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Endesa, S.A.

2007 FINANCIAL STATEMENTS



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ENDESA, S.A.

AUDITORS' REPORT

FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2007
AND DIRECTORS' REPORT

190 endesa07 ANNUAL REPORT



Plaza Pablo Ruiz Picasso, 1 Torre Picasso 28020 Madrid España

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Translation of a report originally issued in Spanish based on our work performed in accordance with generally accepted auditing standards in Spain and of financial statements originally issued in Spanish and prepared in accordance with generally accepted accounting principles in Spain (see Note 21). In the event of a discrepancy, the Spanish-language version prevails.

AUDITORS' REPORT ON FINANCIAL STATEMENTS

To the Shareholders of Endesa, S.A:

- 1. We have audited the financial statements of Endesa, S.A. comprising the balance sheet at 31 December 2007 and the related income statement and notes to the financial statements for the year then ended. The preparation of these financial statements is the responsibility of the Company's directors. Our responsibility is to express an opinion on the financial statements taken as a whole based on our audit work performed in accordance with generally accepted auditing standards, which require examination, by means of selective tests, of the evidence supporting the financial statements and evaluation of their presentation, of the accounting policies applied and of the estimates made.
- 2. As required by Spanish corporate and commercial law, for comparison purposes the directors present, in addition to the 2007 figures for each item in the balance sheet, income statement and statement of changes in financial position, the figures for 2006. Our opinion refers only to the 2007 financial statements. On 30 March 2007, we issued our auditors' report on the 2006 financial statements, in which we expressed an unqualified opinion.
- 3. In accordance with current Spanish corporate and commercial law, the accompanying financial statements for 2007 are presented without taking into consideration accounting consolidation principles. Therefore, the accompanying financial statements of Endesa, S.A., which is basically a holding company, do not reflect the financial and equity variations that result from applying consolidation principles to the holdings in the related companies or to the transactions carried on by them, some of which are performed in the context of the Group's overall strategy. The consolidated financial statements for 2007 were prepared by the Group in accordance with International Financial Reporting Standards as adopted by the European Union (EU-IFRSs), on which we issued our auditors' report on 27 March 2008, in which we expressed an unqualified opinion. The balances of the main consolidated headings applying International Financial Reporting Standards are detailed in Note 7-c to the financial statements
- 4. In our opinion, the accompanying financial statements for 2007 present fairly, in all material respects, the net worth and financial position of Endesa, S.A. at 31 December 2007 and the results of its operations and the funds obtained and applied by it in the year then ended, and contain the required information, sufficient for their proper interpretation and comprehension, in conformity with generally accepted accounting principles and standards applied on a basis consistent with that of the preceding year.

Deloitte, S.L. Inscrita en el Registro Mercantil de Madrid, Tomo 13.650, folio 188, sección 8, hoja M-54414. Inscripción 96. C.L.E. B-79104469, Domicilio Social: Plaza Pablo Ruiz Picasso, 1. Torre Picasso, 28020 Madrid

Member of Deloitte Touche Tohmatsu 5. The accompanying directors' report for 2007 contains the explanations which the directors of Endesa, S.A. consider appropriate about the Company's situation, the evolution of its business and other matters, but is not an integral part of the financial statements. We have checked that the accounting information in the directors' report is consistent with that contained in the financial statements for 2007. Our work as auditors was confined to checking the directors' report with the aforementioned scope, and did not include a review of any information other than that drawn from the Company's accounting records.

DELOITTE, S.L.

Registered in ROAC under no. S0692

Eduardo Sanz Hernández

27 March 2008

Translation of financial statements originally issued in Spanish and prepared in accordance with generally accepted accounting principles in Spain (see Note 21). In the event of a discrepancy, the Spanish-language version prevails.

ENDESA, S.A. BALANCE SHEETS AT 31 DECEMBER 2007 AND 2006

Millions of Euros

	2007	2006
ASSETS		
NON-CURRENT ASSETS	21,629	23,276
Intangible assets (Note 5)	53	43
Concessions, patents, licenses, trademarks and other	12	12
Computer software	87	69
Accumulated amortisation	[46]	(38
Property, plant and equipment (Note 6)	6	7
Other fixtures, machinery, tools, furniture and other items of property, plant and equipment	16	16
Other depreciation	(10)	(9
Long-term investments (Note 7)	21,570	23,226
Investments in Group companies	20,669	22,096
Investments in associates	_	2
Long-term investment securities	5	11
Other loans	948	1,354
Long-term deposits and guarantees given	96	103
Allowances	[366]	(648)
Deferred tax assets (Note 12)	218	308
DEFERRED CHARGES	23	23
Deferred interest and debt arrangement expenses	23	23
CURRENT ASSETS	2,691	1,953
Accounts receivable	462	515
Receivable from Group companies (Note 14)	424	128
Sundry accounts receivable	2	23
Tax receivables	36	364
Short-term investments (Note 7)	2,213	1,391
Loans to Group companies (Note 14)	1,558	1,353
Short-term investment securities	1	1
Other loans	654	37
Cash	9	47
Accrual accounts	7	_
TOTAL ASSETS	24,343	25,252

The accompanying Notes 1 to 21 are an integral part of the balance sheet at 31 December 2007.

ENDESA, S.A. BALANCE SHEETS AT 31 DECEMBER 2007 AND 2006

Millions of Euros

MILLIONS OT EUROS	2007	2006
SHAREHOLDERS' EQUITY AND LIABILITIES	2007	2000
SHAREHOLDERS' EQUITY (Note 9)	9,508	9,594
Share capital	1,271	1,271
·	1,376	-
Share premium		1,376
Revaluation reserves	1,714	1,714
Reserves	3,309	3,309
Legal reserve	285	285
Other reserves	3,022	3,022
Differences due to the adjustment of share capital to euros	2	2
Prior years' profits	717	648
Retained earnings	717	648
Profit for the year	1,651	1,805
Interim dividend paid during the year	(530)	(529
PROVISIONS FOR CONTINGENCIES AND CHARGES (Note 10)	215	169
Provisions for pensions and similar obligations	3	_
Other provisions	212	169
NON-CURRENT LIABILITIES	11,638	12,795
Debt instruments and other held-for-trading liabilities (Note 11-a)	500	500
Nonconvertible debentures	500	500
Bank borrowings (Note 11-b)	5,185	4,511
Payable to Group companies and associates (Notes 11-c and 14)	5,896	7,752
Payable to Group companies	5,896	7,752
Other payables	57	32
Other payables	6	7
Deferred tax liabilities (Note 12)	51	25
CURRENT LIABILITIES	2,982	2,694
Debt instruments and other held-for-trading liabilities (Note 11-a)	18	18
Interest on debentures and other securities	18	18
Bank borrowings (Note 11-b)	166	321
Loans and other payables	133	282
Interest payable	33	39
Short-term payables to Group companies and associates (Note 11-c and 14)	2,107	1,421
Payable to Group companies	2,107	1,421
Trade payables	40	57
Accounts payable for purchases and services	40	57
Other non-trade payables	636	877
Taxes payable	188	75
Other payables	437	791
Remuneration payable	11	11
Operating allowances	15	_
TOTAL SHAREHOLDERS' EQUITY AND LIABILITIES	24,343	25,252

The accompanying Notes 1 to 21 are an integral part of the balance sheet at 31 December 2007.

Translation of financial statements originally issued in Spanish and prepared in accordance with generally accepted accounting principles in Spain (see Note 21). In the event of a discrepancy, the Spanish-language version prevails.

ENDESA, S.A. INCOME STATEMENTS FOR THE YEARS ENDED 31 DECEMBER 2007 AND 2006

Millions of Euros

	2007	2006
EXPENSES		
Staff costs	142	107
Wages, salaries and similar expenses	110	80
Employee benefit costs	32	27
Depreciation and amortisation charge (Notes 5 and 6)	9	11
Other operating expenses	546	177
Outside services	221	142
Other current operating expenses (Note 15)	325	35
PROFIT FROM OPERATIONS	_	_
Finance and similar costs	598	603
On debts to Group companies (Note 14)	355	370
On debts to third parties and similar costs (Note 11-b)	243	233
Change in investment valuation allowances (Note 7)	2	1
Exchange losses (Note 4-L)	20	13
FINANCIAL PROFIT	1,744	1,820
PROFIT FROM ORDINARY ACTIVITIES	1,334	1,800
Change in allowances for intangible assets, property, plant and equipment and control portfolio (Notes 7 and 15)	(284)	278
Extraordinary expenses (Note 15)	77	68
Prior years' expenses and losses	37	_
EXTRAORDINARY PROFIT	_	_
PROFIT BEFORE TAX	1,531	1,565
Income tax (Note 12)	(120)	(240)
PROFIT FOR THE YEAR	1,651	1,805

The accompanying Notes 1 to 21 are an integral part of the income statement for 2007.

Millions of Euros

No.	0000	2021
INCOME	2007	2006
Revenue (Notes 14 and 15)	276	254
Services	276	254
Other operating income	11	21
Non-core and other current operating income	11	21
LOSS FROM OPERATIONS	410	20
Income from equity investments	2,192	2,346
Group companies (Notes 7 and 14)	2,189	2,343
Non-group companies	3	3
Income from other marketable securities and non-current loans	39	38
Associates (Note 14)	2	1
Non-Group companies	37	37
Other interest and similar income	103	28
Group companies (Note 14)	3	8
Other interest	10	15
Income from short-term investments (Note 7)	90	5
Exchange gains (Note- 4-1)	30	25
FINANCIAL LOSS	_	_
LOSS ON ORDINARY ACTIVITIES	_	_
Gains on non-current asset disposals (Notes 7 and 15)	21	2
Extraordinary income (Note 15)	6	109
EXTRAORDINARY LOSS	(197)	235
LOSS BEFORE TAXES	_	_
LOSS FOR THE YEAR	_	_

The accompanying Notes 1 to 21 are an integral part of the income statement for 2007,

Translation of financial statements originally issued in Spanish and prepared in accordance with generally accepted accounting principles in Spain (see Note 21). In the event of a discrepancy, the Spanish-language version prevails.

ENDESA, S.A. NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2007

1.

COMPANY DESCRIPTION

Endesa, S.A. ("ENDESA" or "the Company") was incorporated on November 18, 1944, and its registered office and administrative headquarters are located in Madrid, at calle Ribera del Loira, no. 60. Its company object is to carry on activities in the electricity business in all its various industrial and commercial areas; the exploitation of primary energy resources of all types; the provision of industrial services, particularly in the areas of telecommunications, water and gas and those preliminary or complementary to the business activities composing its company object, and the management of the corporate Group comprising investments in other companies. The Company carries on the business activities composing its company object in Spain and abroad directly or through its holdings in other companies.

As a result of the corporate restructuring carried out in recent years and the unbundling of electricity activities pursuant to Electricity Industry Law 54/1997, of 27 November, ENDESA's business activities focus mainly on the management of and rendering of services to its corporate Group, comprising the holdings listed in these financial statements. Accordingly, since it does not directly carry on electricity activities or activities which affect the environment, the information relating to the unbundling of activities and to environmental activities included in the consolidated financial statements is not presented in these financial statements.

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS FAIR PRESENTATION

The financial statements are presented in accordance with the Consolidated Spanish Companies Law, the Spanish National Chart of Accounts approved by Royal Decree 1643/1990, of 20 December and Royal Decree 437/1998, of 20 March approving the regulations adapting the Spanish National Chart of Accounts for electric utilities ("the Electricity Industry Chart of Accounts") and have been prepared on a uniform basis with those of the previous year. The financial statements present fairly the Company's net worth and financial position, the profit from its operations and the funds obtained and applied by it, and were prepared from the Company's accounting records at 31 December 2007.

The financial statements for 2007, which were prepared by the Board of Directors, will be submitted for approval by the shareholders at the Annual General Meeting and it is considered that they will be approved without any changes. At the Annual General Meeting held on 20 June 2007, the shareholders approved the financial statements for 2006.

3. DISTRIBUTION OF PROFIT

The proposed distribution of 2007 profit that the Company's Board of Directors will submit for approval at the Annual General Meeting is to pay shareholders holding shares carrying dividend rights EUR 1,531 gross per share, and to allocate the remainder to retained earnings.

Millions of Euros	
Distributable Profit	
Profit for the year	1,651
Retained earnings	717
TOTAL	2,368
Millions of Euros	
Distribution	
Dividends (1)	1,621
Retained earnings	747
TOTAL	2,368
(1) Maximum amount to be distributed on the bas	is of payment of EUR 1,531 per share

On 19 December 2007, the Board of Directors of ENDESA approved an interim dividend of EUR 0.50 per share payable out of 2007 profit.

for all the shares (1,058,752,117 shares).

As required by Article 216 of the Consolidated Companies Law, the accounting statement evidencing the existence of sufficient liquidity for the distribution of the interim dividend is as follows.

Provisional accounting statement for the period from 1 December 2007 to 30 November 2008:

Millions of Euros	
Beginning available balance at 1 December 2007:	
Cash on hand and at banks	21
Unused credit facilities	5,298
Increases in cash:	
Due to ordinary transactions	10,318
Due to financial transactions	65
Decreases in cash:	
Due to ordinary transactions	_
Due to financial transactions	537
Ending available balance at 30 November 2008	15,165
Proposed interim dividend out of 2007 profit (EUR 0.50 per share)	530

4.

MEASUREMENT BASES

The principal measurement bases applied by the Company in preparing its financial statements for 2007, in accordance with the Spanish National Chart of Accounts and the Electricity Industry Chart of Accounts, were as follows:

A) INTANGIBLE ASSETS

Patents, trademarks and computer software are recorded at cost and amortized over a maximum period of five years.

B) PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment is carried at cost and is depreciated by the straight-line method at annual rates based on the following years of estimated useful life:

	Years of Estimated Useful Life
Buildings	50
Machinery	10
Tools	5
Furniture	10
Other items of property, plant and equipment	5 -14

C) MARKETABLE SECURITIES AND OTHER INVESTMENTS

Investments in marketable short- and long-term fixed-income and equity securities are recorded at the lower of cost or market. The market value is taken to be, for officially listed securities of companies other than Group companies and associates, the lower of average market price in the last quarter and year-end market price and, for other securities, the underlying carrying amount, adjusted by the amount of the unrealized gains disclosed at the time of acquisition and still existing at the date of subsequent valuation (see Note 7).

Unrealized losses (market value, as defined above, lower than cost at year-end) are recorded under "Long-Term Investments - Allowances".

The financial statements at 31 December 2007 do not reflect the effects that would have arisen had consolidation principles been applied in accordance with Spanish GAAP. However, Note 7-c describes the effect of applying consolidation principles under the International Financial Reporting Standards as adopted by the European Union.

D) NON-TRADE LOANS

Non-trade loans are recorded at the amount delivered and those maturing in under 12 months from year-end are classified as current assets and those maturing at over 12 months as non-current assets. Interest income is recorded in the year in which it is earned.

E) TREASURY SHARES

If there is no plan to retire treasury shares, these are valued at the lower of acquisition cost or underlying carrying amount and, where appropriate, a restricted reserve is recorded in this connection (see Note 8).

If the market value of the treasury shares, which is taken to be the lower of the market price at year-end or the average market price in the last quarter, is lower than the acquisition cost, the provision required to cover this difference is recorded with a charge to "Extraordinary Profit" in the income statement.

If in this connection, the underlying carrying amount of these shares were even lower than their market value, a provision would be recorded to cover this difference with a charge to unrestricted reserves.

F) DEFERRED CHARGES

Deferred charges relating to debt arrangement expenses and deferred interest expenses are recognised at cost and amortised on a time proportion basis based on the repayable principal amounts.

G) PROVISIONS FOR PENSIONS AND SIMILAR OBLIGATIONS

The Company's employees are participants in the Endesa Group Employee Pension Plan, comprising, basically three groups with different types of benefits:

- Employees who joined the Company from 1997 onwards are participants in a defined contribution plan for retirement, and a defined benefit plan for disability and death of current employees, as coverage for which the appropriate insurance policies have been taken out.
- Electricity employees of the former ENDESA, whose pension plan is a defined benefit plan for retirement, disability and death, for both present and former employees. The predetermined nature of the benefits for retirement and their full coverage eliminate any risk relating thereto. The other benefits are also guaranteed through insurance contracts. Therefore, except as regards the death of retired employees, the monitoring required for this system does not differ significantly from that required for the mixed plans described above.
- Employees of the Fecsa/Enher/HidroEmpordá area: defined benefit pension plan with salary increase tied to the CPI. The treatment in this case is exactly as that of a defined benefit system.

There are a limited number of employees belong to the defined benefit scheme, which is closed to new members.

As a result of the corporate reorganization carried out at the Endesa Group companies, the new companies assumed all the commitments to employees which the original companies had. As a result of the formation of the Endesa Group Employee Pension Plan, effective from 1 January 2005 onwards, the pension commitments were transferred to the company in which each worker is currently employed.

The contributions to the pension plan are recognised in the income statement for the year.

The Company has covered the obligations arising from the aforementioned commitments with the amounts recognised in the balance sheet at 31 December 2007.

H) OTHER PROVISIONS

The Company recognises provisions for contingencies and charges on the basis of its best estimate of the amount required for probable or certain quantifiable third-party liability arising from litigation in progress, indemnity payments or obligations, outstanding expenses of undetermined amount, and collateral and other similar guarantees provided by the Company. This provision is recorded when the liability or obligation giving rise to the indemnity or payment arises.

In accordance with this policy, the Company recognised provisions for the various collective redundancy procedures affecting current employees and those who have taken pre-retirement. The plans guarantee that the employees will receive a given amount during their pre-retirement period and, in some cases, a lifelong pension once they take early retirement due to reductions in their social security pensions.

At 31 December 2007 two types of plans were in force:

- Collective redundancy procedures approved at the former companies prior to the corporate restructuring in 1999.
 The deadline for employees to avail themselves of these collective redundancy procedures has passed; consequently the commitment relates basically to employees who have already left the Company.
- 2) Voluntary redundancy plan approved in 2000.
 - The plan affects employees with at least ten years of service at the companies affected at 31 December 2005.
 - Employees aged 50 or more at 31 December 2005 are entitled to avail themselves of a pre-retirement plan at the age of 60, of which they may avail themselves between the ages of 50 and 60, provided that there is an agreement between the employee and the company concerned.
 - For the Plan to apply to employees younger than 50 at 31 December 2005, the written request of the employee and acceptance thereof by the company are required.
 - In February 2006 the Directorate-General of Employment modified the initial Resolution of this Plan so that the terminating effect thereof for both employees older and younger than 50 years of age could arise after 31 December 2005.

The total number of employees considered in the appraisal of the two aforementioned plans is 208, of whom 134 have not yet left the Company. They include certain executives who while retaining their entitlements, have been retained at the request of the Company.

The economic conditions applicable to the employees who avail themselves of these plans are basically as follows:

- The Company guarantees that an employee who opts for pre-retirement will be paid from his contract termination date until the first possible retirement date after the unemployment benefits have ended and, at most, until the ex-employee in question vests the right by reaching retirement age, termination benefits based on his last annual salary payment, adjusted in line with the CPI. The unemployment benefits and subsidies received, as well as any other amounts of official benefits for pre-retirement received prior to the date of definitive retirement will be deducted from the resulting amounts.
- An employee under 50 years of age who is included in the 2000 voluntary plan is eligible for a termination benefit consisting of 45 days of salary per year of service, plus an additional amount of one or two annual salary payments based on his age at 31 December 2005.

The Company recognises the total amount of the expense relating to these plans when the obligation arises, either because employees have a unilateral right to avail themselves of the plan or because there is an individual or collective agreement with employees or a genuine expectation that such an agreement will be reached that will enable the employees to cease working for the Company. The obligation is determined by means of the related actuarial

study which is reviewed annually. The losses or gains arising due to changes in the assumptions, mainly the discount rate, are recognised in the income statement

The assumptions used for the actuarial calculation of the obligations arising under these collective redundancy procedures are the GRM/F 95 mortality tables, an assumed interest rate of 4.53% and future CPI of 2.3%.

I) CLASSIFICATION OF DEBT

Debts maturing in under 12 months from year-end are classified as current liabilities and those maturing at over 12 months as non-current liabilities.

J) INCOME TAX

The income tax expense is calculated on the basis of accounting profit before taxes, increased or decreased, as appropriate, by the permanent differences from taxable profit, net of tax relief and tax credits, excluding tax withholdings and prepayments. The tax effect of timing differences between the accounting profit and the taxable profit is recorded under "Deferred Tax Assets" or "Deferred Tax Liabilities", as appropriate.

The deferred tax assets, tax assets and unused tax credits are recognised if their recovery is reasonably assured.

ENDESA files consolidated income tax returns as the head of a consolidated tax group made up of the companies that meet the related legal requirements On 28 November 2006 the Law on Personal Income Tax and partially amending the Spanish Corporation Tax, Non-Resident Income Tax and Wealth Tax Laws was approved. This Law established a tax rate of 32.5% for periods commencing on or after 1 January 2007 and to 30% for those commencing on or after 1 January 2008.

K) FOREIGN CURRENCY TRANSACTIONS

Foreign currency balances are translated to euros at the exchange rates prevailing at the transaction date. At 31 December each year, the outstanding balances of these transactions are reflected in the balance sheet at the exchange rates ruling at that date, except in the case of transactions for which the exchange rates at maturity have been hedged, which are recorded at the hedged exchange rates.

Positive and negative exchange differences arising on each account payable and receivable are classified by due date and currency, and for this purpose currencies which, although different, are officially convertible in Spain are grouped together.

- The negative differences in each group of currencies and the positive differences which have been realised or which offset negative differences arising in the current year or in prior years are allocated to income.
- The unrealised positive differences in each group of currencies are included under "Deferred Income" on the liability side of the balance sheet until they are realised.

L) REVENUE AND EXPENSE RECOGNITION

Revenue and expenses are recognised in the income statement on an accrual basis.

In accordance with the accounting principle of prudence, the Company only recognises realised revenue at year-end, whereas foreseeable contingencies and losses, including possible losses, are recorded as soon as they become known.

M) FINAN CIAL DERIVATIVES AND HEDGING TRANSACTIONS

The financial derivatives held by the Company relate basically to interest rate and exchange rate hedging transactions since they are intended to eliminate or significantly reduce such risks in the transactions carried out.

The premiums paid for these derivatives are deferred and allocated to income each year by the matching method.

The gains or losses arising during the term of these transactions are allocated to income by the same timing of recognition method as that used to record gains or losses arising on the underlying asset or transaction hedged by these derivatives.

5. INTANGIBLE ASSETS

The changes in "Intangible Assets" in 2007 were as follows:

Millions of Fur	

	Balance at 31/12/06	Investments and Provisions	Balance at 31/12/07
Intangible assets			
Concessions, patents, licenses, trademarks and other	12	_	12
Computer software	69	18	87
TOTAL	81	18	99
Accumulated amortisation			
Concessions, patents, licenses, trademarks and other	(12)	_	[12]
Computer software	(26)	(8)	(34)
TOTAL	(38)	(8)	(46)

6. PROPERTY, PLANT AND EQUIPMENT

The changes in "Property, Plant and Equipment" in 2007 were as follows:

Mill			

	Balance at 31/12/06	Additions and Charge for the Year	Balance at 31/12/07
Property, plant and equipment	_	_	_
Other fixtures, machinery, tools, furniture and			
other items of property, plant and equipment	16	_	16
TOTAL	16	_	16
Accumulated depreciation	_	_	_
Other depreciation	(9)	[1]	(10)
TOTAL	(9)	(1)	(10)

7. LONG- AND SHORT-TERM INVESTMENTS

The changes in 2007 in "Long-Term Investments" were as follows:

Millions of Euros

		Additions		Transfers and	
	Balance at	and Charge	Retirements	Amounts	Balance at
	31/12/06	for the Year	or Reductions	Used	31/12/07
Investments in Group companies	22,096	121	(1,548)	_	20,669
Investments in associates	2	_	(2)	_	_
Long-term investment securities	11	_	(6)	_	5
Other loans	1,354	10	(353)	(63)	948
Long-term deposits and guarantees given	103	6	[13]	-	96
Allowances	(648)	(2)	284	_	(366)
Deferred tax assets (Note 12)	308	17	[122]	15	218
TOTAL	23,226	152	(1,760)	(48)	21,570

The balances under "Short-Term Investments" at 31 December 2007 were as follows:

Millions of Euros	
	Balance at 31/12/07
Loans to Group companies (Note 14)	1,558
Short-term investment securities	1
Other loans	654
TOTAL	2,213

Following is the detail of the investments in Group companies and associates at 31 December 2007 together with the data on these companies at that date. The net worth data on the companies relates to information on the individual companies, whereas the net carrying amount was calculated and recorded based on consolidated data according to generally accepted accounting principles in Spain for the companies which head a group of subsidiaries:

Group companies:				Millions of I	Euros			
		% of					Net	
		Direct	Share		Interim	2007	Carrying	Dividends
Company Location	Line of Business	Owner-ship	Capital	Reserves	Dividends	Profit	Amount	Received
ENDESA ENERGÍA, S.A Madrid	Marketing of all kinds of energy products	100.00	13	10	(322)	323	14	322
ENDESA GENERACIÓN, S.A Seville	Electricity generation	100.00	1,945	1,967	(1,023)	1,042	3,891	1,023
ENDESA RED, S.A Barcelona	Electricity distribution	100.00	730	740	(299)	300	1,461	299
INTERNACIONAL ENDESA, BV - Netherlands	International financing management	100.00	16	4	_	5	18	4
ENDESA SERVICIOS, S.L Madrid	Provision of services	100.00	90	40	_	11	142	_
ENDESA INTERNACIONAL, S.A Madrid	Endesa Group's international business activity	100.00	1,500	609	(100)	278	3,454	100
ENDESA PARTICIPADAS, S.A Madrid	Holding company	100.00	328	168	_	8	505	_
ENDESA FINANCIACIÓN FILIALES, S.A Madrid	Management of subsidiaries' financing	100.00	4,621	4,623	(250)	250	9,242	250
ENDESA EUROPA, S.L.U Madrid	Development of electricity businesses in Europe	100.00	367	1,073	(160)	182	1,468	187
BOLONIA REAL ESTATE, S.L Madrid	Real estate	100.00	_	47	_	_	46	_
COMPOSTILLA RE, S.A Luxemburg	Reinsurance transactions	99.90	3	_	_	[1]	3	_
NUEVA MARINA REAL ESTATE, S.L. Madrid	Real estate	60.00	_	120	_	_	72	_
TENEGUÍA GESTION FINANCIERA, S.L., SOC.								
COMANDITARIA- Las Palmas de Gran Canaria	Financial management	_	_	_	_	_	-	4
TOTAL							20,316	2,189

Additionally, ENDESA owns all the shares of Endesa Capital, S.A. Endesa North America INC, Endesa Generación II, S.A., Endesa Desarrollo Internacional, Nueva Compañía de Distribución Eléctrica 4, Apamea 2000 and Nubia 2000. The carrying amount of these companies is less than EUR 1 million.

ASSOCIATES

ENDESA owns 45% of Proyecto Almería Mediterráneo, which has a carrying amount of less than EUR 1 million.

a) Main changes in 2007

Investments in Group companies

Teneguía Gestión Financiera, S.L. and Teneguía Gestión Financiera, S.L. Sociedad Comanditaria

On 27 July 2007 ENDESA sold its 100% ownership interest in Teneguía Gestión Financiera, S.A., represented by 20,000,000 shares of EUR 1 par value each, to Endesa Financiación Filiales, S.A. The sale price of EUR 22 million gave rise to a gain of EUR 2 million.

On the same date, ENDESA sold the type "C" shares of Teneguía Gestión Financiera S.L. Sociedad Comanditaria representing 94.448% of share capital to Endesa Financiación Filiales, S.A. for EUR 1,499 million, generating a gain of EUR 19 million.

Nueva Marina Real Estate, S.L.

On 19 December 2007 Nueva Marina Real Estate, S.L. was incorporated and on that date ENDESA disbursed EUR 120 million to subscribe to the share capital and share premium. On the same date, ENDESA sold shares representing a 40% stake in Nueva Marina Real Estate, S.L. for EUR 48 million.

LOANS TO GROUP COMPANIES

The balance at 31 December 2007 of loans to Group companies was EUR 1,558 million, all short-term. Most of this amount, EUR 496 million, relates to accounts receivable from Group companies as a result of filing consolidated income tax returns and EUR 1,060 million to interim dividends from subsidiaries, which were declared in 2007 and payable on 18 February 2008. No interest is earned on these amounts.

Investments in associates

Medgaz, S.A.

In January 2007 ENDESA sold its entire ownership interest in this company without obtaining any gain.

Long-term investment securities

Red Eléctrica de España, S.A. (REE)

In 2007 ENDESA sold 2,705,400 REE shares for EUR 96 million, obtaining a gain of EUR 90 million.

At 31 December 2007 ENDESA held a 1% ownership interest in REE for EUR 3 million and this amount was recognised on the asset side of the accompanying balance sheet.

Other loans

Financing of the shortfall in revenue from regulated activities

Under Royal Decree-Law 5/2005, of 11 March, if the regulated revenue of the electricity system was not sufficient to cover the cost of the regulated activities, this shortfall had to be financed by the utilities indicated in the Royal Decree-Law on the basis of the percentages established therein. Consequently, as long as the Ministry of Industry, Tourism and Trade, by virtue of the powers conferred on it by Royal Decree-Law 5/2005, does not change the percentages in which the aforementioned shortfall is to be financed, ENDESA must finance 44.16% of any shortfall in revenue arising from regulated activities (see Note 7-a).

Following is a description of the status of the shortfall in revenue from regulated activities and of the regulatory developments in this connection in 2006 and 2007

2006 shortfall

The quantification of the shortfall in revenue from regulated activities in 2006 was affected by the provisions of Royal Decree-Law 3/2006 which approved, inter alia, the following measures aimed at reducing the shortfall in revenue from regulated activities:

- 1. From 3 March 2006, the electricity sale and purchase bids presented simultaneously by players belonging to the same corporate group in the daily and intra-daily electricity production markets were treated in the same way as bilateral physical contracts settled at a price based on objective and transparent electricity market prices. This Royal Decree-Law set a provisional price of EUR 42.35/MWh in this connection, although the definitive price had to be set by the government on the basis of market prices, as provided for in the aforementioned Royal Decree-Law.
- 2. Production revenue must be reduced to take into account the effect of the internalisation in the setting of the wholesale market prices by the greenhouse gas emission rights granted at zero cost under the Allocation Plan for 2006/2007 that are associated with that revenue.

At the date of official preparation of the 2006 financial statements, the government had not yet established either the definitive price to be applied to the producer's power sales to a distributor that are treated in the same way as sales under a physical bilateral contract or the amount to be deducted from generation revenue in order to take into account the effect of the internalisation on electricity prices of the grant at zero cost of the greenhouse gas emission rights. Accordingly, in order to recognise both the 2006 shortfall and the production revenue accrued in that year in the 2006 financial statements, the best possible estimate was made of the final results of both figures.

In 2007 the Government resolved both these matters as follows:

- 1. Royal Decree 871/2007, of 29 June, which adjusted the electricity rates from 1 July 2007, established the definitive price to be considered for power purchases made by the distributors in 2006 at EUR 49.23/MWh.
- 2. Ministry of Industry, Tourism and Trade Order ITC/3315/2007, of 15 November, established the procedure for calculating for 2006 the reduction in the remuneration of electricity production by the amount equal to the value of the greenhouse gas emission rights granted at zero cost.

The amount receivable at 31 December 2007 in connection with the financing of the shortfall in revenue from regulated activities for 2006 is EUR 975 million, which is recognised under "Other Loans" in the accompanying balance sheet and includes long- and short-term portions of EUR 907 million and EUR 68 million, respectively.

The interest rate on the financing of the 2006 shortfall is three-month Euribor.

2007 shortfall

In relation to the shortfall in revenue from regulated activities for 2007, the legislation regulating the electricity system acknowledged *ex-ante* a shortfall of EUR 1.500 million.

The shortfall that arose in 2007 has been financed provisionally by the companies indicated in Royal Decree-Law 5/2005 until such time as the Spanish National Energy Commission (CNE) organises a bidding process for the collection rights relating to the shortfall acknowledged *ex-ante*. The funds obtained from this bidding process will be assigned to cancel the provisional financing provided by the companies obliged to do so under Royal Decree-Law 5/2005, of 11 March.

ENDESA has financed EUR 583 million of the 2007 shortfall, after deducting the EUR 16 million estimated to be payable by Endesa Generación for the reduction relating to the internalisation in the electricity sale price of the greenhouse gas emission allowances received for no consideration. This amount was recognised as a short-term receivable under "Other Loans" in the accompanying balance sheet.

The provisional financing of the 2007 shortfall will bear interest at the effective rate derived from the bidding process of the *ex-ante* shortfall collection rights.

Deposits and guarantees given

This balance at 31 December 2007 includes EUR 96 million relating to the deposit given to secure the payment of the future services of the employees included in the defined benefit subplan of the ENDESA occupational pension plan (see Note 4-g).

Deferred tax assets

The balance at 31 December 2007 relates to deferred tax assets amounting to EUR 218 million. The changes in 2007 are detailed in Note 12.

b) Corporate transactions

Now that Acciona and Enel have achieved joint control over ENDESA (see Note 9-a), in the coming months the Company must undertake certain transactions agreed upon previously by the two controlling shareholders or by the shareholders with third parties, namely:

- The contribution by Acciona and ENDESA of their renewable energy generating assets to a jointly-controlled entity in which Acciona will own at least 51% of the share capital and ENDESA the remainder.
- The sale to E.ON AG of the following assets:
 - Endesa Europa's assets in Italy, France, Poland and Turkey.
 - Certain assets located in Spain, consisting of rights for ten years on a nuclear power capacity of 450 MW based on a power supply agreement,
 and on three fossil-fuel plants with a combined installed capacity of approximately 1,475 MW.

The price of these transactions will be the market value of the assets to be transferred, which will be based on a valuation made by various investment banks of acknowledged international prestige.

Endesa, S.A. will need to sell its shares in Endesa Europa, S.L.U. in order to fulfil its commitments relating to the assets located in Europe.

c) Effect of not consolidating

ENDESA's financial statements are presented in compliance with current Spanish corporate law. However, ENDESA and the Group companies are managed on a consolidated basis. Consequently, the financial statements of ENDESA, which acts basically as a holding company, do not reflect the financial and net-worth changes that result from applying consolidation methods to its holdings or the transactions carried out by them, some of which are in line with the Group's global strategy. These variations are reflected in the 2007 consolidated financial statements of the Endesa Group.

The main aggregates of ENDESA's 2007 consolidated financial statements, prepared in accordance with Final Provision Eleven of Law 62/2003, of 30 December, applying the International Financial Reporting Standards approved by European Commission Regulations, are as follows:

Millions of Euros	
	2007
Total assets	58,047
Net worth:	17,130
 Of the Parent 	11,989
— Of minority shareholders	5,141j209
Income	17,734
Profit for the year:	3,483
 Of the Parent 	2,675
 Minority shareholders 	808

8. TREASURY SHARES

At 31 December 2007, the Company held no treasury shares and no transactions were carried out in this connection in 2007.

9. SHAREHOLDERS' EQUITY

The changes in "Shareholders Equity" in 2007 were as follows:

Millions of Euros

	Balance at	Distribution	Profit for	Interim		Balance at
	31/12/06	of Profit	the Year	Dividend	Other	31/12/07
Share capital	1,271	_	_	_	_	1,271
Share premium	1,376	_	_	_	_	1,376
Revaluation reserve Royal Decree-Law 7/1996	1,714	_	_	_	_	1,714
Legal reserve	285	_	_	_	_	285
Mining depletion reserve Law 6/1977	40	_	_	_	_	40
Provision for accelerated depreciation Royal						
Decree-Law 2/785	1	_	_	_	_	1
Merger reserve	2,048	_	_	_	_	2,048
Canary Island investment reserve	24	_	_	_	_	24
Voluntary reserves	807	-	_	_	_	807
Reserve for retired capital	102	_	_	_	_	102
Differences due to adjustment of						
share capital to euros	2	_	_	_	_	2
Retained earnings	648	69	_	_	_	717
2006 profit	1,805	(1,805)	_	_	_	_
2006 interim dividend	(529)	529	_	(530)	_	(530)
Profit for the year	_	-	1,651	-	-	1,651
Total shareholders' equity	9,594	(1,207)	1,651	(530)	_	9,508

A) SHARE CAPITAL

At 31 December 2007, the share capital of ENDESA amounted to EUR 1,270,502,540.40 and consisted of 1,058,752,117 fully subscribed and paid bearer shares of EUR 1.20 par value each, all of which are admitted to trading on the Spanish Stock Exchanges. In 2007 the Company was de-listed from the New York Stock Exchange. Also, the shares of ENDESA are traded on the Santiago de Chile "Off-Shore" Stock Exchange.

On 26 March 2007, Acciona and Enel entered into an agreement to jointly launch a takeover bid for all the shares representing ENDESA's share capital and to obtain joint management of the Company, in accordance with the terms and conditions stipulated in the agreement.

At 31 December 2007, as a result of the takeover bid, Enel held 67.053% of the share capital of ENDESA and Acciona 25.01% and, therefore, the two companies between them hold 92.063% of the share capital of ENDESA, which enables them to implement the joint management agreement over ENDESA entered into by the two companies on 26 March 2007, which was notified to the Spanish National Securities Market Commission (CNMV) on 2 April 2007.

B) SHARE PREMIUM

The Consolidated Spanish Companies Law expressly permits the use of the share premium account balance to increase capital and does not establish any specific restrictions as to its use.

C) LEGAL RESERVE

Under the Consolidated Spanish Companies Law, 10% of net profit for each year must be transferred to the legal reserve until the balance of this reserve reaches at least 20% of the share capital.

The legal reserve can be used to increase capital provided that the remaining reserve balance does not fall below 10% of the increased share capital amount. Otherwise, until the legal reserve exceeds 20% of share capital, it can only be used to offset losses, provided that sufficient other reserves are not available for this purpose.

At 31 December 2007 ENDESA's legal reserve exceeded the 20% minimum stipulated by the Companies Law.

D) REVALUATION RESERVES

On 31 December 1996, the Company revalued its property, plant and equipment pursuant to Royal Decree-Law 7/1996, giving rise to a surplus of EUR 1,776 million. After deduction of the 3% tax, the net balance of EUR 1,722 million was credited to "Revaluation Reserve Royal Decree-Law 7/1996, of 7 June".

The aforementioned balance can be used, free of tax, to offset recorded losses (both prior years' accumulated losses and current year losses) or losses which might arise in the future, and to increase share capital or unrestricted reserves, in the latter case provided that the monetary surplus has been realised. The surplus will be deemed to have been realised in respect of the portion on which depreciation has been taken for accounting purposes or when the revalued assets have been transferred or retired from the accounting records.

If this balance were used in a manner other than that provided for in Royal Decree-Law 7/1996, it would be subject to tax.

Pursuant to Royal Decree-Law 7/1996, until 31 December 2007 EUR 5 million of this account had been used to offset losses on sales of revalued assets made prior to the review by the tax inspection authorities of the asset revaluation. Also, as a result of the aforementioned tax review, the balance of the revaluation reserve was reduced by EUR 3 million in 1999.

The revalued assets were contributed to the related companies on 1 January 2000, as a result of the corporate restructuring process carried out by the Endesa Group.

E) MINING DEPLETION RESERVE

The use of this reserve is restricted by Legislative Royal Decree 4/2004 approving the Consolidated Spanish Corporation Tax Law, and if it is used in any way not permitted thereby, the account balance would be subject to the applicable taxes.

10. PROVISIONS FOR CONTINGENCIES AND CHARGES

The balance of "Provisions for Contingencies and Charges" at 31 December 2007 relates to the following:

- EUR 132 million relating to the coverage of the future obligations arising from the restructuring plans set out in the collective redundancy procedures (see Note 4-h).
- Costs related to various commitments to employees for EUR 15 million.
- Costs relating to liability arising from third-party claims, litigation and other contingencies totalling EUR 68 million.

The changes under this heading in 2007 were as follows:

Millions of Euros		
Beginning balance	_	169
Provisions:	_	68
 Staff costs 	1	_
 Finance costs 	6	_
 Extraordinary expenses (Note 15) 	61	_
Amounts used:	_	(22)
— Payments	(17)	_
 Extraordinary income (Note 15) 	(5)	_
Ending balance	_	215

At 31 December 2007, the financial statements include the provisions that the Company's directors consider reasonable to cover all the liabilities arising from litigation, arbitration and contingencies existing at that date, details of the most noteworthy provisions, by amount are included in Notes 12 and 13.

11. ACCOUNTS PAYABLE

A) DEBENTURES AND OTHER MARKETABLE DEBT SECURITIES

The detail of outstanding debentures and promissory notes at 31 December 2007 is as follows:

N	Л	ı	ı		ı	٦	9		Ť	H	r	0	15	

	Balance at	Matur	ing in:
	31/12/07	2008	2009
Debentures and other marketable debt securities	500	_	500
Interest payable	18	18	
TOTAL	518	18	500

All debentures are denominated in euros.

In 2007 no debentures were redeemed. Interest accrued amounted to EUR 21 million.

The average interest rate in the year on these transactions was 4.25%.

B) BANK BORROWINGS

The changes in the long-term loans and credit lines from credit institutions in 2007 were as follows:

Millions of Euros

		Additions				
	Balance at 31/12/06	or Charge for the Year	Disposals or Reductions	Used and Transfers	Balance at 31/12/07	
Long-term loans from credit institutions	1,627	170	_	(121)	1,676	
Long-term credit lines from credit institutions	2,884	1,423	(798)	_	3,509	
TOTAL	4,511	1,593	(798)	(121)	5,185	

The detail, by due date, of the long-term debt as follows:

Millions of Euros

				Due in:		
	Balance at					Subse-quent
	31/12/07	2009	2010	2011	2012	Years
Long-term loans from credit institutions	1,676	137	196	685	98	560
Long-term credit lines from credit institutions	3,509	_	7	78	3,424	_
TOTAL	5,185	137	203	763	3,522	560

The changes in the short-term loans and credit from credit institutions in 2007 were as follows:

Mil			

	Balance at 31/12/06	Change	Balance at 31/12/07
Short-term loans from credit institutions	282	(161)	121
Short-term credit lines from credit institutions	_	12	12
TOTAL	282	(149)	133

The interest accrued in 2007 amounted to EUR 243 million. The average interest rate in 2007 on the bank borrowings was 4.37%.

C) PAYABLES TO GROUP COMPANIES AND ASSOCIATES

The changes in the long-term payables to Group companies in 2007 were as follows:

Millions of Euros

		Additions		Amounts	
	Balance at	or Charge	Disposals or	Used and	Balance at
	31/12/06	for the Year	Reductions	Transfers	31/12/07
Long-term payables to Group companies	7,752	_	(1,701)	(155)	5,896
TOTAL	7,752	_	(1,701)	(155)	5,896

The detail, by maturity, of the long-term debt is as follows:

Millions of Euros

				Due in:		
	Balance at					Subsequent
	31/12/07	2009	2010	2011	2012	Years
Financial debt	5,896	305	_	5,534	_	57
TOTAL	5,896	305	_	5,534	_	57

The short-term balances payable to Group companies at 31 December 2007 were as follows:

Millions of Euros	
Balance at 31/12/07	
Short-term payables to Group companies	1,292
Interest payable	148
Dividend payable to Group companies	488
Other payables	179
TOTAL	2,107

The payables to Group companies include mainly the amount of EUR 1,261 million payable to Internacional Endesa, B.V.

Interest accrued in the year amounted to EUR 355 million. In 2007 the average interest rates relating to the payables to both companies was 4.25% and 4.33% respectively.

"Other Payables" includes mainly a balance of EUR 166 million payable to Group companies as a result of filing consolidated income tax returns.

D) CREDIT LINES AVAILABLE

At 31 December 2007, ENDESA had unused credit lines totalling EUR 5,139 million.

This amount is higher than the working capital deficiency at 31 December 2007, and, accordingly, it covers all the Company's short-term financing needs.

12. TAX MATTERS

In 2007 ENDESA was taxed as the parent of tax group 42/98 under the consolidated tax regime provided for in Legislative Royal Decree 4/2004 approving the Consolidated Spanish Corporation Tax Law.

Income tax is calculated on the basis of the accounting profit determined by application of generally accepted accounting principles in Spain, which does not necessarily coincide with taxable profit.

In the Company's income statement for 2007, the amount relating to income tax was recognised as income of EUR 120 million.

The reconciliation of accounting profit to the tax loss is as follows:

Millions of Euros	
Reconciliation of accounting profit to the tax loss	
A) Accounting profit before tax	1,531
B) Permanent differences	_
Increases	339
Decreases	(2,187)
C) Timing differences	_
Arising in the year:	_
Increases	43
Decreases	(110)
Arising in prior years:	_
Increases	_
Decreases	(322)
D) Gross taxable profit	_
E) Tax loss carryforwards	_
F) Tax loss	(706)
G) Tax charge	(230)
H) Tax credits and tax relief	(5)
I) Tax refundable	(235)

The reconciliation of the tax refundable to the income for income tax purposes is as follows:

Millions of Euros	
Tax refundable	(235)
Net tax effect of timing differences	127
Tax loss carryforwards and prior years' tax credits	_
Prior years' adjustments	(8)
Effect of tax rate reduction	[4]
Income tax payable for the year	(120)

The increases due to permanent differences in 2007 relate basically to non-deductible expenses and to contributions to entities regulated by Law 49/2002, of 23 December, on the Tax Regime for Not-for-Profit Entities and on Tax Incentives for Patronage. The decreases arose mainly as a result of the dividends of the consolidated group companies and the reversal of provisions.

The increases due to timing differences relate to provisions recorded for collective redundancy procedures, third-party liability and provisions for long-term investments. The decreases relate to the amounts used of provisions for collective redundancy procedures, third-party liability and long-term investments, to the externalization of pensions and collective redundancy procedures, and to the elimination of the proceeds of sales made to companies in the tax group and those made to fulfil anti-trust regulations.

In 2007 the Company reported tax credits and tax relief totalling EUR 5 million, of which EUR 2 million related to double taxation tax credits and EUR 3 million to tax credits to encourage the performance of certain activities and for contributions to entities regulated by Law 49/2002.

All the tax credits earned were recorded regardless of whether or not they were taken in the year, as permitted by the Spanish Accounting and Audit Institute (ICAC) resolution dated March 15, 2002.

The difference between the tax charge allocated to the current year and prior years and the tax already paid or payable for such years is recorded under "Deferred Tax Assets" and "Deferred Tax Liabilities" in the accompanying balance sheets at 31 December 2007 and 2006. The changes in these accounts in 2007 are also shown in the following table:

Millions of Euros					
	Tax Loss and Tax Credit Carryforwards	Deferred Tax Asset	Deferred Tax Liability		
Balance at 31 December 2006	15	308	(25)		
Timing differences arising in 2007	_	14	(36)		
Reversal of timing differences arising in prior years	_	(105)	_		
Recovery of prior years' tax credits	_	_	_		
Prior years' adjustments	_	(15)	7		
Effect of tax rate reduction	_	1	3		
Balance at 31 December 2007	15	203	(51)		

Prior years' adjustments relate basically to the adjustment of prior years' income tax settlements.

MILLERS

The detail of the income in relation to which the tax credit provided for in Article 42 of Legislative Royal Decree 4/2004 was taken and the years in which the related amounts were reinvested by both the Company and the other tax group companies as permitted in Article 75 of Legislative Royal Decree 4/2004 is as follows:

Year in which the Tax Credit was Taken	Income for which the Tax Credit was Taken (Millions of Euros)	Years in which the Reinvestment was Made
2003	1	2003
2005	2	2005
2006	1	2006

The Company's notes to the financial statements for the years from 1999 to 2006 include the disclosures required by said Article 93 of Royal Decree-Law 4/2004 in relation to the corporate restructuring transactions carried out in prior years.

At 2007 year-end, the Company had recognised an account payable of EUR 74 million due to the distribution of the consolidated income tax charge resulting from the tax assessments issued to the Endesa Group for the years 1998 to 2001.

The Company has the years from 2002 to 2007 open for review for income tax and 2004 to 2007 for the other taxes applicable to it.

The most noteworthy tax litigation is as follows:

Until 31 December 1996, ENDESA and its subsidiaries were taxed for income tax purposes as part of the Consolidated Tax Group of the Sociedad Estatal de Participaciones Industriales (SEPI).

The Spanish Corporation Tax Law provides that companies leaving the tax group are entitled to take tax credits not used by the group to the extent that those companies contributed to the generation thereof. Accordingly, the financial and tax inspection authorities issued assessments to ENDESA and Unelco, respectively, acknowledging the right of these companies to take the investment tax credits that they had generated from 1992 until 1996 from 1997 onwards.

Subsequently, however, as a result of the inspection conducted at SEPI, the financial and tax inspection authorities took, in the preliminary report issued to the SEPI Group relating to 1996, the same tax credits as those attributed to ENDESA and Unelco in the final assessments issued to these companies corresponding to 1997.

The government filed appeals against the assessments of ENDESA and Unelco at the National Appellate Court, through a procedure for declaring detrimental effect, which were dismissed in 2004 by the aforementioned Court. The Supreme Court judgment of 20 November 2007 upheld the judgment of the National Appellate Court and recognised ENDESA and Unelco's right to take the tax credits.

Also, while the procedures for declaring detrimental effect were being substantiated, the financial and tax inspection authorities also issued preliminary assessments to ENDESA disallowing its right to take the tax credits generated from 1992 through 1996. These assessments have been adjudged to be null and void by the Central Economic-Administrative Tribunal, except the assessment issued in 2006, which has not yet been resolved.

The Company's directors consider that any liabilities that might arise from the outcome of this issue would have no material effect on the Company's future results.

13.

GUARANTEE COMMITMENTS TO THIRD PARTIES, OBLIGATIONS AND OTHER CONTINGENT LIABILITIES

A) GUARANTEES PROVIDED TO THIRD PARTIES

At 31 December 2007 the main guarantees provided by ENDESA were the following:

- Guarantee of EUR 4,855 million for International Endesa, B.V. for the financing obtained by this company, which was subsequently provided to ENDESA and to another group subsidiary.
- A subordinated guarantee for the issuance of perpetual preferred shares of its subsidiary Endesa Capital Finance, LLC amounting to EUR 1,500 million.
- Guarantee of EUR 2,846 million for Endesa Capital, S.A., for financing obtained by this company, which was subsequently provided to ENDESA and another group subsidiary.
- A quarantee for a portion of the financing granted by a group of financial institutions to ELCOGAS. The amount guaranteed is EUR 113 million, or 42%.
- Guarantee to cover the commercial risks involved in the USD 40 million loan granted by Central American Bank for Economic Integration to the project company, Empresa Propietaria de la Red. At 31 December EUR 8 million of this loan had been drawn down.

The renewable energies subsidiary, ECYR, has a 55% ownership interest in Proyectos Eólicos Valencianos. The company's financing is jointly secured by the shareholders during the construction phase, in proportion to their respective ownership percentages. ENDESA is the guaranter for the portion relating to ECYR and, accordingly, the amount guaranteed by it at 31 December 2007 was EUR 40 million.

ECYR itself has an 85% ownership interest in Productor Regional de Energía Renovable, S.A. The financing granted to the company by ING is secured with a joint guarantee from the shareholders in proportion to their respective ownership interests. The guaranter with respect to the portion relating to ECYR is ENDESA. At 31 December 2007 EUR 31 million of this financing had been drawn down, EUR 26 million of which is therefore secured by ENDESA. Guarantees amounting to EUR 146 million provided to third parties for Endesa Trading to cover the risk involved in electricity purchase and trading operations.

Also, ENDESA has provided guarantees for various Group companies to secure sundry commitments amounting to EUR 1,103 million, the most noteworthy of which relate to Endesa Energía (EUR 111 million), Endesa Generación (EUR 350 million), Endesa Distribución Eléctrica (EUR 297 million), Endesa Europa (EUR 23 million), ECYR (EUR 77 million), CARBOEX (EUR 20 million) and Endesa Trading (EUR 37 million).

Management of ENDESA considers that no material liabilities will arise for the Company as a result of the guarantees provided.

B) INSURANCE

The Company has taken out insurance policies to cover the possible risks of the Parent and subsidiaries in which it has an ownership interest of 50% or more, covering possible damage to which the various items of property, plant and equipment of these companies are subject, with limits and coverage that are appropriate for the types of risk involved and for the countries in which they operate. Any third-party claims that might arise as a result of the performance of their business activities are also covered.

C) DERIVATIVES TRANSACTIONS

At 31 December 2007 the notional and market values of the derivatives contracts were as follows:

1	BACK!	1	-6	Euros

	Notional Value	Market Value	
	31/12/07	31/12/07	
In euros			
Collars	100	_	
Interest rate swaps	4,030	92	
Cap spread	1,500	6	
In foreign currencies			
Interest rate swaps	30	_	
Currency swaps	38	(8)	
Forwards	2,330	(34)	
Options	124	(6)	

The contracted notional amounts of the contracts entered into do not reflect the actual risk assumed by the Company, since these amounts only constitute the basis on which the derivative settlement calculations were made.

Market value corresponds to the present value of the cash flows which the derivative is expected to generate.

The results of these transactions are included in the calculation of the average financial cost of the debt detailed in Note 11.

D) OTHER CONTINGENCIES

At the date of preparation of these financial statements, the main lawsuits or arbitration proceedings involving the Company were as follows:

- Endesa, S.A. y Endesa Generación, S.A. brought action against Gas Natural SDG, S.A. and Gas Natural Comercializadora, S.A. for the formalisation of arbitration due to contractual breach of the economic terms stipulated in the agreement for the supply of natural gas dated 14 October 1998 detected by an independent expert designated by the parties and due to the latter's refusal to supply to power plants which, in the opinion of the former, were included in the agreement. In turn, Gas Natural SDG, S.A. and Gas Natural Comercializadora, S.A. brought action against Endesa, S.A. and Endesa Generación, S.A. for the formalisation of arbitration with a view to seeking the voidness, resolution or amendment of the agreement due to the alteration of conditions in the gas market. The arbitration tribunals have been set up for the two arbitration procedures although the complaints which specify and quantify the parties' specific claims have not yet been filed.
- A cassation appeal filed by ENDESA at the Supreme Court against a judgment of the National Appellate Court adjudging null and void the Order of 29 October 2002 regulating the costs of transition to competition (CTCs) for 2001, handed down in appeal for judicial review 825/2002 filed by Iberdrola, is currently being processed. Even if the judgment of the National Appellate Court is upheld, its enforcement is not expected to have a significant economic impact on the Company.
- ENDESA appeared as co-defendant in the two appeals for judicial review filed by Iberdrola and Unión Fenosa against Ministry of Industry, Tourism and Trade Order ITC/913/2006, of 30 March, approving the method to be used to calculate the cost of each of the fuels used and the procedure

for dispatching and settling power in the island and non-mainland electricity systems and against Ministry of Industry, Tourism and Trade Order ITC/914/2006, of 30 March, establishing the method for calculating the supply guarantee remuneration for the generating facilities operating under the ordinary regime of producers in the island and non-mainland electricity systems.

- On 30 July 2007 at Madrid Commercial Court number 3, Iberdrola claimed purported damage and losses from ENDESA suffered as a result of the suspension of the takeover bid of Gas Natural and of the agreement between Gas Natural and Iberdrola to share out the assets of ENDESA ordered by the Court. The damage and losses for which compensation is claimed amount to EUR 144,481,555.57, which includes EUR 144,000,000 corresponding to nonpecuniary losses for damage to the reputation, good name and prestige of Iberdrola as a result of the order of protective measures.
- On 27 February 2006, the CNMV authorised the takeover bid of Gas Natural SDG, S.A. for all the shares of Endesa, S.A. and, although Gas Natural SDG, S.A. withdrew its bid on 1 February 2007, during its processing injunctive relief was granted by the Supreme Court and by Commercial Court number 3 of Madrid, which was subsequently lifted in both cases. As a result of these rulings, ENDESA had to provide a bond for the damage and loss that the injunctive relief might cause for the companies affected thereby. The guarantee provided in this connection for the two proceedings totalled EUR 1,000 million, although it should be noted that neither the bond nor its amount determine or imply the existence or amount of the possible liability that might arise from these processes.

The Company's directors do not expect any material liabilities additional to those already recognised in the accompanying balance sheet to arise as a result of the outcome of the aforementioned lawsuits and arbitration proceedings.

E) OTHER OBLIGATIONS

In certain cases, ENDESA is subject to the prior administrative authorisation system of the CNE provided by Additional Provision Eleven, Three. 1.14 of Oil and Gas Industry Law 34/1998, of 7 October.

The new wording of the aforementioned Additional Provision Eleven was established by Royal Decree-Law 4/2006, of 24 February, modifying function 14 of the CNE. This function establishes that the CNE is responsible for authorising the acquisition of ownership activities in entities formed under the Spanish Commercial Code by companies engaging in regulated activities. The new wording provided by Royal Decree-Law 4/2006 broadens this function to encompass also:

- Companies that engage in activities that are subject to administrative control which implies a special discipline relationship (nuclear power plants, coal-fired plants of particular significance for the consumption of Spanish coal, island and non-mainland electricity systems, natural gas storage or natural gas transmission through international gas pipelines with Spain as the end destination).
- Any player that wishes to acquire an ownership interest of 10% or more, or an ownership interest that provides significant influence, in a company
 that, itself or through other companies in its group, engages in any of the aforementioned activities.
- The direct acquisition of the assets required to carry on those activities.

Authorisation may be rejected for any of the following reasons:

The existence of direct or indirect significant risks or adverse effects on the aforementioned activities.

- Protection of the general interest in the energy industry and, in particular, the guarantee that the industry policy objectives will be adequately safeguarded. Strategic assets are identified: basic gas system, international gas pipelines, transmission facilities, island and non-mainland electricity systems, nuclear power plants and coal-fired plants of particular significance for the consumption of Spanish coal.
- Inability to adequately carry on the activities covered by this function due to the performance by the acquiring party or the acquired party of other activities of a different type.
- Any other public security issue and, in particular, security and quality of supply, or involving safeguards against a risk of insufficient investment in, or maintenance of, infrastructures.

It is established that these rules will apply to transactions pending execution at the date on which they come into force, unless authorisation has already been obtained pursuant to function 14.

However, the European Commission decided to take Spain to the Court of Justice of the European Communities because it considers that these new powers of the CNE constitute unjustified restrictions on the free movement of capital and the freedom of establishment that infringe the provisions of the EC Treaty (Articles 56 and 43, respectively).

By virtue of the application of the aforementioned legislation, the CNE in its resolution of 4 July 2007, whereby Acciona, S.A. ("Acciona") and Enel Energy Europe S.r.L. ("Enel") were authorised to acquire a holding in the share capital of ENDESA in accordance with the terms and conditions set forth in the Ministry of Industry, Tourism and Trade Resolution of 19 October 2007, and established, inter alia, the following conditions:

- 1. Acciona and Enel will preserve ENDESA's status as an autonomous company, with full operating responsibility in the fulfilment of its business plan and, as the Parent of its Group, and will maintain its brand, its registered office, its Board of Directors and its effective centre of management and decision-taking in Spain.
- 2. Acciona and Enel must maintain ENDESA duly capitalised at all times. For these purposes, the Endesa Group must maintain a debt service ratio in terms of net financial debt/EBITDA of less than 5.25 for three years from the acquisition of control of ENDESA. Acciona and Enel must report quarterly to the CNE on the changes in the aforementioned ratio. At 31 December 2007 the Group complied with this condition.
- 3. Acciona and Enel will assume and make, through the control exercised by them over ENDESA, all the investments in gas and electricity regulated activities, in relation to both transmission and distribution, envisaged in: (1) the latest investment plans announced by the Company for the period 2007-2011 listed in this Resolution; (2) the Planning document of the gas and electricity industries: "Development of the transmission networks 2002-2012", approved by the Council of Ministers and submitted to the Spanish Parliament; and (3) the CNE's Framework Report on electricity and natural gas demand and the coverage thereof.
 - This obligation is understood to exist without prejudice to any possible duly supported adaptation of ENDESA's investment plans to the regulatory conditions in the terms foreseen in the relevant legislation.
 - During the period 2007-2011, the ENDESA companies that engage in regulated activities may only distribute dividends when the funds generated by them (defined as cash flow or the sum of the net profit for the year and the depreciation and amortisation charge) are sufficient to meet both their investment obligations and their total of their financial liability repayment obligations projected for the year in question.
- 4. For a period of five years from the acquisition of ENDESA, Acciona and Enel will ensure that the aggregate annual consumption of each power plant owned by ENDESA, that currently consumes Spanish coal, does not fall below the aggregate annual consumption of these facilities envisaged in the 2006-2012 National Mining Plan, insofar as the current conditions and circumstances prevail.

5. Acciona and Enel will preserve, for a period of five years from the acquisition of ENDESA, the Endesa Group entities currently managing the transmission, distribution and generation assets of the island and non-mainland electricity systems.

On the grounds that Spain had not complied with the Decision of 5 December 2007, whereby the aforementioned conditions were considered to be contrary to Community legislation, on 31 January 2008, the Commission resolved to initiate infringement proceedings against Spain pursuant to Article 226 of the EC Treaty.

14. TRANSACTIONS WITH GROUP COMPANIES AND ASSOCIATES

The detail of the balances at year-end and of the transactions in 2007 with Group companies and associates is as follows:

Millions of Euros	
Group Companies	2007
Assets	
Accounts receivable (Note 7-a)	424
Short-term loans granted (Note 7)	1,558
TOTAL	1,982
Liabilities (Note 11-c)	
Non-current payables to Group companies	5,896
Other current liabilities	2,107
TOTAL	8,003
Purchases of non-current assets	9
TOTAL	9
Expenses	
Finance costs	355
Other costs	20
TOTAL	375
Income	
Revenue (Note 15)	276
Income from equity investments (Note 7)	2,189
Other finance income	3
TOTAL	2,468
Millions of Euros	
Associates	2007
Income	
Other finance income	2
TOTAL	2

"Accounts Receivable" includes EUR 422 million (EUR 406 million corresponding to 2006 and EUR 16 million to 2007) receivable from Endesa Generación for the production revenue reductions due to the internalisation in the electricity sale price of the greenhouse gas emission rights granted at zero cost, as provided for in Royal Decree Law 3/2006, the purpose of which is to reduce shortfall in revenue from regulated activities.

The balance of the short-term loans granted to Group companies includes net income tax receivables and interim dividends from subsidiaries, declared in 2007 (see Note 7-a).

The long- and short-term financial liabilities to Group companies relate mainly to the financing of International Endesa, B.V. (EUR 1,566 million) and of Endesa Financiación Filiales, S.A. (EUR 5,534 million) and to the interim dividends of EUR 355 million and EUR 132 million, to be paid to Enel and Acciona, respectively.

The revenue of EUR 276 million relates to billings for services provided to Group companies.

The finance costs relate mainly to the financing granted by International Endesa, B.V. and by Endesa Financiación Filiales, S.A. amounting to EUR 79 million and to EUR 272 million, respectively.

The dividends received from Group companies and associates are detailed in Note 7 to these financial statements.

CONTRACTUAL RELATIONSHIPS WITH SUBSIDIARIES

ENDESA has entered into several contracts for services with its subsidiaries on an arm's-length basis. Also, ENDESA has arranged exchange rate hedging transactions with Endesa Generación, S.A. and Endesa Energía, S.A. Also an interest rate hedge has been arranged by ENDESA and International Endesa, B.V.

15. INCOME AND EXPENSES

Revenue

Revenue amounted to EUR 276 million and relates in full to services provided to Group companies (see Note 14).

Other current operating expenses

This heading in the income statement includes mainly the payment of EUR 296 million to the shareholders as fees for their attendance at the Annual General Meetings.

Fees paid to auditors

The fees received from ENDESA by the Company's auditors in 2007 for their work relating to the audit of ENDESA's financial statements and the consolidation of the Group that it heads, excluding the fees relating to the audit of the subsidiaries' financial statements, amounted to EUR 6,838 thousand.

Additionally, the auditor of the Company's financial statements received EUR 1,609 thousand in 2007 for other professional services, of which EUR 145 thousand corresponded to other audit-related services and EUR 1,464 thousand to sundry services.

Also, the services provided by other audit firms amounted to EUR 1,059 thousand, of which EUR 578 thousand relate to other audits and audit-related services and EUR 480 thousand to sundry services.

Extraordinary income and expenses

Extraordinary income in 2007 amounted to EUR 197 million, as detailed in the following breakdown of extraordinary items:

Millions of Euros	
Description	Expenses (Income)
Net change in investment valuation allowances (Note 7)	(284)
Provisions for contingencies and charges (Note 10)	61
Use of provisions for contingencies and charges (Note 10)	(5)
Gains on disposal of investments (Note 7-a)	[21]
Other extraordinary income	[1]
Other extraordinary expenses	53
TOTAL	(197)

"Change in Investment Valuation Allowances" includes mainly the reversal of the provisions relating to Endesa Internacional, S.A. for EUR 261 million. "Other Extraordinary Expenses" includes EUR 36 million relating to the derecognition of amounts recorded in the balance sheet for CTCs accrued in prior years and not yet received, but for which the collection right was cancelled by Ministry of Industry, Tourism and Trade Order ITC/3860/2007.

16. HEADCOUNT

The average number of employees in 2007, by category and gender, was as follows:

Average Headcount			
Category	Men	Women	Total
Executives and university graduates	398	212	610
Further education college graduates	85	73	158
Middle management	11	84	95
Clerical staff and manual workers	6	35	41
TOTAL	500	404	904

The final headcount for 2007, by category and gender, is as follows:

Fig. at	Headcount

Category	Men	Women	Total
Executives and university graduates	404	224	628
Further education college graduates	87	75	162
Middle management	11	93	104
Clerical staff and manual workers	6	32	38
TOTAL	508	424	932

17. INFORMATION ON THE BOARD OF DIRECTORS AND SENIOR EXECUTIVES

1. REMUNERATION OF DIRECTORS

Article 40 of the corporate bylaws states that "the remuneration of the directors comprises the following items: fixed monthly emolument and a share in the profits. The overall annual remuneration for all the directors in connection with the aforementioned items shall be one per mil of the profits of the consolidated Group, as approved at the Annual General Meeting, although the Board of Directors may reduce this percentage in the years that it sees fit. All without prejudice to the provisions of Article 40.3 in connection with attendance fees.

The Board of Directors shall distribute the aforementioned amount between the items indicated above and among the directors in the form, time and proportion freely decided by it.

The members of the Board of Directors shall also receive fees for attending each session of the Company's managing bodies and their committees. The amount of such attendance fee shall not exceed the amount that, pursuant to the foregoing, is determined as the fixed monthly emolument. The Board of Directors may, within that limit, establish the amount of the attendance fees.

The remuneration provided for in the preceding paragraphs, derived from membership of the Board of Directors, shall be compatible with such other professional or employment-related income as might correspond to the directors for any other executive or advisory functions that they might discharge for the Company other than the supervisory and collective decision-making functions discharged by virtue of their capacity as directors, which shall be subject to the legal regime applicable to them.

In accordance with Article 130 of the Spanish Companies Law, the remuneration relating to profit sharing shall only be received by the directors after the requisite appropriations to the legal and bylaw reserves have been made and after a minimum dividend of 4% has been declared for the shareholders.

Therefore, the members of the Board of Directors of Endesa, S.A. received remuneration in their capacity as Company directors and, in some cases, as members of the Boards of Directors of subsidiaries, while members of the Board of Directors who also discharge executive functions received their remuneration in this connection.

In 2007 the fixed monthly emolument for each director was EUR 4,006.74 gross and the fee for attending the meetings of the Board of Directors, Executive Committee, Appointments and Remuneration Committee, Audit and Compliance Committee, Economic, Financial and Investment Committee and Industrial Plan, Strategy and Synergy Committee, amounted to EUR 2,003.37 gross each.

The detail of the remuneration received by the members of the Board of Directors is as follows:

Fixed remuneration

	Fixed Emolument	Remuneration
José Manuel Entrecanales Domecq (2)	12,020	267,827
Andrea Brentán (2) (7)	12,020	
Rafael Miranda Robredo	48,081	1,174,873
Carmen Becerril Martínez (2)	12,020	
Fernando d'Ornellas Silva (1)	28,047	
Luigi Ferraris (2) (7)	12,020	
Claudio Machetti (2) (7)	12,020	
Valentín Montoya Moya (2)	12,020	
Esteban Morrás Andrés (2)	12,020	75,506
Borja Prado Eulate (1)	28,047	
Manuel Pizarro Moreno (4)	40,067	1,044,331
Alberto Alonso Ureba (3)	24,040	
Miguel Blesa de la Parra (4)	40,067	
José María Fernández Cuevas (3)	24,040	
José Manuel Fernández Norniella (3)	24,040	
Rafael González-Gallarza Morales (3)	24,040	
Francisco Núñez Boluda (5)		
Juan Ramón Quintás Seoane (4) (6)		
Francisco Javier Ramos Gascón (4)	40,067	
Alberto Recarte García-Andrade (4)	40,067	
Manuel Ríos Navarro (3)	24,040	
Juan Rosell Lastortras (4)	40,067	
José Serna Masiá (4)	40,067	
Subtotal	548,916	2,562,537
TOTAL	3,111,453	

⁽¹⁾ Have sat on the Board of Directors since 20 June 2007.

⁽²⁾ Have sat on the Board of Directors since 18 October 2007.

⁽³⁾ Have not formed part of the Board of Directors since 20 June 2007.

⁽⁴⁾ Have not formed part of the Board of Directors since 18 October 2007.

⁽⁵⁾ Has not formed part of the Board of Directors since 25 February 2006.

⁽⁶⁾ Waives entitlement to remuneration other than attendance and similar fees.

⁽⁷⁾ The remuneration earned by these directors is paid directly to Enel, S.P.A. pursuant to its internal regulations.

Variable remuneration

Members	Benefits	Remuneration
	Delicitis	Kelliuliei atioli
José Manuel Entrecanales Domecq (3)		
Andrea Brentán (3) (9)		
Rafael Miranda Robredo (1)	104,510	1,419,091
Carmen Becerril Martínez (3)		
Fernando d'Ornellas Silva (2)		
Luigi Ferraris (3) (9)		
Claudio Machetti (3) (9)		
Valentín Montoya Moya (3)		
Esteban Morrás Andrés (3)		
Borja Prado Eulate (2)		
Manuel Pizarro Moreno (5) (10)	104,510	2,512,954
Alberto Alonso Ureba (4)	104,510	
Miguel Blesa de la Parra (5) (8)		
José María Fernández Cuevas (4)	104,510	
José Manuel Fernández Norniella (4)	104,510	
Rafael González-Gallarza Morales (4)	104,510	
Francisco Núñez Boluda (6)	17,686	
Juan Ramón Quintás Seoane (5) (7)		
Francisco Javier Ramos Gascón (5)	104,510	
Alberto Recarte García-Andrade (5)	104,510	
Manuel Ríos Navarro (4)	104,510	
Juan Rosell Lastortras (5)	104,510	
José Serna Masiá (5)	104,510	
Subtotal	1,167,296	3,932,045
TOTAL	5,099,341	

⁽¹⁾ The total variable remuneration of Rafael Miranda Robredo amounted to EUR 1,472,145, although EUR 53,054 of "attendance fees of other companies" were discounted from this amount.

- (2) Have sat on the Board of Directors since 20 June 2007.
- (3) Have sat on the Board of Directors since 18 October 2007.
- (4) Have not formed part of the Board of Directors since 20 June 2007.
- (5) Have not formed part of the Board of Directors since 18 October 2007.
- (6) Has not formed part of the Board of Directors since 25 February 2006.
- (7) Waives entitlement to remuneration other than attendance and similar fees.
- (8) Waives entitlement to remuneration other than fixed emoluments, attendance and similar fees.
- (9) The remuneration earned by this director is paid directly to Enel, S.P.A. pursuant to its internal regulations.
- (10) The detail of Mr. Pizarro's variable remuneration includes the amounts earned in this connection in 2006 and the proportional amount for 2007, since Mr. Pizarro ceased to be a director on 18 October 2007.

Attendance fees

EULOS	
Members	
José Manuel Entrecanales Domecq (2)	6,010
Andrea Brentán (2) (6)	16,027
Rafael Miranda Robredo	130,219
Carmen Becerril Martínez (2)	12,020
Fernando d'Ornellas Silva (1)	52,088
Luigi Ferraris (2) (6)	10,017
Claudio Machetti (2) (6)	4,007
Valentín Montoya Moya (2)	8,013
Esteban Morrás Andrés (2)	10,017
Borja Prado Eulate (1)	48,081
Manuel Pizarro Moreno (4)	122,206
Alberto Alonso Ureba [3]	80,135
Miguel Blesa de la Parra (4)	114,192
José María Fernández Cuevas (3)	92,155
José Manuel Fernández Norniella (3)	86,145
Rafael González-Gallarza Morales (3)	42,071
Francisco Núñez Boluda (5)	
Juan Ramón Quintás Seoane (4)	38,064
Francisco Javier Ramos Gascón (4)	82,138
Alberto Recarte García-Andrade (4)	60,101
Manuel Ríos Navarro (3)	42,071
Juan Rosell Lastortras (4)	38,064
José Serna Masiá (4)	66,111
TOTAL	1,159,952

- (1) Have sat on the Board of Directors since 20 June 2007.
- (2) Have sat on the Board of Directors since 18 October 2007.
- (3) Have not formed part of the Board of Directors since 20 June 2007.
- (4) Have not formed part of the Board of Directors since 18 October 2007.
- (5) Has not formed part of the Board of Directors since 25 February 2006.
- (6) The remuneration earned by this director is paid directly to Enel, S.P.A. pursuant to its internal regulations.

Other remuneration

Furos

24103	
Members	
Manuel Pizarro Moreno (*)	14,100,777
Rafael Miranda Robredo	28,114
Esteban Morrás Andrés	778
TOTAL	14,129,669

^{* &}quot;Other Remuneration" in 2007 includes the contractual termination payment to Mr. Pizarro, who ceased to be a director on 18 October 2007.

Advances and loans

Euros

Members	
Rafael Miranda Robredo	292 577

These advances were granted before the approval of the Sarbanes-Oxley Act in July 2002, and the terms and conditions thereof have not changed since that date.

Pension funds and plans: contributions

Euros

Members	
José Manuel Entrecanales Domecq	53,309
Rafael Miranda Robredo	87,473
Esteban Morrás Andrés	13,636
Manuel Pizarro Moreno	451,543

(1) As a general rule, the Company has established a guarantee of future rights in respect of pensions and remuneration for employees reaching certain ages and years of service, i.e. early retirement rights. As a result, contributions of EUR 87,473 were made in 2007 as the contribution for the year.

Life insurance premiums

Euros

Editos	
Members	
Rafael Miranda Robredo	
Esteban Morrás Andrés	9,787
Manuel Pizarro Moreno	136,152
Directors	108,071

Guarantees provided by the Company to directors

As regards remuneration, the Company provided guarantees for the Chief Executive Officer amounting to EUR 12,226,001 in 2007 to cater for accruals of future remuneration rights, i.e. early retirement rights, as in the case of the other employees of the same age and with the same length of service.

2. REMUNERATION OF SENIOR EXECUTIVES

Remuneration of senior executives in 2007

The names of senior executives who are not also executive directors, and total remuneration earned by them in 2007 are as follows:

Senior Executives	
Name	Position
Francisco Borja Acha Besga	Corporate Legal Counselling Manager
José Damián Bogas Gálvez	General Manager for Spain and Portugal
Francesco Buresti (2)	General Manager of Purchasing
Pío Cabanillas Alonso (2)	General Manager of Communications
Gabriel Castro Villalba (1)	Corporate Communications Manager
Mª Isabel Fernández Lozano	Corporate Manager Assistant to the Corporate Services Manager
Juan Gallardo Cruces (2)	Economic and Financial General Manager
Héctor López Vilaseco (2)	General Manager
Germán Medina Carrillo	Corporate Human Resources Manager
Salvador Montejo Velilla	General Secretary and Secretary of the Board of Directors
José Luis Palomo Álvarez (1)	Corporate Financial and Control Manager
Antonio Pareja Molina	Corporate Services Manager
José Luis Puche Castillejo	Corporate Audit Manager
Álvaro Quiralte Abelló	General Manager - Energy Management
Carlos Torres Vila (1)	Corporate Strategy Manager
Total senior executive remuneration	18,712,757

⁽¹⁾ Left the Company in 2007.

⁽²⁾ Joined the Company in 2007.

The detail of remuneration relating to each of the persons in the foregoing table is as follows:

Euros		
Remuneration		
Fixed remuneration	4,436,187	
Variable remuneration (1)	5,523,205	
Attendance fees		
Bylaw-stipulated directors' emoluments		
Share options and other financial instruments		
Other (2)	8,753,365	
TOTAL	18,712,757	

⁽¹⁾ The detail of the variable remuneration paid to senior executives includes the amounts earned in this connection in 2006 and a proportion of the amount for 2007 for all the senior executives who left the Company in 2007.

⁽²⁾ This amount includes the contractual termination payments received by the senior executives who left the Company as a result of the change of control.

Euros Other benefits	
Advances	775.479
Loans	697,546
Pension funds and plans: contributions (1)	1,231,308
Pension funds and plans: Obligations assumed	
Life insurance premiums	332,357

⁽¹⁾ In general, the Company has established a guarantee of future remuneration and pension rights for employees who meet certain requirements regarding age, and length of service (i.e. employees entitled to take early retirement). Accordingly, of the amount contributed for 2007 (EUR 1,231,308), only EUR 316,412, relates to employees entitled to take early retirement, as the contribution for the year.

Guarantees provided by the Company to senior executives

In connection with remuneration, the Company provided guarantees for the senior executives entitled thereto amounting to EUR 17,639,961 in 2007 and, to cater for accruals of future remuneration rights, i.e. early retirement rights, as in the case of the other employees of the same age and with the same length of service.

3. GUARANTEE CLAUSES: DIRECTORS AND SENIOR MANAGEMENT

Guarantee clauses for cases of termination or changes of control

These clauses are the same in all the contracts of the executive directors and senior executives of the Company and of its Group and, as can be observed from the reports requested by the Company, they are in line with standard practice in the market. They were approved by the Board of Directors following the report of the Appointments and Remuneration Committee and provide for termination benefits in the event of termination of the employment relationship and a post-contractual non-competition clause.

The regime for these clauses is as follows:

• Termination of the employment relationship:

- By mutual agreement: termination benefit equal to an amount from one to three times annual remuneration, on a case-by-case basis.
- At the unilateral decision of the executive: no entitlement to termination benefit, unless the decision to terminate the employment relationship is based on the serious and culpable breach by the Company of its obligations, the position is rendered devoid of content, or in the event of a change of control on any of the other cases of remunerated termination provided for in Royal Decree 1382/1985.
- As a result of termination by the Company: termination benefit equal to that described in the first point.
- At the decision of the Company based on the serious wilful misconduct or negligence of the executive in discharging his duties: no entitlement to termination benefit.

These conditions are alternatives to those derived from changes to the preexisting employment relationship or the termination thereof due to preretirement for the CEO and senior executives.

Post-contractual non-competition clause:

In the vast majority of the related contracts the outgoing senior executive is required to abstain from engaging in an activity competing with that of ENDESA for a period of two years. In consideration thereof the executive is entitled to an amount equal to one annual fixed remuneration payment.

At 31 December 2007, 15 executive directors and senior executives had contracts containing guarantee clauses.

4. OTHER DISCLOSURES CONCERNING THE BOARD OF DIRECTORS

In order to reinforce the transparency of listed corporations, following is a detail of the companies engaging in an activity that is identical, similar or complementary to the activity that constitutes the company object of Endesa, S.A. in which the members of the Board of Directors own equity interests, and of the functions or positions, if any, that they discharge or hold thereat:

	Employer Identification			
Name of the Director	Number of the Company in Question	Name of the Company in Question	% of Ownership	Position
Rafael Miranda Robredo	A 28294726	Enagás, S.A.	0.00055	None

In 2007 there were no cases of conflict of interest involving the directors, without prejudice to the abstentions recorded, even though no conflict existed and with a view to taking the utmost precaution, in the minutes of the meetings of the governing bodies of the Company.

Distribution by gender: at 31 December 2007, the Board of Directors of Endesa, S.A. was made up of nine men and one woman.

5. SHARE-BASED PAYMENT PLANS

To date, ENDESA has not established any share-based payment or share option plans and, accordingly, neither the members of the Board of Directors nor the senior executives have received any remuneration in this connection.

18.
STATEMENT OF CHANGES IN FINANCIAL POSITION

Application of funds	2007	2006
Non-current asset additions	155	1,594
Intangible assets	18	20
Long-term investments	137	1.574
Group companies	121	50
Associates	_	29
Other investments	16	1.495
Dividends	1,737	2,747
Repayments or transfers to short term of non-current liabilities	2,766	711
Group companies	1,856	367
Other debt	910	344
Provisions for contingencies and charges	17	8
Other funds applied	15	
Total funds applied	4,690	5,060
Funds obtained in excess of funds applied	450	990
	2007	2006
Source of funds		
Source of funds Funds obtained from operations	1,461	2,114
Source of funds Funds obtained from operations Non-current liabilities		2,114 2,081
Source of funds Funds obtained from operations Non-current liabilities Other companies	1,461 1,583	2,114 2,081 2.081
Source of funds Funds obtained from operations Non-current liabilities Other companies Non-current asset disposals	1,461 1,583 1,583	2,114 2,081 2.081 1,848
Source of funds Funds obtained from operations Non-current liabilities Other companies	1,461 1,583 1,583	2,114 2,081 2.081 1,848
Source of funds Funds obtained from operations Non-current liabilities Other companies Non-current asset disposals Property, plant and equipment	1,461 1,583 1,583 1,667	2,114 2,081 2,081 1,848
Source of funds Funds obtained from operations Non-current liabilities Other companies Non-current asset disposals Property, plant and equipment Long-term investments	1,461 1,583 1,583 1,667 —	2,11 ⁴ 2,08° 2.08° 1,848 4 1,844
Source of funds Funds obtained from operations Non-current liabilities Other companies Non-current asset disposals Property, plant and equipment Long-term investments Group companies	1,461 1,583 1,583 1,667 — 1,667 1.569	2,114 2,08° 2.08° 1,844 4 1,844 75
Source of funds Funds obtained from operations Non-current liabilities Other companies Non-current asset disposals Property, plant and equipment Long-term investments Group companies Associates Other investments	1,461 1,583 1,583 1,667 — 1,667 1.569	2,114 2,081 2,081 1,846 4 1,844 75
Non-current liabilities Other companies Non-current asset disposals Property, plant and equipment Long-term investments Group companies Associates Other investments	1,461 1,583 1,583 1,667 — 1,667 1.569 2	2006 2,114 2,081 2.081 1,848 4 1,844 75 27 1,742
Source of funds Funds obtained from operations Non-current liabilities Other companies Non-current asset disposals Property, plant and equipment Long-term investments Group companies Associates Other investments Repayment or transfer to short-term of long-term investments	1,461 1,583 1,583 1,667 — 1,667 1.569 2	2,114 2,081 2.081 1,848 4 1,844 75 27

		2007		2006	
Change in working capital	Increases	Decreases	Increases	Decreases	
Accounts receivable	_	53	40	_	
Accounts payable	_	288	1,394	_	
Short-term investments	822	_	_	449	
Cash	_	38	6	_	
Accrual accounts	7	_	_	1	
TOTAL	829	379	1,440	450	
Change in working capital	450	_	990	_	

Millions of Euros		
Funds obtained from operations	2007	2006
Net profit:	1,651	1,805
Add:		
Depreciation and amortisation charge	9	11
Provisions for contingencies and charges	68	19
Deferred charges	_	8
Investment valuation provisions	_	355
Exchange losses	_	13
Losses on the sale of the 2005 shortfall in revenue from regulated activities	_	30
Increase in deferred tax liabilities	26	_
Reduction in deferred tax asset	105	74
Subtotal	1,859	2,315
Less:		
Excessive provision for contingencies and charges	5	95
Excessive provision for investment securities	282	76
Exchange gains	_	25
Gains on non-current asset disposals	111	2
Reductions in deferred tax liabilities		3
Subtotal	398	201
TOTAL	1,461	2,114

19.

TRANSITION TO NEW ACCOUNTING STANDARDS

Royal Decree 1514/2007 was published on 20 November 2007. This Royal Decree approved the new Spanish National Chart of Accounts that came into force on 1 January 2008, which must be applied for all periods beginning on or after that date.

Under the aforementioned Royal Decree, the first financial statements prepared in accordance with the rules contained therein will be considered to be initial financial statements and, accordingly, they will not include comparative figures for the previous period; however, comparative figures for the preceding period may be presented provided that they are adapted to the new Chart of Accounts. Also, the Chart of Accounts contains several transitional provisions which afford various options in the first-time application of the new accounting standards and provide for the voluntary adoption of certain exceptions in the first-time application process.

The Company is implementing a transition plan with a view to adapting to the new accounting standards which includes, inter alia, analysing the differences in accounting rules and standards, determining whether or not comparative figures adapted to the new standards will be presented and, consequently, the date of the opening balance sheet, selecting the accounting rules and standards to be applied in the transition and assessing the changes that have to be made to the information systems and procedures.

At the date of formal preparation of these financial statements, the aforementioned plan was still at the implementation phase and it is not currently possible to estimate fully, reliably and with all the relevant information the potential effects of the transition.

20.

EVENTS SUBSEQUENT TO YEAR-END

From 31 December 2007 to the date of formal preparation of these financial statements no event having a significant impact on ENDESA's economic and financial situation took place.

21.

EXPLANATION ADDED FOR TRANSLATION TO ENGLISH

These financial statements are presented on the basis of accounting principles generally accepted in Spain. Certain accounting practices applied by the Company that conform with generally accepted accounting principles in Spain may not conform with generally accepted accounting principles in other countries.

Translation of a report originally issued in Spanish. In the event of a discrepancy, the Spanish-language version prevails.

BUSINESS PERFORMANCE

Endesa, S.A. ("ENDESA") is a holding company and, accordingly, its revenues consist mainly of the dividends collected from its subsidiaries and its expenses relate principally to the cost of its debt. Also, investment valuation allowances are recorded or reversed on the basis of the net worth variations of the subsidiaries.

MAIN RISKS ASSOCIATED WITH ENDESA'S OPERATIONS

ENDESA, as the parent company of a corporate Group, is indirectly exposed to the risks associated with its subsidiaries, since any risk that might arise at a subsidiary will have an effect on ENDESA through the valuation of its investment portfolio and the dividends received on these investments. The subsidiaries of the ENDESA Group ("ENDESA" in this section) carry on their business activities in an environment in which there are outside factors that can affect the performance of operations and its earnings. The main risks to which ENDESA's operations are exposed are as follows:

1. Risks associated with operations and the industry

The Group's operations are subject to a wide range of regulations, and any changes made could have an adverse effect on the Group's business activities, economic position and results of operations.

The Endesa Group's operating subsidiaries are subject to wide-reaching legislation on tariffs and other aspects of their operations in Spain and in each of the countries in which they operate. Although ENDESA substantially complies with all the laws and regulations currently in force, the Group is subject to a complex set of laws and regulations that both public and private bodies will attempt to apply. The introduction of new laws or regulations or changes in the laws and regulations currently in force could have an adverse effect on the Group's business activities, economic position and results of operations.

In particular, under Spanish law, pursuant to Royal Decree-Law 5/2005, if the overall costs of the electricity system, as calculated by the Spanish authorities for a given year, exceed the total amount of the electricity tariffs billed to end customers, certain companies, including ENDESA, are obliged to finance this shortfall by paying a sum, set through regulations, equal to the difference between (i) these overall costs; and (ii) the total amount of the tariffs billed to the end customers ("tariff deficit"). In the case of ENDESA, the Group's Parent is obliged to finance 44.16% of the shortfall in revenue from regulated activities.

The tariff shortfall exists because certain expenses included in the overall costs, above all the cost of power purchased on the wholesale market, are determined in a competitive market, whereas the government sets the electricity tariffs. Based on the legal nature and background of this financing, ENDESA is entitled to a full refund of the amounts financed, although this right could be affected by possible future changes in the relevant legislation.

Royal Decree-Law 11/2007, of 7 December, approved, as a measure to reduce the shortfall in revenue from regulated activities in prior years, the extension of the reduction of generation revenue already introduced by Royal Decree-Law 3/2006, of 24 February, to take into account the effect of the

internalisation on the setting of the wholesale market prices due to the greenhouse gas emission rights associated with that revenue that were allocated for no consideration under the Allocation Plan for 2008/2012.

At the date of official preparation of these consolidated financial statements, the government had not yet established the amount to be deducted from generation revenue in order to take into account the effect of the internalisation on electricity prices of the grant at zero cost of the greenhouse gas emission rights.

The Group's operations are subject to wide-reaching environmental legislation, and any changes made could have an adverse effect on the Group's business activities, economic position and results of operations.

ENDESA and its operating subsidiaries are subject to environmental legislation which, among other things, requires the performance of environmental impact studies for future projects, the obtainment of the mandatory licences, permits and other authorisations and the fulfilment of all the requirements provided for in those licences, permits and rules. As in the case of any other regulated company, ENDESA cannot guarantee that:

- The public authorities will approve said environmental impact studies;
- Public opposition does not lead to delays or changes in the projects proposed;
- The laws or rules will not be amended or interpreted in such a way as to increase the expenses that have to be incurred in meeting them or as to affect operations, plants or plans for the companies in which the Group has an investment.

In recent years certain legal requirements regarding the environment in Spain and the EU have been tightened. Although ENDESA has made the investment necessary to meet these requirements, their application and future changes could adversely affect the Group's business activities, financial position and results of operations. The results of operations could also be affected either by the price of the emission rights or by a shortage of rights in the market.

A considerable volume of the power produced by ENDESA in certain markets is subject to market forces that might affect the price and volume of power sold by it.

ENDESA is exposed to market price and availability risks for the purchase of the fuel (including fuel oil-gas, coal and natural gas) used to generate electricity and the sale of a portion of the power that it produces. ENDESA has entered into long-term supply contracts in order to guarantee fuel supplies for its power production activities in Spain. ENDESA has entered into certain natural gas supply contracts that contain "take or pay" clauses. These contracts were established on the basis of certain reasonable assumptions regarding future needs. In the event of very significant variances in the assumptions used, fuel purchases exceeding needs might have to be made.

Exposure to these risks is managed at long term by diversifying contracts, by managing the procurements portfolio by tying prices to indexes that reflect a similar or comparable trend to that of the end electricity (generation) or selling (retailing) prices and by introducing contractual clauses (renegotiated periodically) aimed at maintaining the economic balance of the procurements. At short and medium term, fluctuations in procurement prices are managed through specific hedges, generally in the form of derivatives. Although ENDESA actively manages these risks, it cannot guarantee that such measures will eliminate all the market price risks relating to fuel needs.

The Group's business could be affected by weather conditions.

ENDESA's operations include hydroelectric production and, accordingly, depend on the weather conditions prevailing at any given time in the extensive geographic regions in which the Group's hydroelectric generating facilities are located. If hydrological conditions result in droughts or other conditions that adversely affect the Group's hydroelectric generation business, earnings could be negatively affected. Also, the electricity business is affected by atmospheric conditions such as average temperatures, which have an effect on consumption. The margin on the business changes on the basis of weather conditions.

The Group's financial position and results of operations may be adversely affected if it does not effectively manage its exposure to interest rate and foreign exchange risk.

The Group is exposed to various types of market risk in the normal course of business, including the impact of interest rate changes and foreign currency exchange rate fluctuations and, therefore, it actively manages these risks in order to avoid them having a significant effect on earnings.

Interest rate risk.

Interest rate fluctuations change the fair value of assets and liabilities that bear a fixed interest rate and the future flows from assets and liabilities bearing interest at a floating rate. The objective of interest rate risk management is to achieve a balanced debt structure that makes it possible to minimize the cost of the debt over several years with reduced income statement volatility. Based on the Endesa Group's estimates and debt structure targets, hedging transactions are carried out by arranging derivatives that mitigate these risks.

Foreign exchange risk.

Foreign exchange risk affects mainly the following transactions:

- Borrowings denominated in foreign currencies arranged by the Group companies and associates.
- Payments to be made in international markets for the purchase of fuel stocks.
- Income and expenses of the Latin American subsidiaries in the functional currency of each company and, in certain cases, tied to the US dollar.

Also, the net assets relating to net investments in foreign operations with a functional currency other than the euro are exposed to the risk of exchange rate fluctuations on the translation of the financial statements of these operations on consolidation. In order to mitigate foreign exchange risk, the Endesa Group has arranged currency swaps and hedges. Also, the Group attempts to achieve a balance between cash collections and payments on its foreign currency-denominated assets and liabilities.

However, the risk management strategies may not be fully successful in limiting exposure to changes in interest rates and foreign currency exchange rates, which could adversely affect financial position and results of operations.

Liquidity risk

The Group's liquidity policy consists of the arrangement of committed credit facilities and current financial assets for a sufficient amount to cover the projected needs for a period that depends on the situation and expectations of the debt and capital markets.

However, it is not possible to guarantee that a prolonged liquidity crisis in the markets that prevented the access of issuers to the capital markets would not have an adverse effect in the future on the Group's liquidity position.

Credit risk

The Group does not have any material credit risk because the average trade receivable collection period is very short and cash placements are made and derivatives are arranged with highly solvent entities.

Construction of new facilities may be adversely affected by factors commonly associated with such projects.

The construction of power generation, transmission and distribution facilities can be time-consuming and highly complex. In connection with the development of such facilities, the Group generally has to obtain government permits and authorisations, land purchase or lease agreements, equipment procurement and construction contracts, operation and maintenance agreements, fuel supply and transportation agreements, off-take arrangements and sufficient equity capital and debt financing. Factors that may affect the ability to construct new facilities include:

- Delays in obtaining regulatory approvals, including environmental permits.
- Shortages or changes in the price of equipment, materials or labour.
- Opposition from political and ethnic groups.
- Adverse changes in the political and regulatory environment in the countries in which the Group operates.
- Adverse weather conditions that could delay the completion of power plants or substations, or natural catastrophes, accidents and other unforeseen
 events.
- Inability to obtain financing at rates that are satisfactory for ENDESA.

Any of these factors may cause delays in completion or commencement of operations of construction projects and may increase the cost of planned projects. If ENDESA is unable to complete these projects, the costs incurred in connection with such projects may not be recoverable.

ENDESA could be subject to environmental and other liability in connection with its operations.

ENDESA faces environmental risks inherent to its operations, including those derived from the management of the waste, spills and emissions of the generating facilities, particularly the nuclear power plants. Therefore, ENDESA may be subject to claims for environmental and other damage in connection with its power generation, distribution and transmission facilities as well as its coal mining activities.

ENDESA is also subject to risks arising from the operation of nuclear facilities and the storage and handling of low-level radioactive materials. Spanish legislation limits the liability of nuclear plant operators in the event of accidents. Such limits are consistent with the international treaties ratified by Spain. Spanish law provides that operators of nuclear facilities are liable for a maximum of EUR 700 million in relation to claims arising from a single nuclear accident. ENDESA's potential liability in relation to its interests in nuclear facilities is fully covered by third-party liability insurance of up to EUR 700 million.

ENDESA's potential liability for pollution and other damage to third parties or their assets has also been insured for up to EUR 150 million. If a complaint were filed against ENDESA for environmental or other damage caused by its operations (except for the nuclear plants) for amounts exceeding the insurance coverage, its business activities, financial position and results of operations could be adversely affected.

The liberalisation of the European electricity industry could lead to greater competition and lower prices.

The liberalisation of the electricity industry in the European Union (including the countries in which ENDESA has a presence, such as Spain, Italy, France and Portugal) has led to increased competition as a result of consolidation and the entry of new market players in European Union electricity markets, including the Spanish electricity market. The liberalisation of the electricity industry in the European Union has also led to lower electricity prices in some market segments as a result of the entry of new competitors and cross-border energy suppliers and the establishment of European electricity exchanges, which have led to increased liquidity in the electricity markets. This liberalisation of the electricity market means that certain of ENDESA's businesses are carried on in an increasingly competitive environment. If ENDESA were not able to adapt to and adequately manage this competitive market, its business activities, financial position or results of operations could be adversely affected.

2. Risks relating to operations in latin america

The Group's Latin American subsidiaries are exposed to certain risks, such as economic crises and political risks.

The Group's operations in Latin America are exposed to certain risks inherent to investment and the performance of work in that area, including risks relating to the following:

- Changes in the government's administrative regulations and policies.
- Imposition of monetary restrictions and other restrictions on the movement of capital.
- Changes in the corporate or political environment.
- Economic crises, political instability and social disorder affecting operations.
- Public expropriation of assets.
- Exchange rate fluctuations.

Also, the income of the Latin American subsidiaries, their market value and the dividends collected therefrom are exposed to risks specific to the countries in which they operate, which might have an adverse effect on demand, consumption and exchange rates.

ENDESA cannot predict how any future worsening of the political and economic situation in Latin America or any other change in the legislation of the Latin American countries in which it operates, including any change in current legislation or any other regulatory framework, would affect its subsidiaries or their business activities, economic situation or results of operations.

3. Operational risks

ENDESA's operations could be affected by human error or technological faults.

In the course of all the business activities of the ENDESA Group direct or indirect losses could arise from inadequate internal processes, technological faults, human error or certain external events. The control and management of these risks, particularly those affecting the operation of the generating and distribution facilities, are based on adequate employee training and the existence of operating procedures, preventive maintenance plans and specific programmes supported by quality management systems that make it possible to minimise the possibility of these losses arising and the impact thereof.

4. Other risks

The Group is involved in court proceedings and arbitration that could affect ENDESA.

The Group is involved in various legal proceedings relating to its business, including tax and regulatory disputes. Also, it is, or might be, subject to tax audits. ENDESA considers that although it has recognised the appropriate provisions based on the legal contingencies at 31 December 2007, it cannot guarantee that the Group will be successful in all the proceedings or that an adverse decision might not significantly and adversely affect its business activities, financial position or results of operations.

The Group is subject to other uncertainties.

The operations that the Group plans to carry on are subject to certain general risks and uncertainties, including by way of example:

- Inability to access the equity or fixed-income capital markets.
- Inability to find interested buyers willing to pay acceptable prices for the assets to be sold.
- Increases in market interest rates.
- Adverse changes in exchange rates.
- Unfavourable decisions taken by the regulators in the EU, Spain, Italy, France, Brazil, Chile, Argentina or other countries in which the Group operates.
- General macroeconomic conditions in the markets in which the Group produces and distributes electricity.
- The capacity to successfully implement the plan and objectives for the subsidiaries.
- The impact of fluctuations in fuel and electricity prices.
- The capacity to ensure a stable fuel supply.
- The capacity to manage the risks arising from the foregoing.

RISK MANAGEMENT POLICY

ENDESA is exposed to certain risks which it manages by applying risk identification, measurement, concentration limitation and oversight systems.

The main principles defined by the Endesa Group when establishing its policy for the management of the principal risks are as follows:

- Comply with the principles of good corporate governance.
- Comply strictly with all ENDESA's rules.
- Each business and corporate area defines:
 - The markets and product lines in which it can operate on the basis of having sufficient know-how and capabilities to ensure effective risk management.
 - Criteria concerning counterparties.
 - The authorised operators.
 - The businesses and corporate areas establish for each market in which they operate the level of risk that they are prepared to assume on a
 basis that is consistent with the strategy defined.
 - The limits of the businesses and corporate areas are approved by their respective Risk Committees or, should they not have one, by the ENDESA Risk Committee.

- All the businesses and corporate areas must conduct their business within the limits approved in each case.
- The businesses, corporate areas, lines of business and companies establish the risk management controls required to ensure that the transactions are performed in the markets in accordance with the policies, principles and procedures of ENDESA.

EARNINGS ANALYSIS

At 31 December 2007, Endesa, S.A.'s individual profit amounted to EUR 1.651 million.

There was a loss from operations of EUR 410 million. Of this operating loss, EUR 296 million relate to the fees paid to the shareholders in 2007 for attending the General Meetings. The remainder relates to the expenses incurred by Endesa, S.A. in its capacity as the head of the Group which, due to their nature, were not passed on to the Group companies. A significant portion of these expenses, amounting to EUR 80 million in 2007, was incurred in the takeover bid processes to which the Company was subject.

The Company reported financial profit of EUR 1,744 million. This amount is composed of finance income amounting to EUR 2,364 million, which include most importantly subsidiaries' dividends amounting to EUR 2.192 million, and finance costs amounting to EUR 620 million.

The Company reported extraordinary profit of EUR 197 million, mainly due to a net increase in investment valuation provisions amounting to EUR 284 million, of which the most significant item related to Endesa Internacional, amounting to EUR 261 million.

In 2007. EUR 120 million of accrued income tax was receivable.

This balance includes the effect of the dividends received from Group companies which do not file individual income tax returns, since the tax on their profit is included in the consolidated income tax return filed by the Endesa Group, the head of which is Endesa, S.A.

INVESTMENTS AND DIVESTMENTS

The main investments and divestments in 2007 are described in Note 7 to the financial statements.

FINANCIAL TRANSACTIONS

The main financing transactions carried out by ENDESA in 2007 were as follows:

- Between March and May the long-term bilateral credit lines for EUR 3,677 million were renegotiated, the term was extended to five years and the margin was reduced.
- Between April and July new long-term bilateral credit lines were arranged for EUR 1,550 million with the same terms and conditions as those existing.
- In June the syndicated "Club Deal" loan for EUR 1,525 million arranged with 13 banks was extended for a further three-year period.
- In June a loan of EUR 225 million with final maturity at 10 years was arranged with the Instituto de Crédito Oficial.
- At the beginning of July ENDESA, through its subsidiary Endesa Capital, S.A., launched a debt placement totalling EUR 300 million with a coupon
 of three-month Euribor plus 15 basis points and a term of five years.
- In March Endesa Capital, S.A.'s "Euro Medium-Term Notes" programme secured by ENDESA was renewed. This programme is the first "Euro Medium-Term Notes" programme to be verified by the Spanish National Securities Market Commission, aimed at international investment institutions, in English, with terms and conditions subject to English Law and under Euromarket standards.

- Under the domestic promissory note programme, ENDESA's subsidiary Endesa Capital, S.A. continued to hold fortnightly auctions which were attended by the major Spanish banks and characterised by active telephone trading. The outstanding balance at year-end was EUR 1,192 million, which is quaranteed by ENDESA.
- Commercial paper continued to be issued in Europe through International Endesa, B.V.'s "Euro Commercial Paper" programme which is guaranteed by Endesa, S.A. Its outstanding balance at year-end was EUR 1.099 million.
- In 2007 Endesa, S.A. considered that it was not necessary to arrange interest rate hedges. In June the Company terminated floating/fixed euro interest rate derivatives for a notional amount of EUR 615 million before the end of their 5.7- year terms.
- In March an extension was arranged of the loan for the Sagunto Regasification Plant project, 20% owned by Endesa Generation, for EUR 115 million over 24 years. In December the construction completion bond of EUR 59 million provided by Endesa, S.A. was released.
- In May a syndicated bank loan of EUR 590 million at 28 years was arranged to finance the Palma de Mallorca (TIRME) waste treatment plant project.
 As a result of this transaction, Endesa, S.A.'s guarantee of EUR 32 million was eliminated and the expansion was financed without any additional guarantees.

EVENTS SUBSEQUENT TO YEAR-END

There were no events between 31 December 2007 and the date of preparation of this directors' report that might have a material effect on ENDESA's economic and financial position.

FUTURE OUTLOOK

ENDESA's earnings in future years will be determined by the dividends that it receives from the subsidiaries, the amounts billed for services rendered and interest expenses on the debt financing its assets. Accordingly, ENDESA's earnings will be dependent on those of its subsidiaries, since the Company's intention is that the subsidiaries distribute substantially all their distributable income in the form of dividends.

The Company's directors consider that the dividend policy established for the subsidiaries will be sufficient to enable ENDESA to achieve earnings that ensure that its shareholders are adequately remunerated.

TREASURY SHARES

At December 31, 2007, the Company did not hold any treasury shares and no share transactions were carried out in 2007.

RESEARCH AND DEVELOPMENT

No research and development projects were executed directly by the Company, since these are carried out directly by its subsidiaries.

DISCLOSURES REQUIRED BY ARTICLE 116 BIS OF THE SPANISH SECURITIES MARKET LAW:

a) The capital structure, including securities not traded on a regulated EU market, indicating, where appropriate, the various classes of shares and, for each class of shares, the rights and obligations conferred by them and the percentage of the share capital that they represent:

The Company's share capital amounts to EUR 1,270,502,540.40 and it has been fully subscribed and paid.

The share capital is represented by 1,058,752,117 shares of the same class (ordinary shares) of EUR 1.2 par value each, traded by the book-entry system.

The 1,058,752,117 shares making up the share capital, traded by the book-entry system, are marketable securities and are governed by the legislation regulating the securities market.

The shares of ENDESA, traded by the book-entry system, have been registered in the IBERCLEAR Central Registry, the entity responsible for accounting for shares.

The shares of Endesa, S.A. are traded on the Spanish Stock Exchanges and on the Santiago de Chile Offshore Stock Exchange, and are included on the IBEX 35 index.

b) Restrictions on the transferability of securities:

There are no legal or bylaw restrictions on the free acquisition or transfer of the securities making up the share capital.

c) Significant direct or indirect ownership interests in the share capital:

Name or Company Name of the Shareholder	Number of Direct Voting Rights	Number of Indirect Voting Rights	% of Total Voting Rights
Enel, S.p.A (1)	_	709,923,858	67.053
Enel Energy Europe SRL (1)	709,923,858	_	67.053
Acciona, S.A. (2)	53,043,481	211,750,424	25.010
Finanzas Dos, S.A. (2)	211,750,424	_	20.000
TOTAL	974,717,763	_	92.063

⁽¹⁾ ENEL ENERGY EUROPE S.R.L. is wholly owned by ENEL. S.P.A.

(2) FINANZAS DOS, S.A. is wholly owned by ACCIONA, S.A. In turn, GRUPO ENTRECANALES, S.A. owns 59.60% of the shares of ACCIONA, S.A.

On 6 March 2008, the CNMV was notified, through the "model notification of voting rights attributed to shares of listed companies for obligees who are not directors of the issuer", of information on the Concerted Action of Enel, Enel Energy Europe, Acciona and Finanzas Dos in relation to ENDESA. The percentage of the voting rights covered by the Concerted Action was 92.063%.

This information may be consulted on the CNMV's website, www.cnmv.es.

d) Restrictions on voting rights:

There are no legal or bylaw restrictions on voting rights.

e) Side agreements:

On 26 March 2007, Acciona, S.A. and Enel, S.p.A. entered into a side agreement for the joint management of Endesa, S.A. and, on 30 October 2007, pursuant to Article 112 of the Securities Market Law, it was registered at the Madrid Mercantile Registry.

The full content of the agreement may be consulted on the following websites: www.endesa.es or www.cnmv.es.

f) Rules applicable to the appointment and replacement of the members of the managing body and to the amendment of the Company's bylaws:

Rules applicable to the appointment and replacement of the members of the managing body:

Pursuant to Articles 37 and 38 of the bylaws, "The appointment and removal of the directors is the responsibility of the shareholders at the General Meeting. The post of director may be rejected, appointments may be revoked and directors may be re-appointed", "The term of appointment of directors shall be four years, and the directors may be re-appointed for periods of equal duration".

The appointment and re-appointment of directors are governed by the Board of Directors Regulations:

Article 5. Structure and composition of the Board

"5.3. Proposals for the appointment or re-appointment of directors made by the Board of Directors shall be made for persons of acknowledged prestige who have the experience and professional knowledge required to discharge their duties and who assume a commitment to dedicate sufficient time to performing the work of the Board."

Article 22. Appointment of directors

"The shareholders at the General Meeting or, where appropriate, the Board of Directors will be qualified to designate the Board members in conformity with the Spanish Companies Law and with the bylaws.

The Board of Directors shall make the appointment proposal on the basis of a report of the Appointments and Remuneration Committee."

Article 25. Re-appointment of directors

"The Appointments and Remuneration Committee shall issue its mandatory report on the proposals to re-appoint directors that the Board decides to submit to the General Meeting."

Article 26. Removal of directors

- "26.1. The directors shall cease to sit on the Board when the period for which they were appointed elapses, and in all the other cases where this is required by law, the bylaws or these Regulations.
- 26.2. Directors shall place their office at the disposal of the Board and tender their resignation if found to be involved in any of the situations of incompatibility or prohibition provided for in the law and when the Board, based on a report of the Appointments and Remuneration Committee, resolves that the director has seriously infringed his duties as a director.
- 26.3. When for any reason a director ceases to sit on the Board, he may not provide services at any competitor for two years, unless the Board waives this obligation or reduces the time period of this prohibition."

The procedure to be followed and the methods to be used are those provided for in the Companies Law and in the Mercantile Registry Regulations.

Rules applicable to the amendment of the Company's bylaws:

Pursuant to Article 26 of the bylaws, in order for the shareholders at the Annual or Extraordinary General Meeting to be able to validly resolve to amend the bylaws, shareholders holding at least 50% of the subscribed voting stock must be present or represented at first call. At second call, shareholders holding at least 25% of the voting stock must be present or represented.

When shareholders holding less than 50% of the subscribed voting stock are present or represented, the resolutions referred to in the preceding section may only be validly adopted with the affirmative vote of shareholders representing two-thirds of the share capital present or represented at the Meeting.

g) The powers of the members of the Board of Directors and, in particular, those relating to the possibility of issuing or repurchasing shares:

The Executive Chairman and the CEO have been granted, jointly, all the powers of the Board of Directors that are delegable pursuant to the law and the bylaws.

As regards the possibility of the Board of Directors issuing or repurchasing shares of ENDESA, the shareholders at the Annual General Meeting of ENDESA held on 27 May 2005 empowered the Board of Directors, pursuant to Article 153.1.b of the Spanish Companies Law, to increase share capital, at one or several times and at any time for five years after the date of the aforementioned Annual General Meeting, by a maximum amount of EUR 635,251,270.20, i.e. 50% of the existing share capital, through the issuance of new shares, to offer freely the new shares not subscribed in the preemptive subscription period or periods, and to establish that, if the subscription is incomplete, the share capital will only be increased by the amount of subscriptions made. Also, the Board of Directors was empowered to disapply the pre-emptive subscription right in the terms provided for in Article 159 of the Spanish Companies Law and to apply for the admission to listing on the stock market of the new shares issued.

Also, the shareholders at the Annual General Meeting of ENDESA held on 27 May 2005 empowered the Board of Directors for five years to issue ordinary debentures not convertible into shares of the Company, preference shares, promissory notes and other similar fixed-income securities, to secure those issued by subsidiaries, and to apply for the admission of the securities issued to trading on secondary markets.

In addition, the shareholders at the Annual General Meeting of ENDESA held on 20 June 2007, in conformity with Article 75 of the Spanish Companies Law, authorised the derivative acquisition of treasury shares, together with pre-emptive subscription rights thereon, by any legally permitted means, directly by Endesa, S.A., by the companies in its Group or by a nominee, up to the legally permitted maximum figure. The acquisitions shall be made at a minimum price per share of the par value of the shares and a maximum price per share of the shares plus an additional 5%.

h) The significant agreements entered into by the Company and which come into force or are modified or terminated in the event of a change of control over the Company as a result of a takeover bid, and their effects, except when the disclosure would be seriously harmful for the Company. This exception does not apply when the Company is legally obliged to disclose such information:

The information included under this heading refers to the whole Group, the head of which is ENDESA.

ENDESA and its subsidiaries have loans and other borrowings from banks that might have to be repaid early in the event of a change of control over the Company. Bank loans of approximately USD 449 million might have to be repaid early if there is a change of control over ENDESA. Also, contracts of derivatives with a mark to market of EUR -61 million (nominal amount of EUR 465 million) might have to be settled early if, as a result of a change of control, there were a significant drop in ENDESA's credit rating.

i) The agreements between the Company and its directors and executives or employees that provide for benefits when the latter resign or are terminated without just cause or if the employment relationship comes to an end as a result of a takeover bid.

The information included under this heading refers to the whole Group, the head of which is ENDESA.

The detail of the 66 executive directors, senior executives and executives with guarantee clauses in their employment contracts at 31 December 2007 is as follows.

Executive directors	3
Senior executives	30
Executives	33
TOTAL	66

These clauses are the same in all the contracts of the executive directors and senior executives of the Company and of its Group and, as can be observed from the reports requested by the Company, they are in line with standard practice in the market. They were approved by the Board of Directors following the report of the Appointments and Remuneration Committee and provide for termination benefits in the event of termination of the employment relationship and a post-contractual non-competition clause.

The regime for these clauses for the executive directors and senior executives is as follows:

Termination:

- By mutual agreement: termination benefit equal to an amount from one to three times the annual remuneration, on a case-by-case basis.
- At the unilateral decision of the executive: no entitlement to termination benefit, unless the decision to terminate the employment relationship is based on the serious and culpable breach by the Company of its obligations, the post is rendered devoid of content, or in the event of a change of control or any of the other cases of remunerated termination provided for in Royal Decree 1382/1985.
- As a result of termination by the Company: termination benefit equal to that described in the first point.
- At the decision of the Company based on the serious wilful misconduct or negligence of the executive in discharging his duties: no entitlement to termination benefit

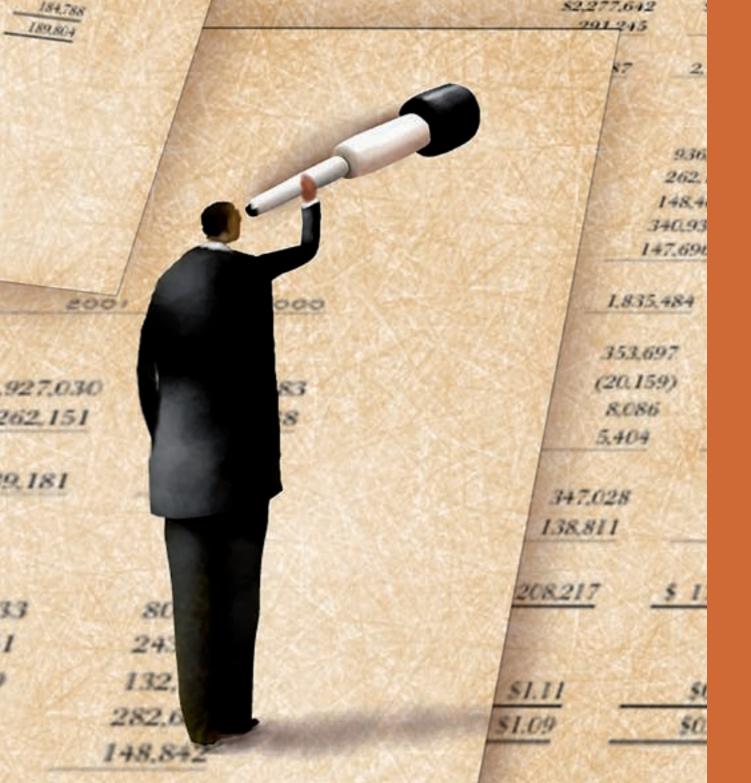
However, in order to be in line with the market, in the case of three of the aforementioned senior executives, the guarantee is one month and a half's salary payment per year of service in certain cases of termination of the employment relationship.

These conditions are alternatives to those derived from changes to the preexisting employment relationship or from the termination thereof due to preretirement for the CEO and senior executives.

Post-contractual non-competition clause:

In the vast majority of the contracts, the outgoing senior executive is required not to engage in a business activity in competition with ENDESA for a period of two years; as a consideration, the executive is entitled to an amount equal to one annual fixed remuneration payment.

The regime governing the clauses for the 33 executives is similar to that described for the executive directors and senior executives, except in the case of certain specific termination benefits of the senior executives.



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