11(b)(1) of the 1935 Act are or may be applicable to the proposed transaction described herein. To the extent any other sections of the 1935 Act may be applicable to the proposed transaction, the Applicant hereby requests appropriate orders thereunder.

ITEM 4. REGULATORY APPROVAL

The Missouri Public Service Commission has authorization over the acquisition of the shares of Avon. No other regulatory approval other than that

of the Commission under Section 3(b) is required.

ITEM 5. PROCEDURE

It is requested that the Commission issue and publish no later than April 26, 2002 the requisite notice under Rule 23 with respect to the filing of this Application-Declaration, such notice to specify a date not later than April 30, 2002 as the date after which an order granting and permitting this Application-Declaration to become effective may be entered by the Commission and that the

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Commission enter not later than April 30, 2002 an appropriate order granting and permitting this Application-Declaration to become effective.

The Applicant hereby waives a hearing with respect to this Application-Declaration and requests that there be no 30-day waiting period between the issuance of the Commission's order and the date on which it is to become effective. The Applicant hereby waives a recommended decision by a hearing officer or other responsible officer of the Commission and hereby consents that the Division of Investment Management may assist in the preparation of the Commission's decision and/or order.

ITEM 6. EXHIBITS

The following exhibits are hereby filed as a part of this Application-Declaration:

EXHIBIT 1 Form of Notice

EXHIBIT 2 Opinion of Counsel

EXHIBIT 3-1Order of Missouri Public Service Commission

ITEM 7. INFORMATION AS TO ENVIRONMENTAL EFFECTS

The proposed transaction does not involve major federal action having a significant effect on the environment and to the best of the Applicant's knowledge, no federal agency has prepared or is preparing an environmental impact statement with respect to the proposed transaction.

It is requested that copies of all orders, notices and communications with respect to the above application be served as follows:

Leslie J. Parrette, Jr., Esq.  
Senior Vice-President, General Counsel and Secretary  
Aquila, Inc.  
20 West Ninth Street  
Kansas City, MO 64105

M. Douglas Dunn, Esq.  
Milbank, Tweed, Hadley & McCloy LLP  
One Chase Manhattan Plaza  
New York, NY 10005

Orlan M. Johnson, Esq.  
Milbank, Tweed, Hadley & McCloy LLP  
1825 Eye Street, N.W.  
Washington, D.C. 20006

WHEREFORE, Applicant respectfully requests that the Commission issue an order herein determining that upon completion of the acquisition that (i) AS Ltd., Avon, and Midlands are entitled to the exemption without qualification provided for by Section 3(b) of the 1935 Act, and (ii) Aquila and its intermediate entities are entitled to the exemption provided by Rules 10 and 11(b)(1) of the 1935 Act.

4

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Dated: March 25, 2002

Respectfully submitted,

AQUILA, INC.

By: /s/

LESLIE J. PARRETTE

-----  
Leslie J. Parrette, Jr., Esq.  
Senior Vice-President, General Counsel and Secretary

5

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INDEX OF EXHIBITS

EXHIBIT NUMBER	EXHIBIT	TRANSMISSION METHOD
1	Proposed Notice of Proceeding	Electronic
2	Opinion of Counsel	Electronic
3	Order of Missouri Public Service Commission	By amendment (SE)

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ITEM 1. DESCRIPTION OF PROPOSED TRANSACTION  
ITEM 3. APPLICABLE STATUTORY PROVISIONS  
ITEM 4. REGULATORY APPROVAL  
ITEM 5. PROCEDURE  
ITEM 6. EXHIBITS  
ITEM 7. INFORMATION AS TO ENVIRONMENTAL EFFECTS  
INDEX OF EXHIBITS

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EXHIBIT 1

[FORM OF NOTICE]

Notice is hereby given that Aquila, Inc., a Delaware corporation, ("Aquila") has filed an application for an exemption under Section 3(b) of the Public Utility Holding Company Act of 1935, as amended (the "1935 Act") on behalf of its subsidiaries Aquila Sterling Ltd. ("AS Ltd."), and Avon Energy Partners Holdings ("Avon") and Midlands Electricity plc ("Midlands"), all companies organized under the laws of the countries located in the United Kingdom ("UK") and operating solely in the UK.

Aquila asserts that, by virtue of the order declaring that AS Ltd., Avon, and Midlands are entitled to the exemption provided by Section 3(b) of the 1935 Act, Aquila and its intermediate subsidiaries would become exempt from all obligations as a holding company under Rule 10 promulgated by the Commission under the 1935 Act and exempt from Section 9(a)(2) of the 1935 Act pursuant to Rule 11(b)(1) promulgated thereunder. All interested persons are referred to in the application, which is summarized below, for a complete statement of the facts.

Pursuant to a Purchase and Sale Agreement, Aquila, through its participation with FirstEnergy Corp. in a United States joint venture entity, Aquila Sterling Holdings LLC ("ASH"), and ASH's UK subsidiary AS Ltd., will acquire a 79.9% economic interest and a 50% voting interest in Avon. Avon currently owns 100% of and operates Midlands, a foreign utility company under section 33 of the 1935 Act. The notification of Midlands' foreign utility company status was filed on Form U-57 on May 17, 1996.

Midlands is one of twelve regional electricity companies in the UK that came into existence as a result of the privatization of the UK electricity industry in 1990. Midlands' primary business is the regulated distribution of electricity to approximately 2.3 million industrial, commercial, and residential customers across its service territory in south-central England. Midlands' service territory has an estimated population of five million residents. Although historically industrial, the area's economy is now less dominated by heavy manufacturing and has seen increased growth in the commercial sector. Midlands is the only distributor of electricity in its service territory.

Neither Aquila nor any corporation owned or controlled by Aquila is a "holding company" subject to regulation under the 1935 Act or a "subsidiary company" of a holding company subject to regulation under the 1935 Act.

AS Ltd., Avon, and Midlands are not public utility companies operating in the United States and do not serve any customers in the United States. Aquila states that AS Ltd., Avon, and Midlands are UK corporations and will not engage in any business other than the acquisition of the UK public utility companies, the supervision of Aquila's investments in the UK, and the participation in the management and operations of UK public utility companies. AS Ltd., Avon, and Midlands derive no income from United States operations, are not qualified to do business in any state of the United States, and are not public utility companies operating in the United States.

Aquila asserts that, since the operations of AS Ltd. are and will be exclusively in the UK, its sales and revenues, and the regulation thereof, have little or no effect on the rates and business of electric sales and generation within the United States.

Aquila asserts that AS Ltd. is entitled to the exemption without qualification provided for by Section 3(b) of the 1935 Act, and accordingly, that Aquila is entitled to the exemption from all obligations as a holding company provided for by Rule 10(a)(1) of the 1935 Act.

In addition, if AS Ltd. is exempt without qualification under Section 3(b) of the 1935 Act, then Aquila would be entitled under Rule 11(b)(1) to an exemption from Section 9(a)(2) of the 1935 Act.

Notice is further given that any interested person may, not later than April 26, 2002, request in writing that a hearing be held in respect of the request for exemption, relating to the nature of his interest and the reasons for each request, and the issues of fact or law which he decides to controvert; or he may request that he be notified should the Commission order a hearing herein. Any such request should be addressed: Secretary, Securities and Exchange Commission, Washington, DC 20549. At any time after said date, the Commission may grant the exemption requested, or take such other action as it deems appropriate.

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QuickLinks  
EXHIBIT 1 [FORM OF NOTICE]

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EXHIBIT 2  
File 70-10001

Milbank, Tweed, Hadley & McCloy LLP  
1 Chase Manhattan Plaza  
New York, NY 10005  
March 25, 2002

Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Re: Form U-1 Application

Ladies and Gentlemen:

We refer to the Form U-1 Application (the "Application") filed by Aquila, Inc. ("Aquila"), a Delaware corporation. Capitalized terms and parties not defined herein shall have the meanings ascribed to such terms and parties in the Application.

In the Application, Aquila applies under Section 3(b) of the Public Utility Holding Company Act of 1935, as amended ("1935 Act"), and Rule 10 thereunder for an order from the Securities and Exchange Commission ("SEC") to exempt its subsidiaries Aquila Sterling Ltd. ("AS Ltd."), Avon Energy Partners Holdings ("Avon") and Midlands Electricity plc ("Midlands"), all companies organized under the laws of countries located in the United Kingdom ("UK") and operating solely in the UK. Pursuant to a Purchase and Sale Agreement, Aquila, through its participation with FirstEnergy Corp. in a United States joint venture entity, Aquila Sterling Holdings LLC ("ASH"), and ASH's UK subsidiary AS Ltd., will acquire a 79.9% economic interest and a 50% voting interest in Avon. We have acted as counsel for Aquila in connection with this Application and, as such counsel, we are familiar with the corporate proceedings taken and to be taken by Aquila and its subsidiaries as described in the Application.

We have examined originals, or copies certified to our satisfaction, of such corporate records of Aquila, certificates of public officials, certificates of officers and representatives of Aquila and other documents as we have deemed it necessary to require as a basis for the opinions hereinafter expressed. In our examination, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals and the conformity with authentic original documents of all documents submitted to us as copies. When relevant facts were not independently established, we have relied upon statements of governmental officials and upon representations made by officers of Aquila and other appropriate persons, and statements contained in the Application.

The opinions expressed below in respect of the transactions described in the Application ("Transactions") are subject to the following assumptions or conditions:

- a.  
The Transactions shall have been duly authorized and approved to the extent required by federal and state law and by the Board of Directors of Aquila;
- b.

The SEC shall have duly entered an appropriate order or orders granting the Application and permitting the Application to become effective with respect to the Transactions;

c.

The Transactions shall have been accomplished in accordance with all approvals, authorizations, consents, certificates and orders of any applicable state commission or regulatory authority required for the consummation of the Transactions, and all such required approvals, authorizations, consents, certificates and orders shall have been obtained and remain in effect; and

d.

No act or event other than as described herein shall have occurred subsequent to the date hereof which would change the opinions expressed above.

-----  
Based upon the foregoing, and having regard to legal considerations which we deem relevant, we are of the opinion that, in the event that the Transactions are completed in accordance with the Application, and subject to the assumptions and conditions set forth above:

1.

Aquila will be validly organized and duly existing under the laws of the State of Delaware.

2.

All state and federal laws applicable to the Transaction will have been complied with.

3.

Aquila will legally, directly or indirectly, acquire any securities that are part of the Transaction.

4.

The consummation of the Transaction will not violate the legal rights of the holders of any securities issued by Aquila.

We hereby consent to the use of this opinion as an exhibit to the Application. The opinions set forth herein are issued and expressed as of the date hereof. We do not assume or undertake any responsibility to advise you of changes in either fact or law which may come to our attention after the date hereof.

Very truly yours,

Milbank, Tweed, Hadley & McCloy LLP

MDD  
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QuickLinks

EXHIBIT 2 File 70-10001

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SCHEDULE 14A  
(Rule 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT  
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934

STATE CORPORATION COMMISSION

Filed by the Registrant

Filed by a Party other than the Registrant

APR 02 2002

Check the appropriate box:

Preliminary Proxy Statement

Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to Rule 14a-12.

*Peggy S. Wagoner* Docket Room

QUANTA SERVICES, INC.

-----  
(Name of Registrant as Specified In Its Charter)

AQUILA, INC. (formerly, UtiliCorp United Inc.)  
-----

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

-----  
(2) Aggregate number of securities to which transaction applies:

-----  
(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

-----  
(4) Proposed maximum aggregate value of transaction:

-----  
(5) Total fee paid:

-----  
 Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

Explanatory Note

Aquila, Inc. (formerly known as UtiliCorp United Inc.), a Delaware corporation ("Aquila"), is filing the materials contained in this Schedule 14A with the Securities and Exchange Commission (the "SEC") on March 25, 2002 with respect to the solicitation of proxies for electing nominees to the board of directors of Quanta Services, Inc. ("Quanta") at the 2002 annual meeting of stockholders of Quanta (the "Quanta Annual Meeting").

[AQUILA LOGO]

News Release

FOR IMMEDIATE RELEASE

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HEARING FOR PRELIMINARY INJUNCTION AGAINST QUANTA'S SECT  
SET FOR MAY 7, 2002

KANSAS CITY, MO, March 25, 2002 -- Aquila, Inc. (NYSE: ILA; formerly UtiliCorp United Inc.) announced today that, in response to Aquila's motion for an expedited hearing on its complaint seeking to prevent the implementation and operation of Quanta Services, Inc.'s (NYSE: PWR) recently-adopted Stock Employee Compensation Trust (SECT), the Delaware Chancery Court has agreed to hear Aquila's motion for a preliminary injunction against the SECT on Tuesday, May 7, 2002. If Aquila is successful in obtaining this preliminary injunction, then the eight million shares of Quanta common stock issued to the SECT will not be eligible to be voted at the 2002 Annual Meeting.

As previously announced, Aquila filed a lawsuit on March 21, 2002 against Quanta and certain Quanta directors. The lawsuit charges that Quanta's special board committee violated its fiduciary duties to stockholders when it adopted the SECT and that the SECT violates Delaware corporation law by purporting to give voting rights to shares of Quanta stock which are not really outstanding.

Aquila plans to file a proxy statement with the Securities and Exchange Commission relating to Aquila's solicitation of proxies from Quanta stockholders with respect to the Quanta Services, Inc. 2002 annual meeting of stockholders. AQUILA ADVISES SECURITY HOLDERS TO READ ITS PROXY STATEMENT WHEN IT BECOMES AVAILABLE, BECAUSE IT WILL CONTAIN IMPORTANT INFORMATION. Aquila's proxy statement and other relevant documents will be available free at [www.sec.gov](http://www.sec.gov).



You may also obtain a free copy of Aquila's proxy statement, when it becomes available, by writing to Investor Relations at Aquila, Inc., 20 West Ninth Street, Kansas City, Missouri 64105 or by contacting Morrow & Co., Inc. toll free, at 1-800-607-0088. DETAILED INFORMATION REGARDING THE NAMES, AFFILIATION AND INTERESTS OF INDIVIDUALS WHO MAY BE DEEMED PARTICIPANTS IN THE SOLICITATION OF PROXIES OF QUANTA'S STOCKHOLDERS IS AVAILABLE IN THE SOLICITING MATERIALS ON SCHEDULE 14A FILED BY AQUILA WITH THE SEC ON MARCH 12, 2002.

#### About Aquila

Based in Kansas City, Missouri, Aquila (formerly UtiliCorp United) is an international energy and risk management company. It is one of the largest wholesalers of electricity and natural gas in North America, provides wholesale energy services in the United Kingdom and has a presence in Germany and Scandinavia. It also operates electricity and natural gas distribution networks in seven states and in Canada, New Zealand and Australia. At December 31, 2001, Aquila had total assets of \$11.9 billion and 12-month sales of \$40.4 billion. More information is available at [www.aquila.com](http://www.aquila.com).

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#### IMPORTANT INFORMATION

Aquila plans to file a proxy statement with the SEC relating to Aquila's solicitation of proxies from the stockholders of Quanta with respect to the election of directors at the Quanta Annual Meeting. AQUILA ADVISES SECURITY HOLDERS TO READ ITS PROXY STATEMENT WHEN IT BECOMES AVAILABLE BECAUSE IT WILL CONTAIN IMPORTANT INFORMATION. Aquila's proxy statement and other relevant documents will be available for free at [www.sec.gov](http://www.sec.gov). You may also obtain a free copy of Aquila's proxy statement, when it becomes available, by writing to Aquila, Inc. at 20 West Ninth Street, Kansas City, Missouri 64105 or by contacting Morrow and Co., Inc. toll free at 1-800-607-0088.

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#### QuickLinks

Explanatory Note

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IMPORTANT INFORMATION