Enel Investment Holding B.V.

Consolidated Financial Statements

Prepared in accordance with the International Financial Reporting Standards as adopted by the European Union

For the year ended 31 December 2008

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Director's Report

General Information

Management of the company hereby presents its financial statements for the financial year ended on 31 December 2008.

Enel Investment Holding B.V. (hereafter: The "Company" or "Enel") is a private limited liability Company, where 100% of the shares are held by Enel SpA, the ultimate parent company, having its statutory seat in Rome Italy. Enel Investment Holding B.V., having its statutory seat at Weteringschans 28 (sous) in Amsterdam The Netherlands, was incorporated on December 15, 2000 under Dutch Law.

The purpose of the Company is to carry on activities and to invest directly or indirectly in companies or ventures that conduct their business:

- in the electricity industry, including all the activities of production, distribution and sale, as well as transmission;
- in the energy industry in general, including fuels, and in the field of environmental protection, as well as water sector;
- in the communications, telematics, information-technology industries and those of multimedia and interactive services;
- in network-based sectors (electricity, water, gas, district heating, telecommunications) on those which, in any case, provide urban services;
- in other sectors in any way related or connected with the activities carried out in the sectors mentioned above.

The Enel Investment Holding B.V. structure is as follows:

Generation and Energy Management Plant Construction		Services and Other Activities	
> Enelco SA - *Greece*	*75%*	> Enel.Re Ltd. - *Irland*	*100%*
> Enel France Sas - *France*	*100%*	> Pragma Energy SA - *Switzerland*	*100%*
- Enel Erelis Sas - *France*	*100%*		
> Enel Albania SHPK – *Albania*	*100%*		
> Enel Green Power International BV – *The Netherlands*	*100%*		
- Enel Latin America BV – *The Netherlands*	*100%*		
- Enel Latin America Llc – *U.S.A.*	*100%*		
- Americas Generation Corporation(1)- *Panama*	*100%*		
- Inelec Srl de cv - *Mexico*	*100%*		
- Blue Line Srl - *Romania*	*100%*		
- Enel North America – *U.S.A.*	*100%*		
- Enel Green Power Bulgaria EAD - *Bulgaria* (formerly Enel Maritza East 4)	*100%*		
- International Wind Power SA - *Greece*	*100%*		
- Wind Parks of Thrace SA - *Greece*	*100%*		
- International Wind Parks of Thrace SA - *Greece*	*100%*		
- Hydro Constructional SA - *Greece*	*100%*		
- International Wind Parks of Crete SA - *Greece*	*100%*		
> Enel Productie Srl - *Romania* (formerly Global Power Investment Srl)	*85%*		
> Enel Rus Llc - *Russia*	*99%*		
> Latin America Energy Holding BV – *The Netherlands*	*100%*		
> Linea Albania-Italia SHPK - *Albania*	*100%*		
> Marcinelle Energie SA - *Belgium*	*80%*		
> OGK-5 - *Russia*	*55,9%*		

(1) Since 30 October 2008, Enel Panama Ltd. and Enel Panama Holding S.A. (formerly Enel Fortuna S.A.) have been merged into Americas Generation Corporation (AGC).

Introduction

In 2008 the Company succeded in finalizing several important foreign acquisitions in line with the strategy of expansion of the Enel Group in the international energy market. The international expansion of the Group has now been completed successfully, in particular with the acquisition of additional number of shares of OGK-5 in Russia, which was completed in March 2008. Enel has thus reached an optimum size to play a major role in an increasingly integrated and global energy market, with a well balanced mix of regulated and generation activities capable of generating stable cash flows over time.
In line with the strategy adopted so far, the programs for the coming years will be aimed at consolidating and integrating the international operations and continuing the pursuit of operational excellence and the development of innovative technologies, renewables and nuclear power.

The Company performed also acquisitions in Europe purchasing the 80% of the Belgian company Marcinelle Energie S.A. for about EUR 32 million, plus a put option for the remaining 20% of the company for an estimated value at 31 December 2008 of EUR 29 million, and 85% of the Romanian company Enel Productie S.r.l. for about EUR 0,2 million. Furthermore Enel Investment Holding B.V. incorporated two companies in Albania, Enel Albania S.p.h.k. and Linea Albania S.p.h.k. for EUR 0,6 million and EUR 0,2 million respectively, to realize a coal power plant and a merchant line for the connection between Albania and Italia.

In the nuclear field, collaboration continues with EDF in France on the development of the EPR systems and the parallel expansion of a platform for the sale of electricity.

Following the reorganization realized by the parent company Enel SpA with the creation of the Renewable Energy Division dedicated to the development and management of power generation from renewable sources, during 2008 also Enel Investment Holding B.V. implemented a new organizational structure with the incorporation of Enel Green Power International B.V. ("EGPI B.V.") which had grouped all the subsidiaries operating in the Renewable Energy sector. The reorganization involved also two companies of the Enel Group: Enel North America Inc. ("ENA") and Enel Latin America Llc. (ELA"), which were contributed to EGPI B.V. by Enel Green Power Holding Sarl, a participated company of Enel Investment Holding B.V. and shareholder of ENA and ELA. Enel Green Power International B.V. is now present in Europe, Latin America and North America.

In Europe, the Company has a presence in Spain, Greece, France, Romania and Bulgaria, with 502 MW of installed capacity and major projects under development.
In the United States and Canada, Enel Green Power International B.V. is present in 20 US states and two Canadian provinces. In this region, EGPI B.V. is one of the few companies to have a diversified portfolio in the four areas of wind, geothermal, hydroelectric and biomass technologies, with an installed capacity of to 749 MW and output in 2008 of 1.9 TWh.
In Central and South America, EGPI B.V. is present with the development and operation of plants in Mexico, Costa Rica, Guatemala, Nicaragua, Panama, Chile and Brazil, with a variety of technologies ranging from hydroelectric to wind and geothermal. Hydro power is currently the principal energy resource in Enel Green Power International's portfolio in the area, with over 30 facilities located in 6 countries with a total capacity of 643 MW.

In Panama, EGPI B.V. operates through its subsidiary Americas Generation Corporation, with a 300 MW hydroelectric plant – the second largest civil infrastructure in the country after the Canal – which generates 23% of the country's electricity.
In Chile, work is under way in the north of the country on the deep prospecting of two geothermal fields with a potential capacity exceeding 100 MW.

As the final step of the reorganization, on 1 January 2009, Enel Investment Holding B.V. sold its participation in EGPI B.V., for an amount of EUR 1,690 million, to the new group company Enel Green Power S.p.A., organized under the laws of Italy and directly owned by Enel S.p.A., relating to the Italian renewables "business".

Significant events in 2008

Acquisition of OGK-5

On 6 March 2008, the number of shares (as verified by the competent bodies) tendered to Enel Investment Holding B.V. amounted to 8,012,088,702, equal to 22.65% of the share capital of OGK-5. These shares, together with the 37.15% of OGK-5 already held by the Company before the public tender offer, therefore gave EIH a total holding of 59.8% in the company. The price offered in the bid was 4.4275 rubles per share, for a total of about EUR 993 million.

Subsequently, negotiations were undertaken with two international financial organizations (the European Bank for Reconstruction and Development and the International Finance Corporation) for the sale to these organizations of a maximum of about 7% of the share capital of OGK-5 held by Enel Investment Holding B.V., at a price equal to that paid in the public tender offer.

Following the negotiations, on June 25, 2008, the Company sold to the European Bank for Reconstruction and Development a minority stake of about 4.1% in OGK-5 for some €175 million. Following the transaction, at 31 December 2008 Enel Investment Holding's interest in OGK-5 is equal to 55.86%.

Incorporation of Enel Green Power International B.V.

On 5 June 2008 a new Dutch company named Enel Green Power International B.V. (hereafter "EGPI B.V."), 100% owned by the Company was incorporated with the aim to realize a corporate reorganization consisting in grouping all the international shareholdings owned by the Company and Enel Group in the renewable sector.

As preliminary step for the mentioned reorganization, with the aim to realize the contribution of Enel North America ("ENA") and Enel Latin America (ELA") to EGPI B.V., the Company sold EGPI B.V. to Enel Green Power Holding S.a.r.l. ("EGPH"), a participated company of Enel Investment Holding B.V. shareholder of ENA and ELA. The Company and EGPH entered into an agreement by a deed of sale, purchase and transfer for the sale and transfer by EGPH and the purchase by the Company of EGPI B.V.; the compensation for such transfer is equal to EUR 867 million corresponding to EGPI B.V. book value.

Subsequently, the Company and EGPI B.V. entered into an agreement for the contribution of the following interests by the Company as voluntary non-cash share premium on the subsidiaries/affiliates that the Company will hold in EGPI B.V. (the "Share premium contribution"):

a. Wind Parks of Thrace S.A.;
b. International Wind Parks of Thrace S.A;
c. International Wind Power S.A.,
d. Hydro Constructional S.A.;
e. International Wind Parks of Crete S.A.;
f. International Wind Parks of Rhodes S.A.;
g. International Wind Parks of Achaia S.A;
h. Glafkos Hydroelectric Station S.A.;
i. Enel Union Fenosa Renovables S.A.;
l. Blue Line S.r.l.;
m. ENEL Green Power Bulgaria EAD.

Subsequently, the Company in its capacity as sole shareholder of EGPI B.V. resolved in the general meeting of shareholders of this latter company to increase the corporate capital of EGPI B.V. in one or more steps against a:

1) contribution in kind of Inelec S.r.l. de C.V.;
2) contribution in kind of the Panamian company Americas Generation Corporation; such latter contribution became effective after the completion of the double downstream merger of this latter company with its parent companies Enel Panama Ltd., Enel Fortuna S.A. and Americas Holding Corporation.

As the final step, on 1 January 2009, the Company sold its participation in EGPI B.V., for an amount of Euro 1.690 million, to the new group company Enel Green Power S.p.A., organized under the laws of Italy and directly owned by Enel S.p.A., relating to the Italian renewables "business".

Acquisition of wind projects in France

On 13 June 2008, the Company, acting through its French subsidiary Enel Erelis S.a.s., completed the acquisition for about EUR 14 million of new wind projects in France at various stages of development totaling 120 MW, some of which will enter service as early as 2009.

Acquisition of Marcinelle Energie

On 30 June 2008, the Company, acquired 80% of Marcinelle Energie, a special purpose company that is developing a 420 MW combined cycle gas turbine plant gas in the Wallonia region of Belgium, from the Duferco steel group. Enel will pay Duferco a total of EUR 32 million (not including some EUR 5 million provided for in the contract addendum) for the stake, of which EUR 19.2 million have already been paid, with the remaining EUR 12.8 million to be settled in two installments in 2009 and 2010. At the same time, Enel granted Duferco a put option for the remaining 20% of Marcinelle Energie. The estimated value of the put option at 31 December 2008 amounts to EUR 29 million. The option can be exercised for a period of six years starting one year after operations begin at the power plant. The strike price takes account of the valuation of the company and financial parameters, capital increases by the minority shareholder and dividends distributed to the latter.

Construction work, which will be performed by Enel Produzione SpA, will be completed at the start of 2011, with a total estimated investment of about EUR 290 million. Once fully operational, the plant will generate about 2.5 TWh of electricity a year on the most competitive terms while complying with stringent environmental standards. The power will serve the Belgian domestic market.

Acquisition of wind projects in Greece

On 28 July 2008, Enel signed an agreement with Damco Energy of the Copelouzos Group and International Constructional (Samaras Group) to acquire 30% (with the right to progressively raise its stake up to 80%) of a pipeline of wind projects up to 1,400 MW in Greece for EUR 122 million. These wind projects are located in the windiest areas of Greece, mainly in Thrace, the Peloponnesus and Eubea. Enel will also have an option to participate in the development of an additional 180 MW in Bulgaria.

Acquisition of rights to develop wind projects in Brazil

On 6 August 2008, Enel Latin America Llc and Enel Brasil Participações signed a cooperation agreement with SoWiTec do Brasil Energias Alternativas, a subsidiary of the German company SoWiTec, to develop wind power projects in Brazil with a total capacity of up to 1,000 MW. With this agreement Enel gained exclusive rights to acquire eight power projects, all at an early stage of development, once they are completed by SoWiTec. The projects have a preliminary capacity of between 56 and 200 MW and are located in the north-eastern part of Brazil, which has excellent wind power potential.

Acquisition of 10% of PT Bayan Resources

On 12 August 2008, Enel Investment Holding B.V. acquired 10% stake (equivalent to 333,333,500 shares) in PT Bayan Resources ("Bayan") for a total of EUR 139 million in the initial public offering (IPO) of the company on the Indonesian Stock Exchange, in implementation of an agreement with Bayan and its shareholders.

The shares acquired by Enel Investment Holding B.V. will be subject to a lock-up period of 18 months from the closing date of the IPO. Bayan is the eighth largest coal producing group in Indonesia in terms of production volume in 2007, with integrated coal mining, processing and logistics operations. Enel Trade S.p.A., one of the company's top five customers by revenues in 2007, has also executed a coal supply agreement with Bayan which provides for the latter to supply a specified amount of coal until December 2019.

Development agreements in Russia

On 30 October 2008, Eni, Enel S.p.A. and Gazprom agreed further developments in the implementation of their partnership. More specifically, the parties signed accords for the development of the companies ArcticGas and Urengoil, as well as signing agreements committing Gazprom to take a stake in Severenergia, as envisaged in the 2007 agreement. Eni, Enel S.p.A. and Gazprom will immediately begin to work obtaining approval of their development plans and the consequent amendment of mineral extraction licenses.

Overview of the Group's performance and financial position

Definition of performance indicators

In order to present the results of the Group and analyze its financial structure, the Company has prepared separate reclassified schedules that differ from those envisaged under the IFRS-EU adopted by the Group and presented in the consolidated financial statements. These reclassified schedules contain different performance indicators from those obtained directly from the consolidated financial statements, which management feels are useful in monitoring Group performance and representative of the financial performance of the Group's business.

In accordance with recommendation CESR/05-178b published on 3 November 2005, the criteria used to calculate these indicators are described below:

Gross operating margin: an operating performance indicator, calculated as "Operating income" before "Depreciation, amortization and impairment losses";

Net non-current assets: calculated as the difference between "Non-current assets" and "Non-current liabilities" with the exception of:

> "Deferred tax assets";
> "Financial receivables due from other entities", "Other securities designated at fair value through profit or loss" and other minor items reported under "Non-current financial assets";
> "Long-term loans";
> "Post-employment and other employee benefits";
> "Provisions for risks and charges";
> "Deferred tax liabilities".

Net current assets: calculated as the difference between "Current assets" and "Current liabilities" with the exception of:

> "Receivables for factoring advances", "Long-term financial receivables (short-term portion), "Other securities" and other minor items reported under "Current financial assets";
> "Cash and cash equivalents";
> "Short-term loans" and the "Current portion of long-term loans".

Net capital employed: calculated as the algebraic sum of "Net non-current assets" and "Net current assets", provisions not previously considered, "Deferred tax liabilities" and "Deferred tax assets", as well as "Net assets held for sale".

Net financial debt: a financial structure indicator, determined by "Long-term loans", the current portion of such loans and "Short-term loans" less "Cash and cash equivalents", "Current financial assets" and "Non-current financial assets" not previously considered in other balance sheet indicators.

Main changes in the scope of consolidation

In the two years examined here, the scope of consolidation changed as a result of the following main transactions:

2007

> the acquisition, on 2 February 2007, for an amount of EUR 125 million of the entire capital of the Panamanian company Enel Panama Holding S.A. (formerly Enel Fortuna S.A.), giving Enel Investment Holding B.V. full control of the panamian hydro generation company Empresa de Generatiòn Electrica Fortuna S.A., which is fully consolidated; a purchase price allocation has been performed with a goodwill recognized amounting to EUR 56 million;

> the acquisition, on 1 October 2007, of 100% of three companies (International Windpower S.A., Wind Parks of Thrace S.A. and International Wind Parks of Thrace S.A.) active in generating electricity from wind power in Greece; acquisition cost was EUR 93 million; PPA resulting in a goodwill of EUR 42 million;

> the acquisition, on 24 October 2007, for an amounts of EUR 1 million, of 100% of Blue Line, a Romanian company that holds the rights to develop wind power projects in the region of Dobrogea; goodwill amounts to EUR 1 million;

> the acquisition, on 7 December 2007, of 100% of Inelec S.r.l. de C.V., a company active in hydroelectric generation in Mexico; the purchase price amounted to EUR 119 million; goodwill amounts to EUR 100 million.

2008

> as regards the 2007 acquisitions of International Windpower S.A., Wind Parks of Thrace S.A. and International Wind Parks of Thrace S.A. the purchase price allocation has been performed in 2008 with a badwill recognized amounting to EUR 3 million for International Windpower S.A and a total goodwill recognized amounting to EUR 20 million for the remaining two companies;

> as regards the 2007 acquisition of Inelec S.r.l. de C.V. the purchase price allocation was completed in 2008 with a goodwill recognized amounting to EUR 84 million;

> the acquisition, on 5 March 2008, of a 85% stake in Enel Productie S.R.L. (formerly Global power Investment S.R.L.), a Romanian company which is developing a project of construction of a coal power plant in Romania. The purchase price was EUR 0.2 million; goodwill amounts to EUR 0,1 million.

> the acquisition, on 19 May 2008, of 100% of International Wind Parks of Crete S.A. and Hydro Constructional S.A., which operate in Greece in the generation of electricity from renewables; the purchase price was EUR 23 million; goodwill amounts to EUR 16 million;

> the conclusion, on 28 May 2008, of the changes in the governance arrangements of OGK-5, which gave Enel full control as from that date. Enel Investment Holding B.V. , had acquired 59.80% of the Russian company in a series of purchases, of which 22.65% in the public tender completed on 6 March 2008, before selling a minority stake of 4.1% on 25 June 2008. As from 28 May 2008, the company is consolidated on a line-by-line basis. The purchase price was EUR 2,478 million, goodwill amounts to EUR 1,515 million;

> the incorporation on 5 June 2008 of a new Dutch company named Enel Green Power International B.V. 100% owned by the Company to which all the international shareholdings held by Enel Investment Holding B.V. and Enel Group in the renewable sector has been contributed during the 2008;

> the acquisition, on 30 June 2008, of a 80% stake in Marcinelle Energie S.A., which is building a combined-cycle gas turbine plan in Belgium; the purchase price amounted to EUR 37 million. The company is consolidated taking account of the put option on 20% granted to Duferco (shareholder of Marcinelle Energie S.A.) at the time of the sale, the estimated value of the put option at 31 December 2008 amounted to EUR 29 million; goodwill amounts to EUR 63 million;

> the contribution at book value, on 25 September 2008, by Enel Green Power Holding Sarl of 100% of Enel North America Inc. and Enel Latin America Llc. for an amount of respectively EUR 596 million and EUR 271 million. These two American companies operate in the generation of electricity from renewable resources.

Group performance on the Profit & Loss

Millions of euro

	2008	2007	2008-2007
Total revenues	**1,257**	**222**	**1,035**
Total costs	**974**	**170**	**804**
GROSS OPERATING MARGIN	**283**	**52**	**231**
Depreciation, amortization and impairment losses	135	11	124
OPERATING INCOME	**148**	**41**	**107**
Financial income	106	82	24
Financial expense	338	81	257
Total financial income/(expense)	**(232)**	**1**	**(231)**
Share of gains/(losses) on investments accounted for using the equity method	**37**	**31**	**(6)**
PROFIT/(LOSS) BEFORE TAXES	**(47)**	**73**	**(120)**
Income taxes	51	14	37
NET PROFIT/(LOSS) (Group and minority interests)	**(98)**	**59**	**(157)**
Minority interests	(28)	(14)	(14)
GROUP NET PROFIT/(LOSS)	**(126)**	**45**	**(171)**

The Profit and Loss account for the period 1 January 2008 up to and including 31 December 2008 shows a Net loss for the year equal to EUR 98 million (an income of EUR 59 million in the previous year) of which a loss of EUR 126 million attributable to shareholders of the Parent Company and an income of EUR 28 million attributable to minority interest.

This result is mainly affected by two extraordinary items: the reduction in the value of the investment in PT Bayan Resources (EUR 118 million) and the impairment recorded on Enel Green Power Holding Sarl (EUR 60 million); which were only partially balanced by the good results connected to the changes in the scope of consolidation.

Revenues

Millions of euro

	2008	2007	2008-2007
Revenues from the sale and transport of electricity	1,143	177	966
Revenues from premium reassurance provided	38	38	-
Other sales and services	77	7	70
Total	**1,257**	**222**	**1,035**

In 2008, Revenues amounted to EUR 1,257 million, up EUR 1,035 million over 2007. The rise is partially attributable to the contribution of the new acquisitions in 2008 and partially to the different consolidation period of the acquisitions made during 2007. This increase is connected to the following factors:

> an increase of EUR 966 million in "Revenues from the sale and transport of electricity", EUR 666 million related to the consolidation of OGK-5 following the full control acquired as from 28 May 2008, EUR 20 million related to the consolidation of the fourth quarter of ENA and EUR 26 million related to the consolidation of the fourth quarter of ELA; an increase on the previous year in the revenues of Enel France S.a.s. (up EUR 183 million), AGC (up EUR 39 million), Inelec (up EUR 18 million) and Elica (up EUR 14 million).

> an increase of EUR 70 million in "Other sales and services" mainly attributable to auxiliary services rendered by OGK-5 (EUR 30 million) and to the sale of assets made by ENA (EUR 27 million).

The changes in the scope of consolidation also significantly influence the *Operating income* that totaled EUR 148 million, compared to EUR 41 million of the previous year.

Costs

Millions of euro

	2008	2007	2008-2007
Raw materials and consumables	729	112	617
Services	123	38	85
Personnel	64	5	59
Other operating expenses	58	15	43
Total	**974**	**170**	**804**

> an increase of EUR 617 million in "Raw materials and consumables" refers to electricity purchases for EUR 256 million, to fuel purchases for electricity production for EUR 354 million and to purchases of other materials for EUR 7 million; this increase is mainly associated to the consolidation of OGK-5 (EUR 499 million) and to the increase in the electricity purchases of Enel France S.a.s. (up 106 million on the previous year).

> an increase of EUR 85 million in"Services", mainly connected to the consolidation of the new acquisitions (EUR 71 million);

> an increase of EUR 59 million in "Personnel" costs in 2008 due to the change in the scope of consolidation;

> an increase of EUR 43 million in "Other operating expenses" in 2008 associated to judicial costs related to the sale of Wind (EUR 14 million) and to the change in the scope of consolidation.

Depreciation of tangible assets amounted to EUR 67 million, Amortization of intangible assets amounted to EUR 6 million and Impairments amounted to EUR 62 million. The increase of depreciation and amortization on the previous year amounting to EUR 62 million, is essentially associated to the consolidation of OGK-5 (EUR 40 million), ELA (EUR 4 million), ENA (EUR 8 million) and Elica (EUR 9 million). The impairment losses recorded refer to the evaluation of the equity investment in Enel Green Power Holding Sarl (EUR 60 million) and to tangible assets for EUR 2 million.

Financial income for 2008 totaled EUR 106 million, up EUR 24 million on the previous year, essentially attributable to OGK-5 (EUR 30 million) and Enel RE (up EUR 5 million on 2007).

Financial expense amounted to EUR 338 million in 2008, an increase of EUR 257 million on 2007. The rise is mainly attributable (up EUR 172 million on 2007) to Enel Investment Holding B.V. and in particular to the estimated reduction in the value of the investment in PT Bayan Resources (EUR 118 million) and to the increase in interest expense on the intercompany current account of EUR 43 million. Interest expense reflected the increase in short time debt with Enel S.p.A. to finance a part of the acquisitions carried out in 2008. The rise on the previous year is also connected to the consolidation of OGK-5 (EUR 46 million), ELA (EUR 7 million), ENA (EUR 8 million) and Enel France (EUR 10 million).

The result of **investments accounted for using the equity method** in 2008 was a positive EUR 37 million, compared with a net income of EUR 31 million in 2007. It reflects the positive contribution from OGK-5 (EUR 14 million), EUFER (EUR 13 million) and Res Holding (EUR 12 million) partially balanced by the loss related to Artic Russia B.V. (EUR 2 million) and by the results and impairments recorded by the new acquired companies (negative for EUR 11 million).

Analysis of the Group's financial position

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
Net non-current assets:			
- property, plant and equipment and intangible assets	3,682	480	3,202
- goodwill	1,720	262	1,458
- equity investments accounted for using the equity method	1,326	2,863	(1,537)
- other net non-current assets/(liabilities)	56	237	(181)
Total	**6,784**	**3,842**	**2,942**
Net current assets:			
- trade receivables	145	49	96
- inventories	76	1	75
- other net current assets/(liabilities)	(277)	4	(281)
- trade payables	(236)	(54)	(182)
Total	**(292)**	**0**	**(292)**
Gross capital employed	**6,492**	**3,842**	**2,650**
Provisions:			
- post-employment and other employee benefits	(39)	(1)	(38)
- provisions for risks and charges	(113)	(85)	(28)
- net deferred taxes	(261)	(28)	(233)
Total	**(413)**	**(114)**	**(299)**
Net capital employed	**6,079**	**3,728**	**2,351**
Total shareholders' equity	**3,682**	**3,372**	**310**
Net financial debt	**2,397**	**356**	**2,041**

The total amount of Equity investments at the end of 2008 amounting to EUR 1,398 million (EUR 1,326 million in Associates companies and Joint ventures and EUR 72 million in Other companies) compared to 2007 shows a decrease of EUR 1,543 million, primarily due to the reclassification following the acquisition of a controlling interest in the Russian company OGK-5. The Company also realised relevant investments purchasing subsidiaries companies during the year 2008. All these investments has been mainly financed by the Company by the increase of the Intercompany loan account with the shareholder's Enel S.p.A. of about EUR 1,902 million.

Property, plant and equipment and intangible assets increased by EUR 3,202 million to EUR 3,682 million. The rise is essentially attributable to the expansion in the scope of consolidation associated with the acquisitions made in 2008, of which EUR 1,777 million of net value linked to OGK-5, EUR 307 million to Enel Latin America Llc., EUR 893 million to Enel North America Inc., EUR 30 million to Marcinelle Energie S.A. as well as capital expenditure for the year in the amount of EUR 430 million and the Power Purchase Agreements of International Windpower S.A., Wind Parks of Thrace S.A. and International Wind Parks of Thrace S.A. determined in the Purchase Price Allocation for EUR 36 million, partially balanced by the negative impact of the exchange differences.

Goodwill amounted to EUR 1,720 million, up EUR 1,458 million, mainly reflecting the recognition in 2008 of the overall goodwill connected with the acquisition of OGK-5 (EUR 1,356 million), Marcinelle Energie S.A. (EUR 63 million), wind-power companies in France (EUR 14 million), two renewable generation companies in Greece belonging to Elica project (EUR 16 million), and goodwill attributable to the subsidiaries of Enel North America (EUR 12 million) and Enel Latin America Llc. America (EUR 21 million). The above figures have been allocated provisionally to goodwill pending completion of the analysis needed to allocate the amounts more accurately to the assets and/or liabilities acquired, with the exception of those in respect of the subsidiaries of ELA Llc. and ENA Inc., for which allocation has been completed. The increase in 2008 associated with the above acquisitions was partially offset by the effects of the completion during the year of the allocation of the cost of the equity investment at the fair value of the assets acquired and liabilities assumed with Inelec S.r.l. de C.V. (a negative of EUR 15 million partially balanced by a profit on exchange rate of EUR 4 million) and with International Windpower S.A., Wind Parks of Thrace S.A. and International Wind Parks of Thrace S.A. (an overall negative of EUR 21 million). The residual goodwill recognized is to be considered definitive. (See Note 9 “Intangible assets”).

Equity investments accounted for using the equity method amounted to EUR 1,326 million, down EUR 1,537 million on the previous year, essentially as a result of the reclassification of OGK-5, following the acquisition of a controlling interest, in the amount of EUR 1,666 million and the impairment loss recorded on the investment in Enel Green Power Holding Sarl. in the amount of EUR 60 million partially offset by the recognized income (EUR 10 million) and by the acquisition of a 30% stake in a number of wind-power companies in Greece (EUR 122 million).

Other net non-current assets/(liabilities) showed a net asset of EUR 56 million at 31 December 2008, a decrease of EUR 181 million compared with 31 December 2007. The change is mainly attributable to the following factors:

> a decrease of EUR 132 million in non-current assets, mainly related to the reclassification of the Cooperation Agreement "EPR Flamanville 3" between Enel France S.a.s. and EDF amounting to EUR 136 million at 31 december 2007;

> an increase of EUR 48 million in non-current liabilities, which refers to ENA for EUR 35 million) and to payable for the acquisition of Marcinelle Energie S.A. (EUR 13 million).

Net current assets came to a negative EUR 292 million at 31 December 2008 with a decrease of EUR 292 million on the previous year. This change is due primarily to the following factors:

> a EUR 96 million increase in *trade receivables* due primarily to the increase in receivables for the sale of electricity following the change in the scope of consolidation for acquisitions during the year and the different consolidation period for Enel France S.a.s.;

> a EUR 75 million increase in *inventories* due to the effect of the consolidation of OGK-5 during the year;

> an increase of EUR 281 million in other *current liabilities less related assets*. This change is due to the following factors:
  - a EUR 25 million increase in *net tax payables* mainly due to the changes in the scope of consolidation and to the differing consolidation period for AGC and Enel France S.a.s.;
  - a EUR 175 million increase in *other net non-financial liabilities* mainly relate to the liability connected to the acquisition of PT Bayan Reasource (EUR 153 million);
  - a EUR 81 million increase in *other net financial liabilities*, of which EUR 49 million related to the increase in the interest payable to Enel S.p.A. and EUR 25 to the decrease in the derivative assets.

> a EUR 182 million increase in *trade payables*, due essentially to greater payables for the purchase of electricity and for contract of work in progress, as well as the effect of the change in the scope of consolidation in 2008.

Provisions amounted to EUR 413 million, increasing by EUR 299 million year on year. The rise is connected essentially to the changes in the scope of consolidation.

The Group Net Equity amounts to EUR 2,784 million, a decrease of EUR 442 million compared to 31 December 2007 and is represented by issued and paid up share capital of EUR 1,593 million, reserves for EUR 1,273 million, retained earnings for EUR 44 million and the loss of the year amounting to EUR 126 million. The Minority interest amounts to EUR 898 million (EUR 146 million at 31 December 2007).

Net capital employed came to EUR 6,079 million at 31 December 2008, and was funded by shareholders' equity attributable to the Group and minority interests in the amount of EUR 3,682 million and net financial debt of EUR 2,397 million. With regard to the latter figure, the debt-to-equity ratio at 31 December 2008, came to 0.65 (compared with 0.11 at 31 December 2007).

Analysis of the financial structure

Net financial debt

Net financial debt and changes in the period are detailed in the table below:

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
Long-term debt:			
- bank loans	64	31	33
- bonds	584	593	(9)
- other loans from Third parties	153	-	153
- other loans from Enel Group's Companies	337	169	168
Long-term debt	*1,138*	*793*	*345*
Long-term financial receivables and securities	(345)	(114)	(231)
Other m/l term financial receivables - Enel SpA	(522)	(522)	0
Net long-term debt	**271**	**157**	**114**
Short-term debt:			
Bank loans:			
- short-term portion of long-term debt	16	7	9
- other short-term bank debt	45	3	42
Short-term bank debt	*61*	*10*	*51*
Bonds (short-term portion)	133	61	72
Other loans from Third parties (short-term portion)	23	-	23
Intercompany current account - Enel SpA	*2,168*	*266*	*1,902*
Other short-term loans from Enel Group's Companies	195	3	192
Other short-term loans	4	1	3
Other short-term debt	*2,523*	*331*	*2,192*
Long-term financial receivables (short-term portion)	(20)	-	(20)
Long-term financial receiv (short-term portion) – Enel SpA	0	(50)	50
Other short-term financial receivables Enel Group	(14)	(6)	(8)
Cash and cash equivalents	(424)	(86)	(338)
Cash and cash equivalents and short-term financial receivables	*(458)*	*(142)*	*(316)*
Net short-term financial debt	**2,126**	**199**	**1,927**
NET FINANCIAL DEBT	**2,397**	**356**	**2,041**

Net financial debt was equal to EUR 2,397 million at 31 December 2008, an increase of EUR 2,041 million over 31 December 2007 mainly attributable to the changes in the scope of consolidation and to the rise of the short term debt of Enel Investment Holding B.V. with Enel

S.p.A. on the intercompany current account (up EUR 1,902 million on 2007) to finance a part of the acquisitions carried out in 2008.

Net long-term financial debt increased by EUR 114 million to EUR 271 million compared with the previous year; the increase reflects the effects of the consolidation of the debt of the new company entered in the scope of consolidation (EUR 231 million) partially balanced by the decrease in the net financial debt of the other subsidiaries (EUR 117 million). Bank loans amounted to EUR 64 million and bonds amounted to EUR 584 million; concerning the other loans, the loans from related parties amounting to EUR 337 million refer to Revolving Credit Facilities accorded by Enel Finance International S.A., a subsidiary of Enel Group having its statutory seat in Luxembourg while the loans from other financial institutions and insurance companies amounted to EUR 153 million.

Net short-term financial debt came to EUR 2,126 million at 31 December 2008, a rise of EUR 1,927 million on 2007. More specifically, the charge of the Intercompany current account with Enel SpA increased of EUR 1,902 million mainly to finance the investment activities of the Company, the consolidation of the net short term financial debt of the new company entered in the scope of consolidation amounted to EUR 78 million partially balanced by the decrease in the net financial debt of the other subsidiaries (EUR 53 million).

Cash flows

Millions of euro

	2008	2007	2008-2007
Cash and cash equivalents at the start of the year (1)	(177)	(148)	(29)
Cash flows from operating activities	587	(83)	670
Cash flows from investing/disinvesting activities	(2,407)	(3,133)	626
Cash flows from financing activities	265	3,189	(2,924)
Effect of exchange rate changes on cash and cash equivalents	2	(2)	4
Cash and cash equivalents at the end of the year (1)	(1,730)	(177)	(1,553)

(1) Including intercompany current account - Enel SpA

Cash flows from operating activities were positive at EUR 587 million in 2008 reflecting the positive contribution to the gross operating margin (EUR 298 million not including provisions) of the new operating companies acquired and the cash flow generated by the changes in net current assets between the two years (EUR 288 million).

Cash flows from investing/disinvesting activities for 2008 resulted in a use of funds of EUR 2,407 million, compared with EUR 3,133 million a year earlier. In particular, investments in property, plant and equipment amounted to EUR 426 million, an increase of EUR 403 million compared to 2007 essentially connected with capital expenditure of the operating companies; and the investment in intangible assets amounted to EUR 4 million (nihil in 2007). Investments in entities and business units, net of cash and cash equivalents acquired in the amount of EUR 104 million, totaled EUR 1,977 million. They mainly regarded the acquisition of a further stake of OGK-5 for EUR 833 million, the acquisition of ENA for EUR 596 million, of ELA for EUR 271 million, of 10% of PT Bayan Resouces for EUR 139 million, of wind projects in Greece for EUR 122 million and of wind project in France for EUR 14 million.

Cash flow from financing activities generated liquidity totaling EUR 265 million, compared with EUR 3,189 million of the previous year. The flow for 2008 mainly refer to Revolving Credit Facilities accorded by Enel Finance International S.A. to Enel Investment Holding and its subsidiaries, while in 2007 it included the payments of a share premium contribution in the amount of EUR 3,000 million that made possible to meet almost all the cash needs generated by investment and operating activities of the year. Differently, in 2008, the relevant amount of investing activities were financed by the charge of the Intercompany current account with Enel SpA, increased of EUR 1,902 million on the previous year.

Environmental and personnel related information

As per 31 December 2008 Enel Investment Holding B.V. had, other than the eight directors, one staff member employed. During 2009 one more staff member will be employed.

The Company as per 31 December 2007 has eight directors of which four are employees of Enel S.p.A. and they do not receive any remuneration from Enel Investment Holding B.V.; the remaining four directors receive an annual remuneration amounting to EUR 25 thousand each (see Note 36).

Reference scenario

Over the course of 2008 the financial markets continued to decline, registering lows in September and October in conjunction with the collapse of a number of international financial institutions.

The acute phase of the crisis began in September, as its effects spread from the banking and financial world to the real economy. In response to these developments, the world economy experienced a steep decline in confidence and weak sales, which together with the increasingly difficulty of accessing credit, prompted firms to cut orders, thereby triggering a sharp contraction in economic activity and the labor market.

In order to cope with the crisis, national governments prepared rescue plans and corrective measures to mitigate the impact on the real economy, increasing spending and investment and intervening in those industries hit the hardest by the crisis or sectors of strategic importance, with the intention of supporting employment and bolstering the social safety net.

The deterioration in the international economic situation and the uncertainty in the financial markets also impacted the utilities sector, whose decline was linked above all to the sharp worsening of conditions in the commodities market and energy prices, as well as the general perception of the increased risk level of equity markets. The benchmark utilities indices, the FTSE Electricity index and the Bloomberg World Electricity index, have dropped by 52% since the start of 2008.

Concerning the economic developments in the countries in which Enel Investment Holding B.V. and its subsidiaries operate, in 2008 the international economy was affected by deep uncertainty generated by the financial shock at the start of the summer of 2007, which at the end of the year had developed into a global recession. Governments and monetary authorities around the world

responded promptly with expansionary policies to sustain the economy, with a decline in inflation facilitating their task.
On the foreign exchange front, in the first half of the year the euro strengthened considerably against the dollar, reaching a high of $1.60 per euro, before weakening in the latter part of the year, closing the period at $1.39 per euro.

In 2008, world GDP rose by 2.4%, compared with 3.9% in 2007.

Last year, the slowdown in GDP growth in the United States (1.1%, compared with 2.0% in 2007) and the euro area (0.8%, compared with 2.7% in 2007) was mainly a consequence of the decline in household consumption and a sharp reduction in investment, which was not offset by net exports. Household consumption was affected by the decline in stock and real estate prices, as well as the deterioration in labor market conditions, while investment was impacted by the credit squeeze as well as uncertain expectations for demand. More specifically, the impact of the recession in the latter part of the year in the euro area varied depending on the type of government intervention implemented and the different growth models in the individual countries. The countries of Eastern Europe and Russia saw their real economies falter, with industrial output and investment slowing and employment rising, accompanied by a substantial outflow of capital and a consequent depreciation in their currencies. The impact of plummeting oil prices on the Russian economy was severe. Economic growth in Latin America slowed, with the pace of GDP growth subsiding to 4.5%, compared with 6% in 2007. Capital flight triggered a depreciation in the currencies of the region.

Future outlook

The Company will keep maintaining the role of holding of some foreign subsidiaries of the Enel Group working in the traditional power sources field and will continue to support the Enel group in the framework of its presence in the international market.

The Group's attention will be focused on the further consolidation and integration of its various parts, with the aim of creating value by leveraging the professionalism, skills and synergies it possesses, without neglecting the search for new opportunities in technological innovation and in organic growth in the areas and businesses in which it operates.

At the same time, the portfolio optimization efforts designed to reinforce the Group's financial position, which has been affected considerably by the international expansion policy pursued in recent years, will continue.

Subsequent balance sheet events, reported in details on the Financial statement notes (Note 37), mainly related to:

- the sale on 1 January 2009 of the participation in Enel Green Power International B.V., for an amount of Euro 1,690 million, to the new group company Enel Green Power S.p.A., organized under the laws of Italy and directly owned by Enel S.p.A., relating to the Italian renewables "business";
- the subscription of a total number of shares equal to 9.15% of the new incorporated Romanian company Energo Nuclear S.A. for an overall exposure of about EUR 0.5 million (equal to RON 1,802 million), with the aim of participate to the "Cernavoda3&4 project" consisting in the development, financing, construction and operation of two additional nuclear units of 720 MW each located in Cernavoda, Romania;

- the payment on 11 march 2009 of an equity increase in Enelco amounting to EUR 8 million;
- the proposal received from a third party to sell the shares, which the company keeps in Selecta S.p.A., for an amount of EUR 1,5 million.

Research and Development

The Company does not perform any research and development activities directly. These are performend by the operating entities, such as the subsidiaries and other Enel Group Companies.

Risk Management

Financial instruments and related risk management activities are used only to minimize the Company's exposure to the exchange and interest rate risk and not for speculation purposes.

The main risks and uncertainties of the Company and its subsidiaries are described below.

Market liberalization and regulatory developments

The energy markets in which the Group operates are currently undergoing gradual liberalization, which is being implemented using different approaches and timetables from country to country. As a result of these processes, the Group is exposed to increasing competition from new entrants and the development of organized markets. The business risks generated by the natural participation of the Group in such markets have been addressed by integrating along the value chain, with a greater drive for technological innovation, diversification and geographical expansion.

The Group often operates in regulated markets, and changes in the rules governing operations in such markets, and the associated instructions and requirements with which the Group must comply, can impact our operations and performance. In order to mitigate the risks that such factors can engender, Enel has forged closer relationships with local government and regulatory bodies, adopting a transparent, collaborative and proactive approach in tackling and eliminating sources of instability in regulatory arrangements.

Supply continuity

As part of their ordinary operations, the operating subsidiaries of the Group are exposed to changes in the prices of fuel and electricity, which can have a significant impact on their results.

To mitigate this exposure, the Enel Group has developed a strategy of stabilizing margins by contracting for supplies of fuel and the delivery of electricity to end users in advance.

In order to limit the risk of interruptions in fuel supplies, the Group has also diversified fuel sources, using suppliers from different geographical areas and encouraging the construction of transportation and storage infrastructure.

Credit risk

In its commercial and financial activities, the Group is exposed to the risk that its counterparties might not be able to discharge all or part of their obligations, whether these involve payment for goods already delivered and services rendered or payment of the expected cash flows under financial derivatives contracts.

In order to minimize such risks, the Group assesses the creditworthiness of the counterparties to which it has its largest exposures on the basis of information supplied by independent providers and internal rating models. This process provides for the attribution of an exposure limit for each counterparty, the request for appropriate guarantees for exposures exceeding such limits and periodic monitoring of the exposures.

Liquidity risk

The financial crisis originally triggered by the crisis in US subprime mortgages, which then continued with the problems at Lehman Brothers and the rescues/acquisitions of leading banks and insurance companies, has caused credit conditions to tighten. Despite this turbulence, the Enel Group continued to have access to the bank credit and commercial paper markets. Any difficulties in raising funds have been overcome through careful financial planning and funding policies.

Liquidity risk is managed by the Group Treasury unit at Enel S.p.A., which ensures adequate coverage of cash needs (using lines of credit and issues of bonds and commercial paper) and appropriate management of any excess liquidity.

Exchange rate and interest rate risk

Enel Investment Holding B.V. and its subsidiaries are exposed to exchange rate risk associated with cash flows in respect of the purchase or sale of fuel or electricity on international markets, cash flows in respect of investments or other items in foreign currency and debt denominated in currencies other than the functional currency of the respective countries.

The main exchange rate exposure of the Company is in respect of the US dollar and of the Russian ruble. During the year, management of exchange rate risk was pursued through compliance with Enel Group's risk management policies, encountering no difficulties in accessing the derivatives market.

Interest rate risk management is aimed at balancing the structure of the debt, reducing the amount of debt exposed to interest rate fluctuations and minimizing borrowing costs over time, limiting the volatility of results. The main source of the exposure to this category of risk for the Group is floating-rate debt. Enel Investment Holding B.V. and its subsidiaries are involved in the management policies implemented by the Parent Company Enel S.p.A. to optimize the Group's overall financial position, ensure the optimal allocation of financial resources and control financial risks.

Other risks

Breakdowns or accidents that temporarily interrupt operations at plants represent an additional risk associated with the Group's business. In order mitigate such risks, the Group adopts a range of prevention and protection strategies, including preventive and predictive maintenance techniques and technology surveys to identify and control risks, and implement international best practices. Any residual risk is managed using specific insurance policies to protect corporate assets and provide liability coverage in the event of harm caused to third parties by accidents, including pollution, that may occur in during the production and distribution of electricity.

Statement of the Board of Directors

Statement ex Article 5:25c Paragraph 2 sub c Financial Markets Supervision Act ("Wet op net Financieel Toezicht")

To our knowledge,

1. the financial statements give a true and fair view of the assets, liabilities, financial position and result of Enel Investment Holding B.V. and its consolidated companies;
2. the management report gives a true and fair view of the company's position as per 31 December 2008 and the developments during the financial year 2008 of Enel Investment Holding B.V. and its consolidated companies;
3. the director's report describes the principal risks the issuer is facing.

Amsterdam, 28 April 2009

The Board of Directors:

A. Brentan

C. Machetti

H. Marseille

F. Mauritz

A.J.M. Nieuwenhuizen

C. Palasciano

K. Schell

C. Tamburi

Consolidated Financial Statements

Prepared in accordance with the International Financial

Reporting Standards as adopted by the European Union

For the year ended 31 December 2008

Enel Investment Holding BV consolidated Balance sheet as at 31 December 2008

Prepared in accordance with IFRS as adopted by the European Union

(before profit appropriation)

Millions of Euro	*Note*				
ASSETS		**31 December 2008**		31 December 2007	
Non-current assets					
Property, plant and equipment	*9*	**3,487**		449	
Intangible assets	*10*	**1,915**		293	
Deferred tax assets	*25*	**49**		2	
Investments accounted for using the equity method	*11*	**1,326**		2,863	
Investments in other companies	*12*	**72**		78	
Non-current financial assets	*13*	**867**		636	
Other Non-current assets	*14*	**60**		186	
Total non-current assets			**7,776**		4,507
Current assets					
Inventories	*15*	**76**		1	
Trade receivable	*16*	**145**		49	
Income Tax receivables	*17*	**16**		9	
Current financial assets	*18*	**64**		101	
Other current assets	*19*	**91**		34	
Cash and cash equivalents	*20*	**403**		83	
Total current assets			**795**		277
Total assets			**8,571**		4,784

The Notes on pages 32 to 90 are an integral part of these Consolidated Financial Statements

Enel Investment Holding BV consolidated Balance sheet as at 31 December 2008

Prepared in accordance with IFRS as adopted by the European Union

Millions of Euro	*Note*				
LIABILITIES AND SHAREHOLDERS' EQUITY		**31 December 2008**		31 December 2007	
Group Net Equity	*21*				
Share capital		**1,593**		1,593	
Reserves		**1,233**		1,524	
Retained earnings (losses)		**84**		64	
Profit (Loss) for the year		**(126)**		45	
Total equity attributable to equity holders of the Company			**2,784**		3,226
Minority Interest			**898**		146
Total shareholder's equity			**3,682**		3,372
Non-current liabilities					
Long-term loans	*22*	**1,138**		793	
Post-employment and other employee benefits	*23*	**39**		1	
Provisions for risks and charges	*24*	**110**		85	
Deferred tax liabilities	*25*	**311**		30	
Other non-current liabilities	*26*	**75**		27	
Total non-current liabilities			**1,673**		936
Current liabilities					
Short-term loans	*27*	**2,412**		273	
Current portion of long-term loans	*22*	**172**		68	
Current portion of provisions	*24*	**3**		-	
Trade payables	*28*	**236**		54	
Income tax payable	*29*	**33**		15	
Current financial liabilities	*30*	**80**		31	
Other current liabilities	*31*	**280**		35	
Total current liabilities			**3,216**		476
Total liabilities			**4,889**		**1,412**
TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY			**8,571**		4,784

The Notes on pages 32 to 90 are an integral part of these Consolidated Financial Statements

Enel Investment Holding BV consolidated Income statement for the year ended 31 December 2008

Prepared in accordance with IFRS as adopted by the European Union

Millions of Euro		2008		2007	
	Note	EUR	EUR	EUR	EUR
Revenues	*32*				
Revenue from sales and services			1,257		222
Costs	*33*				
Raw materials and consumables		729		112	
Services		123		38	
Personnel expenses		64		5	
Depreciation, amortization and impairment losses		135		11	
Other operating expenses		58		15	
Total expenses			1,109		181
Result from operating activities			**148**		41
Financial income	*34*	106		82	
Financial expenses	*34*	(338)		(81)	
Net Finance expenses			(232)		1
Share of income/(expense) from equity investments accounted for using the equity method	*35*		37		31
Profit/(Loss) before income tax			(47)		73
Income tax expenses	*36*		51		14
Profit/(Loss) from continuing operations					
Attributable to:					
Equity holders of the Company			(126)		45
Minority interests			28		14
Profit/(Loss) for the period			(98)		59

The Notes on pages 32 to 90 are an integral part of these Consolidated Financial Statements

Enel Investment Holding BV consolidated Statement of changes in shareholder's equity for the year ended 31 December 2008

Prepared in accordance with IFRS as adopted by the European Union

Millions of Euro	Note	Share Capital	Share Premium	FV and sundry Reserve	Currency translation Reserve	Retained Earnings	Profit For the year	**Group Net Equity**	**Minority interest**	**Total Shareholder's Equity**
Balance at: 1 January 2007	**21**	**1,593**	**6,467**	**(2)**	**(4)**	**(7,849)**	**(12)**	**193**	**62**	**255**
• Profit appropriation		-	-	-		(12)	12	-		-
• Capital contribution		-	3,000	-		-	-	3,000	-	3,000
• Settlement accumulated losses with share premium		-	(7,926)	-		7,926	-	-		-
• Change in scope of consolidation						(1)		(1)	70	69
• Revaluation assets available for sale		-	-	24		-		24		24
• Net income for the year recognized in equity					(35)			(35)		(35)
• Result for the year		-	-	-		-	45	45	14	59
Balance at: 31 December 2007	**21**	**1,593**	**1,541**	**22**	**(39)**	**64**	**45**	**3,226**	**146**	**3,372**
• Profit appropriation		-	-	-		45	(45)	-		-
• Dividends distribution		-	-	-		(25)	-	(25)	-	(25)
• Change in scope of consolidation							-	-	724	724
• Revaluation assets available for sale		-	-	(29)		-		(29)		(29)
• Net income for the year recognized in equity					(262)			(262)		(262)
• Result for the year		-	-	-		-	(126)	(126)	28	(98)
Balance at: 31 December 2008		**1,593**	**1,541**	**(7)**	**(301)**	**84**	**(126)**	**2,784**	**898**	**3,682**

The Notes on pages 32 to 90 are an integral part of these Consolidated Financial Statements

Enel Investment Holding BV Consolidated cash flow Statement for the year ended 31 December 2008

Prepared in accordance with IFRS as adopted by the European Union

Millions of Euro	Notes	2008 EUR	2007 EUR
Net income for the period		**(98)**	**59**
Adjustments for:			
Amortization and impairment losses of intangible assets		6	1
Depreciation and impairment losses of property, plant and equipment		69	10
Other Impairment losses		60	-
Provisions		15	14
Financial (income)/expense	*33*	205	(1)
Income taxes		51	14
(Gains)/Losses and other non-monetary items		(10)	(31)
Cash flow from operating activities before changes in net current assets		*298*	*66*
Increase/(Decrease) in provisions		(11)	(6)
(Increase)/Decrease in inventories		(10)	1
(Increase)/Decrease in trade receivables		(43)	(23)
(Increase)/Decrease in financial and non-financial assets/liabilities		(359)	(137)
Increase/(Decrease) in trade payables		123	28
Interest income and other financial income collected		49	52
Interest expense and other financial expense paid		(160)	(54)
Income taxes paid		(18)	(10)
Cash flows from operating activities (a)		**(587)**	**(83)**
Investment in property, plant and equipment	*9*	(426)	(23)
Investments in intangible assets	*10*	(4)	-
Investments in entities (or business units) less cash and cash equivalents acquired		(1,977)	(3,110)
Disposals of entities (or business units) less cash and cash equivalents sold		-	-
(Increase)/Decrease in other investing activities		-	-
Cash flows from investing/disinvesting activities (b)		**(2,407)**	**(3,133)**
Financial debt (new long-term borrowing)		220	152
Financial debt (repayments and other changes)		45	37
Share premium contribution			3,000
Cash flows from financing activities (c)		**265**	**3,189**
Impact of exchange rate fluctuations on cash and cash equivalents (d)		**2**	**(2)**
Increase/(Decrease) in cash and cash equivalents (a+b+c+d)		**(1,553)**	**(29)**
Cash and cash equivalents at the beginning of the year [1]		**(177)**	**(148)**
Cash and cash equivalents at the end of the year [1]		**(1,730)**	**(177)**

[1] Including intercompany current account - Enel SpA

The Notes on pages 32 to 90 are an integral part of these Consolidated Financial Statements

Notes to the Enel Investment Holding BV consolidated financial statements for the year ended 31 December 2008

1 Form and content of the Consolidated Financial Statements

Following the EU legislation, issuers of financial instruments listed on regulated markets are required to prepare their financial statements in accordance with international accounting standards.

Therefore, Enel Investment Holding B.V., starting with the 2007 financial year, has prepared the financial statements in accordance with the International Financial Reporting Standards (IFRS), the interpretations of the International Financial Reporting Interpretations Committee (IFRIC) and the Standing Interpretation Committee (SIC) as updated by the European Commission, hereinafter "IFRS-EU").

The consolidated financial statements of the Company for the year ending 31 December 2008 comprise the financial statements of the Company and its subsidiaries ("the Group") and the Group's holdings in associates and join controlled entities. A list of the subsidiaries included in the scope of consolidation is reported in the annex.

1.1 Relationship with parent Company and principal activities

Enel Investment Holding B.V. (hereafter: The "Company") is a private limited liability Company, where 100% of the shares are held by Enel SpA, the ultimate parent company, having its statutory seat in Rome Italy. The Company's financial statements are included into the consolidated financial statements of Enel S.p.A. which can be obtained from the Investor Relations section of the Enel S.p.A. website (http://www.enel.it).

Enel Investment Holding B.V., having its statutory seat at Weteringschans 28 (sous) in Amsterdam The Netherlands, was incorporated on December 15, 2000 under Dutch Law.

The purpose of the Company is to carry on activities and to invest directly or indirectly in companies or ventures that conduct their business:

- in the electricity industry, including all the activities of production, distribution and sale, as well as transmission;
- in the energy industry in general, including fuels, and in the field of environmental protection, as well as water sector;
- in the communications, telematics, information-technology industries and those of multimedia and interactive services;
- in network-based sectors (electricity, water, gas, district heating, telecommunications) on those which, in any case, provide urban services;
- in other sectors in any way related or connected with the activities carried out in the sectors mentioned above.

1.2 Going concern

Enel S.p.A., the Parent company, has issued a letter of support as per 31 December 2008 with respect to the Company, guaranteeing its continued financial support to meet the Company's liabilities.

2 Basis of preparation

2.1 Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and with the provisions of the Netherlands Civil Code, Book 2, Title 9.

The consolidated financial statements were approved by the Board of Directors and authorized for issue effective on 28 April 2009.

2.2 Basis of preparation

The consolidated financial statements consist of the consolidated balance sheet, the consolidated income statement and the consolidated statement of changes in shareholder's equity and cash flows and the related notes.

The assets and liabilities reported in the consolidated balance sheet are classified on a "current/non-current basis". Current assets, which include cash and cash equivalents, are assets that are intended to be realized, sold or consumed during the normal operating cycle of the Company or in the twelve months following the balance-sheet date; current liabilities are liabilities that are expected to be settled during the normal operating cycle of the Company or within the twelve months following the close of the financial year.

The consolidated income statement is classified on the basis of the nature of costs, while the indirect method is used for the cash flow statement.

The consolidated financial statements have been prepared on the historical cost basis, with the exception of items that are measured at fair value, as specified in the measurement policies for the individual items, which are the following:

- derivate financial instruments (see Note 3.16.7);
- financial instruments at fair value through profit and loss (see Note 3.16.1);
- available-For-Sale financial assets (see Note 3.16.1).

2.3 Functional and presentation currency

These consolidated financial statements are presented in Euro, which is the Company's functional currency. All financial information presented in Euro have been rounded to the nearest million.

2.4 Use of estimates and judgments

The preparation of the financial statements in conformity with IFRS-EU requires management to make judgments, estimates and assumptions that affect the application of accounting policies, and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and the related assumptions are based on previous experience, on other factors considered reasonable in the circumstances and on ongoing bases. They are formulated when the carrying amount of assets and liabilities is not easily determined from other sources. The estimates are used to recognize provisions for doubtful accounts, depreciation and amortization, impairment losses, liabilities in respect of employee benefits, taxes and other provisions. The estimates and assumptions are periodically revised and the effects of any changes are reflected in the income statement if they only involve that period. If the revision involves both the current and future periods, the change is recognized in the period in which the revision is made and in the related future periods.

A number of accounting policies are felt to be especially important for understanding the financial statements. To this end, the following section examines the main items affected by the use of estimates, as well as the main assumptions used by management in measuring these items in compliance with the IFRS-EU. The critical element of such estimates is the use of assumptions and professional judgments concerning issues that are by their very nature uncertain.

Changes in the conditions underlying the assumptions and judgments could have a substantial impact on future results.

3 Significant accounting policies

The accounting policies set out below heve been applied consistently to all periods presented in these financial statements.

3.1 Pensions and other post-employment benefits

Part of the Group's employees participate in pension plans offering benefits based on their wage history and years of service.

Certain employees are also eligible for other post-employment benefit schemes. The expenses and liabilities of such plans are calculated on the basis of estimates carried out by qualified actuaries, who use a combination of statistical and actuarial elements in their calculations, including statistical data on past years and forecasts of future costs.

Other components of the estimation that are considered include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of wage increases and trends in the cost of medical care.

These estimates can differ significantly from actual developments owing to changes in economic and market conditions, increases or decreases in withdrawal rates and the lifespan of participants, as well as changes in the effective cost of medical care.

Such differences can have a substantial impact on the quantification of pension costs and other related expenses.

3.2 Recoverability of non-current assets

The carrying amount of non-current assets (including goodwill and other intangibles) and assets held for sale is reviewed periodically and wherever circumstances or events suggest that more frequent review is necessary.

Where the value of a group of non-current assets is considered to be impaired, it is written down to its recoverable value, as estimated on the basis of the use of the assets and their future disposal, in accordance with the company's most recent plans.

Possible changes in the estimation factors on which the calculation of such values is performed could generate different recoverable values. The analysis of each group of non-current assets is unique and requires management to use estimates and assumptions considered prudent and reasonable in the specific circumstances.

3.3 Provision for doubtful accounts

The provision for doubtful accounts reflects estimates of losses on the Group's receivables portfolio. Provisions have been made against expected losses calculated on the basis of historical experience with receivables with similar credit risk profiles, current and historical arrears, eliminations and collections, as well as the careful monitoring of the quality of the receivables portfolio and current and forecast conditions in the economy and the relevant markets.
Although the provision recognized is considered appropriate, the use of different assumptions or changes in economic conditions could lead to changes in the provision and therefore impact net income.
The estimates and assumptions are reviewed periodically and the effects of any change are taken to the income statement in the year they accrue.

3.4 Related parties

3.4.1 Definition

Related parties are mainly parties that have the same parent company with Enel SpA (the shareholder of Enel Investment Holding B.V.), companies that directly or indirectly through one or more intermediaries control, are controlled or are subject to the joint control of Enel SpA and in which the latter has a holding that enables it to exercise a significant influence. Related parties also include the members of the Compliance/Supervisory Board of Enel SpA, managers with strategic responsibilities, and their close relatives, of Enel SpA and the companies over which it exercises direct, indirect or joint control and over which it exercises a significant influence. Managers with strategic responsibilities are those persons who have the power and direct or indirect responsibility for the planning, management and control of the activities of the Company. They include Company directors.

3.4.2 Transactions with related parties

Concerning transactions with related parties, Enel Investment Holding B.V. adopted the policy defined by the parent company Enel S.p.A.

In December 2006, the Board of Directors of Enel S.p.A. – in compliance with the provisions of the Italian Civil Code and the recommendations of the Self-regulation Code – adopted regulations that establish the procedures for approving and carrying out transactions undertaken by Enel S.p.A. or its subsidiaries with related parties, in order to ensure the transparency and correctness, both substantial and procedural, of the aforesaid transactions.
According to these regulations, the Internal Control Committee of Enel S.p.A. is entrusted with the prior examination of the various kinds of transactions with related parties, with the exception of those that present a low level of risk for Enel S.p.A. and the Group (the latter including the transactions carried out between companies entirely owned by Enel S.p.A., as well as those that are typical or usual, those that are regulated according to standard conditions, and those whose consideration is established on the basis of official market prices or rates established by public authorities).
After the Internal Control Committee has completed its examination, the Board of Directors gives its prior approval (if the transactions regard Enel S.p.A.) or prior evaluation (if the transactions regard Group companies like Enel Investment Holding B.V.) of the most significant transactions with related parties, by which is meant (i) atypical or unusual transactions; (ii) transactions with a value exceeding EUR 25 million (with the exception of the previously

mentioned ones that present a low level of risk for Enel S.p.A. and the Group); and (iii) other transactions that the Internal Control Committee thinks should be examined by the Board of Directors.

3.5 Basis of Consolidation

3.5.1 Subsidiaries

Subsidiaries are entities controlled by the Company. Control exists when the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that currently are exercisable are taken into account. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries have been changed when necessary to align them with the policies adopted by the Company.

3.5.2 Associates and Joint Ventures

Associates are those entities in which the Company has significant influence, but not control, over the financial and operating policies. Significant influence is presumed to exist when the Company holds between 20 and 50 percent of the voting power of another entity. Joint ventures are those entities over whose activities the Company has joint control, established by contractual agreement and requiring unanimous consent for strategic financial and operating decisions.

Associates and jointly controlled entities are accounted for using the equity method (equity accounted investees) and are initially recognised at cost. The Company's investment includes goodwill identified on acquisition, net of any accumulated impairment losses. The consolidated financial statements include the Company's share of the income and expenses and equity movements of equity accounted investees, after adjustments to align the accounting policies with those of the Company, from the date that significant influence or joint control commences until the date that significant influence or joint control ceases. When the Company's share of losses exceeds its interest in an equity accounted investee, the carrying amount of that interest (including any long-term investments) is reduced to nil and the recognition of further losses is discontinued except to the extent that the Company has an obligation or has made payments on behalf of the investee.

3.5.3 Acquisitions from entities under common control

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as follows:

- The acquisition is accounted for as from the date that control was established by the Company. The income statement is consolidated as of that moment too. The acquisition of the subsidiaries of Enel Green Power International B.V. is considered a common control transaction. This acquisition did not result in significant impact at consolidated Enel Investment Holding B.V. level, except with respect to the impact on total assets and liabilities of consolidating ENEL Latin America and ENEL North America.
- The assets and liabilities acquired from entities owned by the Company or its parent company are recognised at the book values at transaction date. During 2007, the acquisition from Viesgo (a subsidiary of Enel SpA) of 50% of the shares in EUFER was recognised at fair value. This was a particular and unique transaction, strongly related to the acquisition of Endesa by Enel S.p.a., which required the Company to depart from the group policy accounting for common control transactions at book value. EUFER has been disposed on

January 1, 2009 at the same value as the acquisition cost without generating any gain or loss for the Company.

- The components of equity of the acquired entities are added to the same components within Group equity, except that any share capital of the acquired entities is recognised as part of share premium. Any cash paid for the acquisition is recognised directly in equity.

3.6 Consolidation procedures

The financial statements of subsidiaries used to prepare the consolidated financial statements were prepared at 31 December 2008 and 31 December 2007 in accordance with the accounting policies adopted by the Parent Company.

All intragroup balances and transactions, including any unrealized profits or losses on transactions within the Group, are eliminated, net of the tax effect. Unrealized profits and losses with associates and joint ventures are eliminated for the part attributable to the Group.

In both cases, unrealized losses are eliminated except when relating to impairment.

3.7 Translation of foreign currency items

Each subsidiary prepares its financial statements in the functional currency of the economy in which it operates.

Transactions in currencies other than the functional currency are recognized in these financial statements at the exchange rate prevailing on the date of the transaction. Monetary assets and liabilities denominated in a foreign currency other than the functional currency are later adjusted using the balance sheet exchange rate. Any exchange rate differences are recognized in profit or loss, except for differences arising on the retranslation of available-for-sale equity instruments, which are recognized directly in equity.

Non-monetary assets and liabilities in foreign currency stated at historic cost are translated using the exchange rate prevailing on the date of initial recognition of the transaction. Non-monetary assets and liabilities in foreign currency carried at fair value are translated using the exchange rate prevailing on the date the related carrying amount is determined.

3.8 Translation of financial statements denominated in a foreign currency

For the purposes of the consolidated financial statements, all profits/losses, assets and liabilities are stated in euro, which is the functional currency of the Company.

In order to prepare consolidated financial statements, the financial statements of consolidated companies and associates/joint ventures in functional currencies other than the euro are translated into euro by applying the relevant period-end exchange rate to the assets and liabilities, including goodwill and consolidation adjustments, and the average exchange rate for the period, which approximates the exchange rates prevailing at the date of the respective transactions, to the income statement items.

Any resulting exchange rate gains or losses are recognized as a separate component of equity in a special reserve. The gains and losses are recognized in the income statement on the disposal of the subsidiary.

3.9 Business combinations

All business combinations are recognized using the purchase method, where the purchase cost is equal to the fair value at the date of the exchange of the assets acquired and the liabilities assumed, plus any costs directly attributable to the acquisition. This cost is allocated by recognizing the assets, liabilities and identifiable contingent liabilities of the acquired company at their fair values. Any positive difference between the purchase cost and the fair value of the share of the net assets acquired attributable to the Group is recognized as goodwill. Any negative difference is recognized in profit or loss. If the fair values of the assets, liabilities and contingent liabilities can only be calculated on a provisional basis, the business combination is recognized using such provisional values. Any adjustments resulting from the completion of the measurement process are recognized within twelve months of the date of acquisition.

On first-time adoption of IFRS-EU, the Group elected to not apply IFRS 3 (Business combinations) retrospectively to acquisitions carried out before January 1, 2006. Accordingly, the goodwill associated with acquisitions carried out prior to the IFRS-EU transition date is still carried at the amount reported in the last consolidated financial statements prepared on the basis of previous accounting standards.

When control is obtained in successive share purchases (a "step acquisition"), each significant transaction is accounted for separately and the identifiable assets, liabilities and contingent liabilities acquired are stated at fair value when control is obtained. As with an acquisition achieved in a single transaction, minority interests are measured at the minority's proportion of the net fair value of the identifiable assets, liabilities and contingent liabilities

3.10 Property, plant and equipment

Property, plant and equipment, is recognized at historic cost, including directly attributable ancillary costs necessary for the asset to be ready for use. It is increased by the present value of the estimate of the costs of decommissioning and removing the asset where there is a legal or constructive obligation to do so. The corresponding liability is recognized under provisions for risks and charges. The accounting treatment of changes in the estimate of these costs, the passage of time and the discount rate is discussed under "Provisions for risks and charges". Financial charges in respect of loans granted for the purchase of the assets are recognized in profit or loss as an expense in the period they accrue.

Certain items of property, plant and equipment that were revalued at January 1, 2006 (the transition date) or in previous periods are recognized at their revalued amount, which is considered as their deemed cost at the revaluation date.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognized net within "other income" in profit or loss.

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred to replace a component of such item will flow to the enterprise and the cost of the item can be reliably determined. All other expenditure is recognized as an expense in the period in which it is incurred. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of property, plant and equipment are recognized in profit or loss as incurred.

Where major components of property, plant and equipment have different useful lives, the components are recognized and depreciated separately.

The cost of replacing part or all of an asset is recognized as an increase in the value of the asset and is depreciated over its useful life; the net carrying amount of the replaced unit is eliminated through profit or loss, with the recognition of any capital gain/loss.

Property, plant and equipment are reported net of accumulated depreciation and any impairment losses determined as set out below. Depreciation is calculated on a straight-line basis over the item's estimated useful life, which is reviewed annually, and any changes are reflected on a prospective basis. Depreciation begins when the asset is ready for use.

The estimated useful life of the main items of property, plant and equipment is as follows:

	Useful life
Civil buildings	40-65 years
Hydroelectric power plants (1)	35-40 years
Thermal power plants (1)	10-40 years
Geothermal power plants	20 years
Alternative energy power plants	15-35 years
Industrial and commercial equipment	4-25 years

(1) Excluding assets to be relinquished free of charge, which are depreciated over the duration of the concession if shorter than useful life.

Land, both unbuilt and on which civil and industrial buildings stand, is not depreciated as it has an indefinite useful life.
Depreciation methods, residual values and useful lifes are evaluated periodically.

3.11 Intangible assets

Intangible assets, all with a definite useful life, are measured at purchase or internal development cost, when it is probable that the use of such assets will generate future economic benefits and the related cost can be reliably determined.
The cost includes any directly attributable incidental expenses necessary to make the assets ready for use. The assets are shown net of accumulated amortization and any impairment losses, determined as set out below.
Amortization is calculated on a straight-line basis over the item's estimated useful life, which is checked at least annually; any changes in amortization policies are reflected on a prospective basis.
Amortization commences when the asset is ready for use.
The estimated useful life of the main intangible assets is reported in the notes to the caption.
Goodwill deriving from the acquisition of subsidiaries, associated companies or joint ventures is allocated to each of the cash-generating units identified. After initial recognition, goodwill is not amortized and is adjusted for any impairment losses, determined using the criteria described in the notes. Goodwill relating to equity investments in associates is included in their carrying amount.
If licences meet the definition of an intangible asset they are accounted for in accordance with

IAS 38. The amortization follows the amortization of the power plant related to the licence. Amortization methods, residual values and useful lifes are evaluated periodically.

3.12 Impairment

3.12.1 Impairment financial assets

A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

An impairment loss in respect of a financial asset measured at amortized cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate. An impairment loss in respect of an available-for-sale financial asset is calculated by reference to its fair value.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk characteristics. All impairment losses are recognized in the Profit and Loss.

Any cumulative loss in respect of an available-for-sale financial asset recognized previously in equity is transferred to profit or loss.

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognized.

For financial assets measured at amortized cost and available-for-sale financial assets that are debt securities, the reversal is recognized in profit or loss. For available-for-sale financial assets that are equity securities, the reversal is recognized directly in equity.

3.12.2 Impairment non-financial assets

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite lives or that are not yet available for use, the recoverable amount is estimated at each reporting date.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units that are expected to benefit from the synergies of the combination.

An impairment loss is recognized if the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount. Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of the other assets in the unit (group of units) on a *pro rata* basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

3.13 Impairment non-current assets held for sale

Non-current assets (or disposal groups comprising assets and liabilities) that are expected to be recovered primarily through sale rather than through continuing use are classified as held for sale. Immediately before classification as held for sale, the assets (or components of a disposal group) are remeasured in accordance with the Group's accounting policies. Thereafter generally the assets (or disposal group) are measured at the lower of their carrying amount and fair value less cost to sell. Any impairment loss on a disposal group first is allocated to goodwill, and then to remaining assets and liabilities on *pro rata* basis, except that no loss is allocated to inventories, financial assets, deferred tax assets, which continue to be measured in accordance with the Group's accounting policies. Impairment losses on initial classification as held for sale and subsequent gains or losses on remeasurement are recognized in profit or loss. Gains are not recognized in excess of any cumulative impairment loss.

3.14 Inventories

Inventories are measured at the lower of cost and net estimated realizable value. Average weighted cost is used, which includes expenditures incurred in acquiring the inventories. Net estimated realizable value is the estimated normal selling price net of estimated selling costs or, where applicable, replacement cost.

3.15 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognized as a deduction from equity, net of any tax effects.

3.16 Financial instruments

3.16.1 Equity investments in other entities and other financial assets

Equity investments in entities other than subsidiaries, associates and joint ventures as well as other financial assets are recognized at fair value with any gains or losses recognized in equity (if classified as "available for sale") or in profit or loss (if classified as "fair value through profit or loss"). On the sale of available-for-sale assets, any accumulated gains and losses previously recognized in equity are released to the income statement.

When the fair value cannot be determined reliably, equity investments in other entities are measured at cost adjusted by impairment losses with any gains or losses recognized in profit or loss. Such impairment losses are measured as the difference between the carrying amount and the present value of future cash flows discounted using the market interest rate for similar financial assets. The losses are not reversed.

Such cumulative impairment losses for assets measured at fair value through shareholders' equity are equal to the difference between the purchase cost (net of any principal repayments and amortization) and the current fair value, reduced for any loss already recognized through profit or loss, and are reversed from equity to the income statement.

3.16.2 Trade receivable and other current assets

Trade receivable and other current assets are recognized at amortised cost, net of any impairment losses. Impairment is determined on the basis of the present value of estimated future cash flows, discounted at the original effective interest rate.

Trade receivable and other current assets falling due in line with generally accepted trade terms not exceeding 12 months are not discounted.

3.16.3 Cash and cash equivalents

Cash and cash equivalents comprise cash balances, call deposits and investments in marketable securities that are readily convertible to known amounts of cash and which are subjected to insignificants risk of changes in value (with original maturity of three months or less).

Tied up balances of cash, which are shown under cash and cash equivalents as restricted funds (see Note 19), relate to an escrow account to secure transactions. The current classification is based on the expected timing of the settlement of this account.

Cash and cash equivalents are recognized net of bank overdrafts at period-end in the statement of cash flows.

3.16.4 Debt securities

Debt securities that the Company intends and is able to hold until maturity are recognized at the trade date and, upon initial recognition, are measured at fair value including transaction costs; subsequently, they are measured at amortized cost using the effective interest rate method, net of any impairment losses.

Impairment losses are measured as the difference between the carrying amount and the present value of expected future cash flows discounted using the effective interest rate.

For securities measured at fair value through shareholders' equity (available-for-sale securities), when a reduction in fair value has been recognized directly in equity and there is objective evidence that such securities have suffered an impairment loss, the cumulative loss recognized in equity is reversed to the income statement.

For securities measured at amortized cost (loans and receivables or held-to-maturity investments), the amount of the loss is equal to the difference between the carrying amount and the present value of future cash flows discounted using the original effective interest rate.

Debt securities held for trading and designated at fair value through profit or loss are initially recognized at fair value and subsequent variations are recognized in profit or loss.

3.16.5 Trade payable

Trade payables are recognized at amortized cost.

3.16.6 Financial liabilities

Financial liabilities other than derivatives are initially recognized at the settlement date at fair value, less directly attributable transaction costs. Financial liabilities are subsequently measured at amortized cost using the effective interest rate method.

3.16.7 Derivative financial instruments

Derivatives are recognized at the trade date at fair value and are designated as hedging instruments when the relationship between the derivative and the hedged item is formally documented and the effectiveness of the hedge (assessed periodically) is high.

The manner in which the result of measurement at fair value is recognized depends on the type of hedge accounting adopted:

- fair value hedges: when the derivatives are used to hedge the risk of changes in the fair value of hedged assets or liabilities, any changes in the fair value of the hedging instrument are taken to profit or loss. The adjustments in the fair values of the hedged assets or liabilities are also taken to profit or loss.
- cash flow hedges: when derivatives are used to hedge the risk of changes in the cash flows generated by the hedged items, changes in fair value are initially recognized in equity, in the amount qualifying as effective. The accumulated gains and losses are subsequently released from equity to profit or loss in line with the gains and losses on the hedged items.

The ineffective portion of the fair value of the hedging instrument is taken directly to profit or loss under "Net financial income/expense".

Changes in the fair value of derivatives that no longer qualify for hedge accounting under IFRS-EU are recognized in profit or loss.

The fair value is determined using the official prices for instruments traded on regulated markets. The fair value of instruments not listed on regulated markets is determined by discounting expected future cash flows on the basis of the market yield curve at the balance-sheet date and translating amounts in currencies other than the Euro using year-end exchange rates.

3.17 Employee benefits

Liabilities related to employee benefits paid upon leaving or after ceasing employment in connection with defined benefit plans or other long-term benefits accrued during the employment period, which are recognized net of any plan assets, are determined separately for each plan, using actuarial assumptions to estimate the amount of the future benefits that employees have accrued at the balance sheet date. The liability is recognized on an accruals basis over the vesting period of the related rights. These appraisals are performed by independent actuaries.

The cumulative actuarial gains and losses exceeding 10% of the greater of the present value of the defined benefit obligation and the fair value of the plan assets are recognized in profit or loss over the expected average remaining working lives of the employees participating in the plan. Otherwise, they are not recognized.

Where there is a demonstrable commitment, with a formal plan without realistic possibility of withdrawal, to a termination before retirement eligibility has been reached, the benefits due to employees in respect of the termination are recognized as a cost and measured on the basis of the number of employees that are expected to accept the offer.

3.17.1 Share-based payment transactions

The Company's subsidiary OGK-5 has a share option plan that allows employees to acquire shares of the company, the fair value of the options is measured at grant date and considers the period for which employees become unconditionally entitled to the options. The cost of the options is then expensed between the grant date and the vesting date written into the share option contract. The fair value of the options is measured based on the Black Scholes formula, which take into account the terms and conditions upon which the instruments were granted.

The liability to acquire the shares in OGK-5 by the Company, from the option holders, has been recognized as the difference between acquisition price and strike price against equity in the sundry reserves.

3.18 Provisions for risks and charges

Accruals to the provisions for risks and charges are recognized where there is a legal or constructive obligation as a result of a past event at period-end, the settlement of which is expected to result in an outflow of resources whose amount can be reliably estimated. Where the impact is significant, the accruals are determined by discounting expected future cash flows using a pre-tax discount rate that reflects the current market assessment of the time value of money and, if applicable, the risks specific to the liability. If the amount is discounted, the periodic adjustment of the present value due to the time value of money is recognized as a financial expense.

Changes in estimates are recognized in the income statement in the period in which the changes occur and are classified under the same item reporting the related provision.

3.19 Grants

Grants are recognized at fair value when it is reasonably certain that they will be received or that the conditions for receipt have been met.

Grants received for specific expenditure or specific assets the value of which is recognized as an item of property, plant and equipment or an intangible asset are recognized as other liabilities and credited to the income statement over the period in which the related costs are recognized.

3.20 Revenues

Revenues are recognized using the following criteria depending on the type of transaction:

> revenues from the sale of goods are recognized when the significant risks and rewards of ownership are transferred to the buyer and their amount can be reliably determined and collected;
> revenues from the sale and transport of electricity and gas refer to the quantities provided during the period, even if these have not yet been invoiced, and are determined using estimates as well as the fixed meter reading figures. Where applicable, this revenue is based on the rates and related restrictions established by law, the Authority for Electricity and Gas and the corresponding foreign authorities during the applicable period. Specifically, the authorities that regulate the electricity and gas markets can use mechanisms to reduce the impact of timing differences in setting the prices of energy for sale to the regulated market charged to distributors, compared with setting the prices that the latter charge to end users;
> revenues from the rendering of services are recognized in line with the stage of completion of the services. Where it is not possible to reliably determine the value of the revenues, they are recognized in the amount of the costs that it is considered will be recovered;

3.21 Financial income and expense

Financial income and expense is recognized on an accruals basis in line with interest accrued on the net carrying amount of the related financial assets and liabilities using the effective interest rate method.

Finance income comprises interest income on funds invested (including available-for-sale financial assets), dividend income, gains on the disposal of available-for-sale financial assets, changes in the fair value of financial assets at fair value through profit or loss, and gains on hedging instruments that are recognized in profit or loss. Interest income is recognized as it accrues in profit or loss, using the effective interest method. Dividend income is recognized in profit or loss on the date that the Group's right to receive payment is established, which in the case of quoted securities is the ex-dividend date.

Finance expenses comprise interest expense on borrowings, unwinding of the discount on provisions, dividends on preference shares classified as liabilities, changes in the fair value of financial assets at fair value through profit or loss, impairment losses recognized on financial assets, and losses on hedging instruments that are recognized in profit or loss. All borrowing costs are recognized in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis.

3.22 Dividends

Dividends are recognized when the shareholder's right to receive them is established.

Dividends and interim dividends payable to third parties are recognized as changes in equity at the date they are approved by the Shareholders' Meeting and the Board of Directors, respectively.

3.23 Income taxes

Current income taxes for the period, recognized under tax payables/receivables net of any payments on account, are determined using an estimate of taxable income and in conformity with the relevant tax regulations.

Income tax expense comprises current and deferred tax. Income tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Deferred tax liabilities and assets are calculated on the temporary differences between the carrying amounts of assets and liabilities in the financial statements and their corresponding values recognized for tax purposes on the basis of tax rates in effect on the date the temporary difference will reverse, which is determined on the basis of tax rates that are in force or substantively in force at the balance-sheet date.
Deferred tax assets are recognized when recovery is probable, i.e. when an entity expects to have sufficient future taxable income to recover the asset.

The recoverability of deferred tax assets is reviewed at each period-end.

Taxes in respect of components recognized directly in equity are taken directly to equity.

Additional income taxes that arise from the distribution of dividends are recognized at the same time as the liability to pay the related dividend is recognized.

4 Recently issued accounting standards

4.1 New standards and interpretations not yet adopted

A number of new standards, amendements to standards and interpretations are not yet effective for the year ended 31 December 2008, and have not been applied in preparing these financial statements since they are not relevant for the company:

- "Amendment to IFRS 2 - Share-based payment" (effective from 1 January 2009);
- "Amendments to IAS 23 - Borrowing costs" (effective from 1 January 2009);
- "Amendments to IAS 1 - Presentation of financial statements: a revised presentation" (effective from 1 January 2009);
- "IFRIC 13 - Customer loyalty programs" (effective for annual periods beginning on or after 1 July 2008);
- "IFRIC 14 - The limit on a defined benefit asset, minimum funding requirements and their interaction" (effective for annual periods beginning on or after 1 July 2008);
- IFRIC 11 "Group and treasury share transactions": the interpretation, which was endorsed with Regulation (EC) 611/2007, establishes that:
    - for payments to employees of subsidiaries involving own shares granted by the parent company, the subsidiary must measure the services received by the employees as share-based payments;
    - for payments by subsidiaries to their employees involving shares of the parent company, the subsidiary must account for transactions with its employees as cash-settled transactions, regardless of the manner in which the shares used to settle the payment obligation were acquired. Enel is assessing the impact of this interpretation.
- "IFRS 8 – Operating segments" (effective from 1 January 2009);

- “Amendments to IAS 32 and IAS 1” (effective for financial statements for periods beginning on and after 1 January 2009);
- “Amendments to IFRS 1 and IAS 27” (effective from 1 January 2009);
- “Revised IAS 27 – Consolidated and Separate Financial Statement” (effective for annual period beginning on or after 1 January 2009);
- "Revised IFRS 3 - Business combinations” (effective for annual periods beginning on or after 1 July 2008);
- "IFRIC 15 – Agreements for the construction of real estate” (effective for annual periods beginning on or after 1 July 2008);
- "IFRIC 16 – Hedges of a net investment in a foreign operation" (effective for financial periods beginning on or after 1 October 2008);
- "IFRIC 17 – Distributions of non-cash assets to owner” (effective prospectively for annual periods beginning on or after 15 July 2009);
- “Amendment to IAS 39 “Financial instruments: recognition and measurement” (effective for annual periods beginning on or after 1 July 2008).

5 Determination of fair values

5.1 General

A number of the Group’s accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

5.2 Property, plant and equipment

The fair value of property, plant and equipment recognized as a result of a business combination is based on market values.

5.3 Investments in equity and debt securities

The fair value of financial assets at fair value through profit or loss, held-to-maturity investments and available-for-sale financial assets is determined by reference to their quoted bid price at the reporting date. The fair value of held-to-maturity investments is determined for disclosure purposes only.

5.4 Trade and other receivables

The fair value of trade and other receivables, excluding construction work in progress, is estimated as the present value of future cash flows, discounted at the market rate of interest at the reporting date.

5.5 Derivatives

The fair value of forward exchange contracts is based on their listed market price, if available. If a listed market price is not available, then fair value is estimated by discounting the difference between the contractual forward price and the current forward price for the residual maturity of the contract using a risk-free interest rate (based on government bonds).

The fair value of interest rate swaps is based on broker quotes. Those quotes are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar instrument at the measurement date.

5.6 Non-derivative financial liabilities

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the reporting date. In respect of the liability component of convertible notes, the market rate of interest is determined by reference to similar liabilities that do not have a conversion option. For finance leases the market rate of interest is determined by reference to similar lease agreements.

6 Financial risk management

The Company has exposure to the following risks from its use of financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital. Further quantitative disclosures are included throughout these consolidated financial statements

6.1 Credit risk

In its commercial and financial activities, the Group is exposed to the risk that its counterparties might not be able to discharge all or part of their obligations, whether these involve payment for goods already delivered and services rendered or payment of the expected cash flows under financial derivatives contracts.

Enel Investment Holding B.V. manages credit risk by operating solely with counterparties considered solvent by the market, i.e. those with high credit standing, and does not have any concentration of credit risk.

The credit risk in respect of the derivatives portfolio is considered negligible since transactions are conducted solely with leading Italian and international banks, diversifying the exposure among different institutions

6.2 Liquidity Risk

Liquidity risk is managed by the Group Treasury unit at Enel SpA, which ensures adequate coverage of cash needs (using lines of credit and issues of bonds and commercial paper) and appropriate management of any excess liquidity.

The financial crisis originally triggered by the crisis in US subprime mortgages, which then continued with the problems at and rescues/acquisitions of leading banks and insurance companies, which has caused credit conditions to tighten.

Despite this turbulence, the Enel Group continued to have access to the bank credit and commercial paper markets. Any difficulties in raising funds have been overcome through careful financial planning and funding policies.

An additional deterioration in the credit market could nevertheless increase liquidity risk for Enel. In any event, a variety of options are under study to strengthen the financial structure of the Group even further.

6.3 Market risk

As part of its operations, the Company is exposed to different market risks, notably the risk of changes in interest rates, exchange rates and commodity prices.

To contain this exposure within the limits set at the start of the year as part of its risk management policies, Enel enters into derivative contracts using instruments available on the market.

Transactions that, in compliance with risk management policies, qualify for hedge accounting are designated as hedging transactions, while those that do not qualify for hedge accounting are classified as trading transactions.

The fair value is determined using the official prices for instruments traded on regulated markets. The fair value of instruments not listed on regulated markets is determined using valuation methods appropriate for each type of financial instrument and market data as of the close of the financial year (such as interest rates, exchange rates, commodity prices, volatility), discounting expected future cash flows on the basis of the market yield curve at the balance sheet date and translating amounts in currencies other than the euro using period-end exchange rates provided by the European Central Bank.

The financial assets and liabilities associated with derivative instruments are classified as:

- cash flow hedges, mainly related to hedging the risk of changes in the cash flows associated with a number of long-term floating-rate loans;
- trading derivatives, related to hedging interest and exchange rate risk and commodity risk but which do not qualify for recognition under IAS 39 as hedges of specific assets, liabilities, commitments or future transactions.

The notional value of a derivative is the contractual amount on the basis of which differences are exchanged. Amounts denominated in currencies other than the euro are converted into euro at the exchange rate prevailing at the balance-sheet date.

6.3.1 Interest rate risk

Interest rate risk management is aimed at balancing the structure of the debt, reducing the amount of debt exposed to interest rate fluctuations and minimizing borrowing costs over time, limiting the volatility of results. To this end, various types of derivatives are used, including interest rate swaps and interest rate collars.

All these contracts are agreed with a notional amount and expiry date lower than or equal to that of the underlying financial liability or the expected future cash flows, so that any change in the fair value and/or expected future cash flows is offset by a corresponding change in the fair value and/or the expected future cash flows of the underlying position. Accordingly, the fair value of the financial derivatives generally reflects the estimated amount that Enel would have to pay or receive in order to terminate the contracts at the balance-sheet date.

6.3.2 Exchange rate risk

Exchange rate risk is mainly generated with the following transaction categories:

- debt denominated in currencies other than the functional currency of the respective countries entered into by the holding company or the individual subsidiaries;
- cash flows in respect of investments in foreign currency, dividends from unconsolidated foreign associates or the purchase or sale of equity investments.

In order to reduce the exchange rate risk on these exposures, Enel uses foreign exchange forward and option contracts in order to hedge cash flows in currencies other than the functional currencies of the various Group entities.

These contracts are also normally agreed with a notional amount and expiry date equal to that of the underlying financial liability or the expected future cash flows, so that any change in the fair value and/or expected future cash flows of these contracts stemming from a potential appreciation or depreciation of the domestic currency against other currencies is fully offset by a corresponding change in the fair value and/or the expected future cash flows of the underlying position.
The following table reports the notional amount and fair value of exchange rate derivatives at 31 December 2008 and 31 December 2007.

Millions of euro	Notional		Fair value		Fair value assets		Fair value liabilities	
	31 Dec. 2008	31 Dec..2007	**31 Dec. 2008**	31 Dec..2007	**31 Dec. 2008**	31 Dec..2007	**31 Dec. 2008**	31 Dec..2007
Trading derivatives:								
- forwards	0	323,5	0	25,93	0	25,93	0	0
TOTAL EXCHANGE RATE DERIVATIVES	**0**	323,5	**0**	25,93	**0**	25,93	**0**	**0**

As at 31 December 2008, the Company had no outstanding cash flow hedge derivatives contract or options that were not directly associated with individual exposures subject to exchange rate risk therefore no potential impact will arise on shareholder's equity of a change in market exchange rates.

7 Changes in the scope of consolidation

For the changes occurred in the scope of consolidation please refer to comments at page 12.

With respect to the 2007 acquisitions of Inelec S.r.l. de C.V., International Windpower S.A., Wind Parks of Thrace S.A. and International Wind Parks of Thrace S.A., the allocation of the equity investments at the fair value of the assets acquired and liabilities assumed was completed in 2008. The residual goodwill recognized can therefore be considered final.

Calculation of International Wind Power S.A., Wind Parks of Thrace S.A. and International Wind Parks of Thrace S.A. goodwill

Millions of euro	
Net assets acquired before allocation [1]	51
Fair value adjustments:	
- property, plant and equipment	(6)
- intangible assets	36
- net deferred tax liabilities	(8)
- deferred plant grants	3
Net assets acquired after allocation	**76**
Value of the transaction [1]	93
Goodwill	**20**
Badwill	**(3)**

(1) Including incidental expenses

Balance sheet of International Wind Power S.A., Wind Parks of Thrace S.A. and International Wind Parks of Thrace S.A. at the acquisition date

Millions of euro	Book values at 1 October 2007	Fair value adjustments	Book values at 1 October 2007
Property, plant and equipment	90	(6)	84
Intangible assets	-	36	36
Inventories, trade and other receivables	2	-	2
Cash and cash equivalents	11	-	11
Other current and non-current assets	5	-	5
Total assets	**108**	**30**	**138**
Shareholders' equity	**51**	**25**	**76**
Short- and long-term debt	20	-	20
Other current and non-current liabilities	36	5	41
Sundry and other provisions	1	-	1
Total shareholders' equity and liabilities	**108**	**30**	**138**

Calculation of Inelec S.r.l. de C.V. goodwill

Millions of euro	
Net assets acquired before allocation (1)	19
Fair value adjustments:	
- property, plant and equipment	21
- net deferred tax liabilities	(6)
Net assets acquired after allocation	**34**
Value of the transaction (1)	119
Goodwill	**85**

(1) Including incidental expenses.

Balance sheet of Inelec S.r.l. de C.V. at the acquisition date (7 December 2007)

Millions of euro	Book values before 6 December 2007	Fair value adjustments	Book values at 6 December 2007
Property, plant and equipment	33	21	54
Trade receivables and inventories	3	-	3
Cash and cash equivalents	6	-	6
Other current and non-current assets	5	-	5
Total assets	**47**	**21**	**68**
Shareholders' equity	**19**	**15**	**34**
Short-and long-term debt	26	-	26
Trade payables	1	-	1
Other current and non-current liabilities	1	6	7
Total liabilities and shareholders' equity	**47**	**21**	**68**

The definitive allocation of the purchase price to the assets acquired and the liabilities assumed was completed after the preparation of the consolidated financial statements at 31 December 2007. If the purchase price allocation process had been completed at 31 December 2007, the Group's consolidated revenues and net income for 2007 would not have been materially different.

Business combinations carried out in 2008

With respect to the other acquisitions carried out in 2008, the difference between the cost of the investments and the assets acquired net of the liabilities assumed is recognized on a provisional basis under "Goodwill" pending completion of more accurate allocation. The following tables report the determination of that difference for the acquisition of OGK-5 and other acquisitions.

Acquisition of OGK-5

Millions of euro	
Property, plant and equipment	1,842
Intangible assets	2
Trade receivables and inventories,	147
Cash and cash equivalents	3
Other current and non-current assets	147
Total assets	**2,141**
Trade payables	31
Long and short-term debt	135
Sundry and minority provisions	739
Other current and non-current liabilities	284
Total liabilities	**1,189**
Total net assets acquired	**952**
Goodwill	1,515
Value of the transaction (1)	**2,467**
CASH FLOW IMPACT 2008	**833**

(1) Including incidental expenses.

The contribution of OGK-5 to Group operating income in 2008 was EUR 41 million.

The following table reports the main aggregates concerning the acquisitions of Marcinelle Energie S.A., 14 project companies acquired from WKN by Enel Erelis and "Elica" which includes Hydro Constructional S.A. and Wind Parks of Crete S.A.

Other acquisitions

Millions of euro	ELICA	MARCINELLE	ERELIS	TOTAL
Property, plant and equipment	17	2	-	19
Intangible assets	-	-	-	-
Cash and cash equivalents	-	3	-	3
Other current and non-current assets	1	-	-	1
Total assets	**18**	**5**	**-**	**23**
Financial debt	8	-	-	8
Trade payables	-	2	-	2
Financial liabilities and Other current and non-current liabilities	4	-	-	4
Sundry and other provisions	-	-	-	-
Total liabilities	**12**	**2**	**-**	**14**
Total net assets acquired	**6**	**3**	**-**	**9**
Goodwill	16	63	14	93
Value of the transaction (1)	**22**	**66**	**14**	**102**
CASH FLOW IMPACT	**4**	**24**	**14**	**42**

(1) Including incidental expenses.

The acquisition of the two Greek companies included in "Elica" can be specified as follows:

ELICA

Millions of euro	Percentage acquired	Acquisition price
Hydro Constructional S.A.	100	3
Wind Parks of Crete S.A.	100	19
TOTAL		**22**

Acquisition under common control carried out in 2008

The acquisitions under common control carried out in 2008 resulted in the following impact on assets and liabilities acquired at book value.

Acquisition of ELA and ENA

Millions of euro	ELA	ENA	TOTAL
Property, plant and equipment	255	741	996
Intangible assets	80	83	163
Trade receivables and inventories,	7	9	16
Cash and cash equivalents	65	33	98
Other current and non-current assets	20	37	57
Total assets	**427**	**903**	**1330**
Trade payables	77	82	159
Long and short-term debt	5	22	27
Sundry and minority provisions	26	27	53
Other current and non-current liabilities	3	15	18
Total liabilities	**111**	**146**	**257**
Equity attributable to Minority Shareholders	-45	-161	-206
Total net assets acquired	**271**	**596**	**867**
Goodwill	-	-	-
Value of the transaction (1)	**271**	**596**	**867**
CASH FLOW IMPACT 2008	**206**	**563**	**769**

The contribution of ELA and ENA to Group operating income in 2008 was EUR 8 million.

8 Segment information

All subsidiaries of Enel Investment Holding B.V. are part of the *"International Division"* except for Enel.Re Ltd. which is considered insignificant. Management of Enel S.p.A. has recognized the Renewable Energy Division as a new segment as of the end of September 2008. The companies operating in the "Renewable Energy Division" were acquired during the second half of 2008 and sold to Enel Green Power SpA on December 2008 with effectiveness on 1 January 2009.

Consequently no separate segment reporting has been disclosed since all information included in these consolidated financial statement relates to the International Division.

Information on the Consolidated Balance Sheet

Assets

Non-current assets

9 Property, plant and equipment - *EUR 3,487 million*

Changes in property, plant and equipment between 2007 and 2008 are shown below:

Millions of euro	Land	Buildings	Plants and machinery	Industrial and commercial equipment	Other assets	Assets under construction and advances	Total
Balance at 31 Dec. 2006	**0**	**0**	**152**	**-**	**-**	**0**	**152**
Investments	1	-	4	-	-	18	**23**
Depreciation	-	(1)	(9)	-	-	-	**(10)**
Business combination	-	24	276	-	-	-	**300**
Exchange rate differences	-	-	(38)	-	-	-	**(38)**
Disposals and other changes	-	-	22	-	-	-	**22**
Total changes	**1**	**23**	**255**	**-**	**-**	**18**	**297**
Cost	1	24	598	-	-	18	**641**
Accumulated depreciation	-	(1)	(191)	-	-	-	**(192)**
Balance at 31 Dec. 2007	**1**	**23**	**407**	**-**	**-**	**18**	**449**
Investments	2	2	11	-	8	403	**426**
Assets entering service	-	12	291	-		(303)	**0**
Depreciation	-	(9)	(55)	-	(1)	-	**(65)**
Business combinations	15	657	1,487	1	50	647	**2,856**
Exchange rate differences	-	(70)	(71)	-	-	(35)	**(176)**
Disposals and other changes	-	(4)	10	-	(5)	(5)	**(4)**
Total changes	**17**	**588**	**1,673**	**1**	**52**	**707**	**3,038**
Cost	18	630	2,308	1	59	725	**3,741**
Accumulated depreciation	0	19	228	-	7	-	**254**
Balance at 31 Dec. 2008	**18**	**611**	**2,080**	**1**	**52**	**725**	**3,487**

"Investments" in 2008 totaled EUR 426 million and essentially refers to assets under construction (EUR 403 million) of which EUR 259 million concern thermoelectric plants and EUR 144 million renewable energy power plants. The capital expenditures rose by EUR 403 million over 2007 due primarily to the change in scope of consolidation, as well as to the increase in expenditures for renewable energy power plants.

The "Business combinations" for 2008 concerned the following transactions:

- acquisition of OGK-5 (EUR 1,842 million);
- acquisition of Hydro Constructional S.A. and International Wind Parks of Crete S.A. (EUR 17 million);
- acquisition of Marcinelle Energie S.A. (EUR 2 million);
- acquisition of Enel Latin America Llc. (EUR 255 million)
- acquisition of Enel North America Inc. (EUR 741 million).

"Disposals and other changes" include the adjustments made in 2008 as part of the final allocation of the purchase price for the acquisitions in 2007, including Inelec (EUR 21 million) and International Wind Power, Wind Parks of Thrace and International Wind Parks of Thrace (down EUR 6 million).

The following table reports the net values at 31 December 2008 and 31 December 2007 for property, plant and equipment based on the use of the assets.

Millions of euro

	31 December 2008	31 December 2007	2008-2007
Power plants: (1)			
- thermal	768	-	768
- hydroelectric	702	341	361
- geothermal	37	-	37
- alternative energy resources	548	66	482
Total power plants	**2,055**	**407**	**1.648**
- Electricity distribution network	62	-	62
Buildings for office, warehouse and other uses (2)	628	24	604
Equipment and other assets	16	-	16
Total assets in use	**2,762**	**431**	**2,331**
Assets under construction and advances	725	18	707
TOTAL	**3,487**	**449**	**3.038**

(1) The values also include industrial land and buildings.
(2) The values include non-industrial buildings (offices, warehouses, parking facilities, etc.), buildings for civil use and non-appurtenant land.

10 Intangible assets - *EUR 1,915 million*

Changes in intangible assets between 2007 and 2008 are set out in the table below:

Millions of euro	Industrial patent & intellectual property rights	Concessions, licences and similar rights	Other intangible assets	Assets under constuction intangible	Goodwill	**Total**
Balance at 31 Dec. 2006	-	-	-	-	**86**	**86**
Investments	-	-	-	-	-	-
Business combinations	-	19	-	-	200	**219**
Exchange rate differences	-	(4)	-	-	(12)	**(16)**
Amortization	-	(1)	-	-	-	**(1)**
Other changes	-	18	-	-	(12)	**6**
Total changes	-	**32**	-	-	**176**	**208**
Cost	-	32	-	-	262	**294**
Accumulated amortization	-	1	-	-	-	**1**
Balance at 31 Dec. 2007	-	**31**	-	-	**262**	**293**
Investments	-	-	3	1	-	4
Business combinations	2	48	84	-	1,641	1,775
Exchange rate differences	-	(6)	2	-	(150)	(140)
Amortization	-	(2)	(4)	-	-	(6)
Other changes	-	-	36	-	(33)	3
Total changes	**2**	**40**	**121**	**1**	**1,458**	**1,628**
Cost	2	84	154	1	1,720	1,961
Accumulated amortization	-	11	33	-	-	44
Accumulated impairment losses	-	2	-	-	-	2
Balance at 31 Dec. 2008	**2**	**71**	**121**	**1**	**1,720**	**1,915**

The individual items making up intangible assets are commented below.

"Industrial patents and intellectual property rights" relate mainly to costs incurred in purchasing software and open-ended software licenses. Amortization is calculated on a straight-line basis over the item's residual useful life (on average between three and five years).

The increase of "Concessions, licenses, trademarks and similar rights" on the previous year is essentially attributable to the change in the scope of consolidation (EUR 48 million) which is related to the acquisition of ELA (EUR 45 million) and of ENA (EUR 3 million). This item also include the concessions of Americas Generation Corporation (EUR 30 million) determinated in the Purchase Price Allocation completed in 2007. Amortization is calculated on a straight-line basis over the average duration of the relationships with the customers acquired or the concessions.

"Other intangible assets" essentially refer to Power Purchase Agreements recorded by ENA (EUR 69 million), ELA (EUR 8 million) and ELICA (EUR 36 million). The latter were determinated in the Purchase Price Allocation completed in 2008 and refers to International Wind Power S.A. for EUR 14 million, to Wind Parks of Thrace S.A. for EUR 12 million and to International Wind Parks of Thrace S.A. for EUR 10 million.

"Goodwill" amounted to EUR 1,720 million, with an increase of EUR 1,458 million.

	31 Dec. 2007	Change in scope of consolidation	Translation differences	Other changes	31 Dec. 2008
OGK-5		1,515	(159)	-	**1,356**
Americas Generation Corporation (formerly Enel Panama and Enel Fortuna)	91		5		**96**
Inelec S.r.l. de C.V.	100		4	(15)	**89**
Marcinelle Energia S.A.		63			**63**
Enel Erelis S.a.s.	14	14	-	-	**28**
Enelco S.A.	14	-	-	4	**18**
International Windpower S.A., Wind Parks of Thrace S.A. and International Wind Parks of Thrace S.A.	42	-	-	(22)	**20**
Hydro Constructional S.A. and International Wind Parks of Crete S.A.		16			**16**
Blue Line S.r.l.	1	-	-	-	**1**
ELA Llc.		21			**21**
ENA Inc.		12			**12**
Total	**262**	**1,641**	**(150)**	**(33)**	**1,720**

The "change in the scope of consolidation" concerns the acquisitions of 55,9% of OGK-5 in the amount of EUR 1,515 million, 100% of Marcinelle Energie in the amount of EUR 63 million, renewable energy companies in France acquired by Enel Erelis S.a.s. in the amount of EUR 14 million, 100% of Hydro Constructional S.A. and 100% of International Wind Parks of Crete S.A. in the amount of EUR 16 million, the power generation companies consolidated by the new acquired companies Enel Latin America Llc. and Enel North America Inc. in the amount of respectively EUR 21 million and EUR 12 million.

For all of these acquisitions, the differences between the cost of the investments and the assets acquired less liabilities assumed have been recognized as goodwill on a provisional basis pending more accurate allocation.

The allocation of the purchase price of International Wind Power S.A., Wind Parks of Thrace S.A., International Wind Parks of Thrace S.A. and Inelec S.r.l. de C.V. to the current value of the assets acquired and liabilities assumed was completed in the course of 2008. The goodwill recognized can therefore be considered definitive.

The "Other changes" column reports changes due to the finalization in 2008 of the allocation of the cost of the investments in International Wind Power S.A., Wind Parks of Thrace S.A., International Wind Parks of Thrace S.A. (overall negative for EUR 22 million), in Inelec S.r.l.

de C.V. (negative for EUR 15 million) and a further payment related to the acquisition of Enelco S.A. (EUR 4 million).

In November 2006 the Company bought 50% of the shares in Enelco S.A. from the affiliated company Enelpower S.p.a. for an amount of EUR 8 million entirely recognized as goodwill. In December 2006 the Company bought additional 25% of the shares in Enelco S.A. from a third party for an amount of EUR 6 million (EUR 4 million was paid in 2006 and EUR 2 million was paid in 2007) recorded as Goodwill as well. In 2008, following the assignment by the Greek Energy Authority to Enelco S.A. of the contract for the construction of a combined cycle gas plant of 447 MW at Livadia in central Greece, Enel Investment Holding B.V. paid as agreed a further amount of EUR 4 million to the seller. Enelco S.A., existing under the laws of Greece, already holds two licenses for the development of combined cycle gas turbine plants at Viotia, in the centre of the country, and Evros, in the north east.

The recoverable value of the goodwill recognized was estimated using discounted cash flow models, which involve estimating future cash flows and applying an appropriate discount rate in order to determine an asset's value in use. More specifically, the cash flows were determined on the basis of the most recent forecasts and the assumptions underlying those forecasts concerning the performance of the Group. To discount the flows, an explicit period was selected in line with those forecasts, i.e. the average useful life of the assets or the duration of the concessions. In cases in which it was not possible to estimate cash flows reliably for the entire useful life of the assets, a residual amount was calculated as a perpetuity or annuity at a growth rate equal to inflation as deemed appropriate for the country involved or in any case no higher than the average long-term growth rate of the reference market. The value in use calculated as described above was found to be greater than the amount recognized on the balance sheet. The sensitivity analysis used in the analysis did not point to significant impacts on the results of the measurements themselves and consequently on the differences found.

Millions of euro	Amount	Tax rate	Growth rate (1)	Discount rate WACC (2)	Explicit period of cash flows	Terminal value (3)
	at 31 Dec. 2008					
Americas Generation Corporation (formerly Enel Panama and Enel Fortuna)	96	30%	2.5%	11.3%	5 years	Perpetuity
Inelec	89	28%	2.5%	10.9%	5 years	Perpetuity
Wind Parks of Thrace, International Wind Parks of Thrace	20	25%	2.0%	7.0%	15 years	Recovery value
Enel Erelis	14	33.3%	2.0%	6.6%	7 years	15

(1) Perpetual growth rate of cash flows after explicit period.
(2) WACC represents the weighted average capital cost.
(3) The terminal value has been estimated on the basis of a perpetuity or an annuity with a rising yield for the years indicated in the column.

As regards acquisitions finalized in 2008 for which the allocation of the purchase price to the assets acquired and liabilities assumed has not been completed and thus the related goodwill has been recognized on a provisional basis, the valuations conducted at the balance sheet date essentially confirm the value of the investment as determined on the basis of the valuations made at the time of the acquisition.

We refer to Note 7 in which the provisional goodwill calculation of OGK-5 is included and also explains the impact on total assets and liabilities.

11 Equity investments accounted for using the equity method - *EUR 1,326 million*

Equity investments in associated companies accounted for using the equity method are as follows:

Millions of euro								% holding
	31 Dec. 2007		Acquisitions	Capital increases	Income effect	Other changes	**31 Dec. 2008**	
Artic Russia	708	40.00%	-	33	(2)	-	739	40.00%
Enel Green Power Holding	66	32.89%	-	18	-	(75)	9	32.89%
ELICA II	-	-	122	-	-	-	122	30%
EUFER	359	50.00%	-	-	13	-	372	50.00%
OGK-5	1,652	37.15%	-	-	14	(1,666)	-	-
Res Holdings	78	49.50%	-	-	(4)	-	74	49.50%
Other	-	-	21	-	(11)	-	10	
Total	**2,863**	-	**132**	-	**10**	**(1,741)**	**1,326**	

The EUR 1,537 million decrease for the year mainly reflects the reclassification following the acquisition of a controlling interest in the Russian company OGK-5 in the amount of EUR 1,666 million and the impairment loss recorded on the investment in Enel Green Power Holding Sarl in the amount of EUR 60 million. This decrease was partially offset by the new acquisitions concerning a 30% stake in a number of companies ("ELICA II") developing a series of wind projects in Greece (for a total value of EUR 122 million) as well as by the further companies accounted for using the equity method owned by the new acquired companies OGK-5 in the amount of EUR 2 million, ELA in the amount of EUR 7 million and ENA in the amount of EUR 1 million.

The main income statement and balance sheet data for the equity investments in associates are reported in the following table

Millions of euro

	Assets	Liabilities	Revenues	Profit (Loss)	Assets	Liabilities	Revenues	Profit (Loss)
	31 Dec. 2008				31 Dec. 2007			
Artic Russia	1,633	24	-	108	1,520	-	-	(33)
Enel Green Power Holding	33	5	-	44	817	833	-	(16)
EUFER	1,270	1,111	188	30	900	667	108	28
OGK-5	-	-	-	-	1,815	407	824	14
Res Holdings	3	-	-	31	16	-	-	28
Total	**2,939**	**1,140**	**188**	**213**	**5,220**	**1,907**	**932**	**21**

11.1 Artic Russia B.V.

In March 2007 the Company bought 40% of the shares in Artic Russia B.V. (previously called Eni Russia B.V.), a private liability company under Dutch law, for an amount of EUR 15 million (USD 21 million). A part of the total purchase price amounting to EUR 7 million (USD 10 million) was not paid yet and is classified as per 31 December 2008 under the current liabilities. The total acquisition cost included in the cost price amounts to EUR 3 million.

For the further financing of the activities in Russia, the company has committed itself in 2007 to pay a share premium amounting to EUR 680 million (USD 910 million). An amount of EUR 667 million (USD 892 million) was paid in 2007 and an amount of EUR 13 million (USD 18 million) was not paid yet and is classified as per 31 December 2008 under the current liabilities. On 31 July 2008 the Company paid a share premium contribution amounting to EUR 33 million.

Artic Russia B.V. is the holder of 99,99999% of the corporate capital of the Russian company SeverEnergia Llc. (formerly EniNeftegaz) which, on 4 April 2007, acquired a set of assets in the gas sector for a total price of approximately EUR 4,4 billion (USD 5,83 billion).

At the conclusion of the tender the Company therefore paid EUR 638 million (USD 852 million), equal to 40% of the transaction value pertaining to Enel Investment Holding B.V., excluding this asset from its share of the acquisition. The two partners granted Gazprom a call option for 51% of the companies acquired exercisable within 24 months of the tender award date. The auction date was the 4th of April 2007. The call option grants from Artic Russia B.V. to Gazprom shall be sold with full title guarantee, free from any encumbrance and is subject to the satisfaction of the following condition:

- Enineftegaz being the winning bidder in respect of the assets in the auction;
- its shall be received the governmental authorizations.

The cost, if any, payable in connection with transferring the option assets from Artic Russia B.V. to Gazprom shall be borne by Gazprom. The sum payable by Gazprom shall be increased by an amount necessary (addiction amount) to ensure that Artic Russia B.V. receives a sum net of any fees, taxes or currency cost.

11.2 Enel Union Fenosa Renovable S.A.

In December 2007 the Company bought 50% of the shares in Enel Union Fenosa Renovable S.A. ("EUFER") from an other Enel group company Enel Viesgo Generacion SL for an amount of EUR 359 million. The total acquisition cost recorded amounts to EUR 54 thousand. This acquisition qualifies as a transaction under common control. The remaining 50% is owned by the Spanish company Union Fenosa S.A.

On 23 October 2008 Enel Investment Holding B.V. contributed the 50% shares in EUFER to Enel Green Power International B.V. as a voluntary non-cash share premium contribution. The contribution was valued at EUR 359 million.

EUFER boasts a total installed capacity of 1,239 MW (including Casa wind farm project with a combined capacity of 30 Megawatt) entirely powered by renewable energy resources.

The Goodwill relating to this equity investment is included in its carrying amount.

11.3 Enel Green Power Holding Sarl

The Company is the holder of 32,89% of the shares in Enel Green Power Holding Sarl. (previously called Enel Green Power International SA.), a company who exist under the laws of Luxembourg. The remaining 67,11% are held by Enel Produzione S.p.A..

In August 2008 the Company sold the shares in Enel Green Power International B.V. to Enel Green Power Holding Sarl., for an amount of EUR 100 thousand.

In September 2008, Enel Green Power Holding Sarl. contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, 100% of the shares in Enel North America Inc. and 100% of the shares in Enel Latin America Llc. The contribution was valued at EUR 596 million and EUR 271 million respectively.

In October 2008 the shares in Enel Green Power International B.V. were sold back by Enel Green Power Holding Sarl. to Enel Investment Holding B.V., for an amount of EUR 867 million.

Enel Green Power Holding Sarl. will be liquidated during 2009. In order to be consistent with the expected cash from the liquidation process, the Company recorded in 2008 an impairment through profit and loss of EUR 60 million.

11.4 OGK-5

Following the acquisition of a controlling interest in the Russian company OGK-5, as per 31 December 2008 this equity investment became subsidiary and is fully consolidated.

11.5 Res Holdings B.V.

In June 2006 the Company bought 49,5% of the shares in Res Holdings B.V. for an amount of EUR 83 million (USD 105 million). The total acquisition cost included in the cost price amounted to EUR 1 million. The remaining 50,5% is owned by the Dutch company Energybridge B.V.

Res Holdings B.V., a company existing under the laws of The Netherlands, is the owner of 100% of the shares of the Russian electricity trading company, Rusenergosbyt Llc. (energy sale and trade).

12 Equity investments in other companies - *EUR 72 million*

As regards "Equity investments in other companies", the fair value of listed companies was determined with reference to the market value of their shares at the end of the year, whereas the fair value of unlisted companies was calculated with reference to a reliable valuation of their significant balance sheet items.

12.1 Equity investment available for sale - *EUR 39 million*

Millions of euro		% holding		% holding	
	at 31 December 2008		at 31 December 2007		2008-2007
PT Bayan Resources	21	10.00%	-	-	21
Echelon	18	7.9%	42	7.9%	(24)
Total	**39**		**42**		**(45)**

12.1.1 Echelon – *EUR 18 million*

The 7,9% stake in the corporate capital of Echelon were bought in December 2005 from Enel S.p.A., for an amount of EUR 21 million (USD 25 million). Echelon is listed on the NASDAQ market in the USA. Echelon is engaged in the field of control networking technology for automation systems.

The shares in Echelon are recognized at fair value with any gains or losses recognized in equity. The fair value at 31 December 2008 amounted to EUR 21 million (EUR 42 million at 31 December 2007).

12.1.2 PT Bayan Resources – *EUR 21 million*

The 10% stake in corporate capital of PT Bayan Resources T.b.k. was acquired in August 2008 for a total consideration of EUR 136 million (equal to IDR 1.933 billion). The shares were acquired via Bayan's initial public offering on the Indonesian Stock Exchange, through the implementation of an agreement with Bayan and its shareholders. The acquisition cost paid and added to the cost price amounts to EUR 2 million.

The shares acquired by the Company are subject to a lock-up period of 18 months from the closing date of the IPO. In this respect the amount kept as per 31 December 2008 by the Company on a blocked bank account amounts to EUR 153 million (USD 213 million). This amount was recorded under the cash and cash equivalents and under the current liabilities.

PT Bayan Resources T.b.k., listed on the Indonesian Stock Exchange, produces coal in Indonesia with integrated coal mining, processing and logistic operations. The company is primarily engaged in the business of surface open cut mining of thermal coal and has a diversified product portfolio that ranges from bituminous coal, with high calorific content, to sub-bituminous and semi-soft coking coal.

The shares in PT Bayan Resources T.b.k. are recognized at fair value. The impairment recorded in 2008 amounting to a loss of EUR 118 million was recorded through the profit and loss account 2008.

12.2 Other investments - *EUR 33 million*

The equity investments in other investments at 31 December 2008 are listed below.

12.2.1 International Wind Rhodes S.A., International Wind Achaia S.A. and Glafkos Hydroelectric S.A. – *EUR 32 million*

The amount of EUR 32 million refers to the acquisition of the Elica I companies under construction in Greece as detailed in the following table. The remaining shares are owned by the Greek group Copelouzos, already partner in Enelco, and by the International Constructional Group. As at 31 December 2008 Enel Investment Holding BV did not control these entities.

	% acquired	Cost price	Impairment	Book value
Million of euro				
Under construction companies:				
International Wind Rhodes S.A.	6,54	12	-	12
International Wind Achaia S.A.	15	13	-	13
Glafkos Hydroelectric S.A.	8,08	7	-	7
TOTAL		**32**	-	**32**

In 2007 the item included further EUR 3 million related to the 15% stake in International Wind Crete S.A., during 2008 Enel Investment Holding BV completed the acquisition of the remaining 85% stake in this company which, at 31 December 2008, is fully consolidated.

During 2008, the percentage of possession of International Wind Rhodes S.A. and Glafkos Hydroelectric S.A. decreased from 15% to respectively 6,54% and 8,08% following a capital increase subscribed only by the other shareholders.

In respect of the remaining shares in these companies under construction, the Company paid an advance amount in 2007 of EUR 34 million. This amount is classified under the other non-current assets (see Note 14). The initial agreed acquisition price for the remaining shares of these companies amounts to EUR 68 million.

12.2.2 Selecta S.p.A. – *EUR 1 million*

The shares in Selecta S.p.A., existing under the laws of Italy, were acquired through the merger with Webiz Holding B.V. in 2006. No changes compared to prior year.

13 Non current financial assets - *EUR 867 million*

The non current financial assets can be specified as follows:

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
Bond issued by Enel S.p.A.	30	-	30
Other securities designated at fair value through profit or loss	55	114	(59)
Medium Long Term Financial receivables	260	-	260
Loans due from shareholder	522	522	0
TOTAL	**867**	**636**	**231**

The EUR 30 million of bonds issued by Enel SpA are held by Enel Re.

At 31 December 2008, "Other securities designated at fair value through profit or loss" are essentially accounted for by investments in bonds and long-term deposits; at 31 December 2007, the item included financial investments in asset management funds.

The Medium Long Term Financial receivables essentially refer to the financial receivable related to the capitalization of the costs following the Cooperation Agreement "EPR Flamanville 3" between Enel France S.a.s. and EDF (EUR 247 million).

The Loans due from shareholder relate to the assumption of the issued bonds by Enel S.p.A. Based on this agreement Enel S.p.A. undertakes to the Company to assume all the obligations of payment of the Company under the notes, therefore any differences identified between book value and fair value do not have impact on Enel Investment Holding B.V.

The obligations assumed can be specified as follows:

Million of Euro	Year maturing	Balance 31 Dec. 2008	Nominal Value 31 Dec. 2008	Balance 31 Dec. 2007
Loan shareholder, fixed rate 5,25%	**2023**	**297**	**300**	297
Loan shareholder, fixed rate 4,125%	**2010**	**100**	**100**	100
Loan shareholder, floating Euribor 6m +0,50%	**2010**	**50**	**50**	50
Loan shareholder, interest linked to UE C.P.I.	**2010**	**50**	**50**	50
Loan shareholder, interest linked to UE C.P.I.	**2010**	**25**	**25**	25
Loan shareholder, floating Euribor 6m +0,50%	**2008**	-	-	50
		522	**525**	572

The current portion as at 31 December 2008 amounts nil (31 December 2007: EUR 50 million)

14 Other non current assets - *EUR 60 million*

The Other non currents assets refer to Tax receivables (EUR 6 million), to Derivative Assets (EUR 3 million), to Advances for investments (EUR 34 million), to Advances payed to suppliers (EUR 4 million) and to other sundry receivables (EUR 13 million). The "Advances for investments" refer to advance payments made in 2007 for the acquisition of the remaining shares in the Greek companies under construction connected to the "Elica I" wind projects. The initial agreed acquisition price for the remaining shares of these companies amounts to EUR 68 million. (see Note 12.2.1)

The decrease of EUR 126 million compared to 2007 mainly refers to the receivable related to the Cooperation Agreement "EPR Flamanville 3". The receivable is classified under non current financial assets in 2008 (see Note 12).

Current assets

15 Inventories – *EUR 76 million*

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
Raw materials, consumables and supplies:			
- fuel	42	-	42
- materials, equipment and other inventories	30	1	29
Total	**72**	**1**	**71**
Advances	4	-	4
TOTAL	**76**	**1**	**75**

The "Raw materials, consumables and supplies" consist of fuel inventories to cover the requirements of the generation companies and trading activities, as well as materials and equipment for plant operation, maintenance and construction.

The increase on the previous year is due primarily to the consolidation of OGK-5 (EUR 73 million).

16 Trade receivables - *EUR 145 million*

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
- sale and transport of electricity	134	37	97
- reinsurance operations (Enel.Re Ltd.)	7	12	(5)
- other trade receivables	4	-	4
Total	**145**	**49**	**96**

The increase in "Sale and transport of electricity" is largely the result of the change in the scope of consolidation which mostly refers to OGK-5 (EUR 51 million), ENA (EUR 12 million) and ELA (EUR 12 million) and to Enel France S.a.s. (up EUR 21 million on 2007 of which EUR 17 million are receivable from Enel Trade S.p.A. see Note 37 "Related Parties") and Elica (up EUR 1 million) which were operational for the full year in 2008 compared to 2007.

17 Tax receivables - *EUR 16 million*

"Tax receivables" at 31 december 2008 totaled EUR 16 million and are essentially related to receivable for income taxes, the increase on the prior year amounting to EUR 7 million is mainly attributable to the changes in the scope of consolidation.

18 Current financial assets - *EUR 64 million*

Concerning the "Loans due from shareholder" see Note 13.

The current derivative assets amounting to EUR 26 million at 31 december 2007, related to the call option agreement signed by Artic Russia B.V., were closed in 2008 generating an adjustment on the financial income negative for the same amount.

The "Securities" amounting to EUR 21 million refers to securities at Fair value through Profit &Loss held by Enel Latin America Llc.

The "Prepayments" include advance payments made by Enel North America in the form of a short term loan (EUR 5 million) maturing interests.

The "Other" financial assets relate to short term financial receivables of OGK-5 (EUR 20 million).

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
Loansheld - held to maturity:			
• Due from shareholder	-	50	(50)
Accrued earnings from shareholder			
• Enel S.p.A. – current account	8	7	1
• Enel S.p.A. – interest on loan	6	6	-
• Enel S.p.A. – current derivative assets	-	26	(26)
• Enel S.p.A. – interest on current account	1	7	(6)
Other current financial assets - third parties			
• Current derivative assets	1	-	1
• Securities AFS	21	3	18
• Prepayments	7	2	5
• Other	20	-	20
Total	**64**	**101**	(37)

19 Other current assets – *EUR 91 million*

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2007-2006
Vat receivables	37	32	5
Advances paid to suppliers	26	-	26
Operational prepayments and accrued income	14	-	14
Sundry receivables	14	2	13
Total	**91**	**34**	**57**

20 Cash and cash equivalents – *EUR 403 million*

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2007-2006
Bank and post office deposits - free	114	29	85
Bank and post office deposits – tied up	262	54	208
Securities AFS < 3 months	27	-	27
Total	**403**	**83**	**320**

The "Bank and post office deposits – tied up" refers to deposits pledged to secure transactions undertaken primarily in America (AGC EUR 59 million; ELA EUR 8 million, ENA EUR 13 million; INELEC EUR 8 million) and to deposit with Credit Institutions (Enel.Re Ltd. EUR 21 million). The amount of EUR 153 million recorded by the Company refers to an escrow account in USD with Citibank Milan related to the acquisition of PT Bayan Resources.

The "Securities" amounting to EUR 21 million refers to securities < 3 months at Fair value through Profit &Loss held by Enel Latin America Llc.

Liabilities and shareholders' equity

21 Group Net Equity – *EUR 2,784 million*

The statement of changes in Capital and reserves for the year ended 31 December 2008 and 31 December 2007 is reported below:

Millions of Euro	Share Capital	Share Premium	FV and Sundry Reserve	Currency translation Reserve	Accumulated Deficit / Retained Earnings	Profit For the year	**Group Net Equity**	**Minority interest**	**Total Shareholder's Equity**
Balance at: 1 January 2007	**1,593**	**6,467**	**(2)**	**(4)**	**(7,849)**	**(12)**	**193**	**62**	**255**
• Profit appropriation	-	-	-	-	(12)	12	-	-	-
• Capital contribution	-	3,000	-	-	-	-	3,000	1	3,001
• Settlement accumulated losses with share premium	-	(7,926)	-	-	7,926	-	-	-	-
• Change in scope of consolidation	-	-	-	-	(1)	-	(1)	70	69
• Revaluation assets available for sale	-	-	24	-	-	-	24	-	24
• Net income for the year recognized in equity	-	-	-	(35)	-	-	(35)	-	(35)
• Result for the year	-	-	-		-	45	45	13	58
Balance at: 31 December 2007	**1,593**	**1,541**	**22**	**(39)**	**64**	**45**	**3,226**	**146**	**3,372**
• Profit appropriation	-	-	-	-	45	(45)	-	-	-
• Dividend distribution	-	-	-	-	(25)	-	(25)	-	(25)
• Change in scope of consolidation	-	-	-	-	-	-	-	724	724
• Revaluation assets available for sale	-	-	(29)	-	-	-	(29)	-	(29)
• Net income for the year recognized in equity	-	-	-	(262)	-	-	(262)	-	(262)
• Result for the year	-	-	-		-	(126)	(126)	28	(98)
Balance at: 31 December 2008	**1,593**	**1,541**	**(7)**	**(301)**	**84**	**(126)**	**2,784**	**898**	**3,682**

21.1 Share capital *EUR 1,593 million*

The authorized share capital of Enel Investment Holding B.V. amounts to EUR 7,500 million, divided into 750.000 thousand ordinary shares of EUR 10 each, of which 159.305 thousand ordinary shares have been issued and fully paid up.

21.2 Reserves *EUR 1,233 million*

21.2.1 Share premium *EUR 1,541 million*

In August 2007, the Company received an additional share premium of EUR 3,000 million from the parent company.

In the extra ordinary meeting of shareholders held on 31 December 2007 the meeting resolved to settle an amount of accumulated losses of EUR 7,926 million with the share premium reserve.

21.2.2 Fair value reserve AFS and Sundry reserves *EUR - 7 million*

The fair value reserve amounting to EUR 2 million comprises the net change in CFH derivatives (EUR 4 million) and the cumulative net change in the fair value of available-for-sale financial assets until the investment is derecognized (negative for EUR 2 million).

The sundry reserve amounting to a negative of EUR 9 million relates to the liabilities connected to the stock option of OGK-5.

OGK-5 has a share based payment plan of equity settled stock options 2006-2009 assigned to 118 managers of OGK-5 with a strike price of 2.3. This plan is accounted for under IFRS 2 in OGK-5 IFRS financials.

OGK-5 already owns the shares to satisfy the share based payment plan as above, which are therefore recorded in OGK-5 sub consolidation against equity. These shares are included in the equity of OGK-5 in the reserve for treasury shares and amount to EUR 18 million as at 31 December 2008. In March 2008, the share option plan for several members of key management personnel was exercised ahead of schedule. Shares were purchased in quantity of 54.8 million at exercise price Russian Ruble 2.3 per share. The weighted average share price at the date of exercise was Russian Ruble 2.77 per share. During the year ended 31 December 2008, OGK-5 recognized an income of EUR 0.6 million (Russian Ruble 26,063 thousand) relating to these options. Both transactions resulted in a total movement in the reserve for treasury shares amounting to EUR 2.7 million (Russian Ruble 110,137 thousand).

On 19 March 2008, EIHBV has signed an agreement with the 118 employees of OGK-5 that gives them the right to sell any share acquired under the share based payment plan above to EIHBV at a strike price significantly above current market prices (basically at price of public tender offer of 4.4275). Following this, a liability of EUR 9 million has been recognised in sundry reserves.

Since OGK-5 already owns the treasury shares as explained above, the impact of this has been included in the consolidation, resulting in a decrease of minorities.

21.2.3 Foreign currency translation reserve *EUR - 301 million*

The decrease in this aggregate for the period is attributable to the net appreciation of the functional currency against the foreign currencies used by subsidiaries.

Non-current liabilities

22 Long-term loans (including the portion falling due within 12 months) - *EUR 1,310 million*

This aggregate includes long-term payables related to bonds, bank loans, and other loans in euro and other currencies, including the portion falling due within twelve months.

The following table shows long-term debt and repayment schedules at 31 December 2008 an 31 December 2007, grouped by loan and interest rate type.

Millions of euro	Maturing	Balance	Nominal value	Balance	Portion falling due at more than 12 months	Current portion	Maturing in					
		31 Dec. 2008	**31 Dec. 2008**	31 Dec. 2007		2009	2010	2011	2012	2013	Beyond
Bonds:											
- listed, fixed rate	2008 - 2023	592	596	479	459	133	112	14	15	17	301
- listed, floating rate	2008 - 2010	100	100	150	100	-	100	-	-	-	-
- unlisted, fixed rate		-		-	-	-	-	-	-	-	-
- unlisted, floating rate	2010	25	25	25	25	-	25	-	-	-	-
Total		**717**	**721**	**654**	**584**	**133**	**237**	**14**	**15**	**17**	**301**
Bank loans:											
- fixed rate		40	40	-	39	1	2	4	2	30	1
- floating rate	2008 - 2016	40	42	38	25	15	6	4	4	2	9
Total		**80**	**82**	**38**	**64**	**16**	**8**	**8**	**6**	**32**	**10**
Non-bank loans:											
- with related parties		337	337	169	337	-	337	-	-	-	-
- fixed rate		157	157		135	22	12	16	20	78	9
- floating rate		19	19		18	1	1	1	1	14	1
Total		**513**	**513**	**169**	**490**	**23**	**350**	**17**	**21**	**92**	**10**
TOTAL		**1,310**	**1,316**	**861**	**1,138**	**172**	**595**	**39**	**42**	**141**	**321**

The table below reports long-term financial debt by currency.

Millions of euro	Balance	Nominal value	Balance
	at 31 Dec. 2008		at 31 Dec. 2007
Euro	**878**	**882**	**757**
US dollar	311	313	104
Russian ruble	121	121	-
Total non-euro currencies	**432**	**434**	**104**
Total	**1,310**	**1,316**	**861**

22.1 Bonds issued

The EUR 717 million of bonds refer to Enel Investment Holding B.V. (EUR 522 million) and to the subsidiaries AGC (EUR 74 million) and OGK-5 (EUR 121 million).

Enel Investment Holding has issued bonds, on the Luxembourg stock exchange, in six different installments for a total amount of EUR 525 million. The maturity of the bonds ranges from 2 to 15 years as detailed in the following chart:

Millions of euro	Year maturing	Balance at 31 Dec. 2008	Nominal Value at 31 Dec. 2008	Balance at 31 Dec. 2007
Bond, fixed rate 5,25%	2023	297	300	297
Bond, fixed rate 4,125%	2010	100	100	99
Bond, floating Euribor 6m +0,50%	2010	50	50	50
Bond, interest linked to UE C.P.I.	2010	50	50	50
Bond, interest linked to UE C.P.I.	2010	25	25	25
Bond, floating Euribor 6m +0,50%	2008	-	-	50
		522	525	571

The current portion as at 31 December 2008 amounts nil (31 December 2007: EUR 50 million)

The fair value of the fixed and variable rate bonds at 31 December 2008 amounted respectively to EUR 404 million and EUR 118 million.

In June 2006 the Company signed an agreement with the parent company for the assumption of Debt with its shareholder Enel S.p.A. Based on this agreement Enel S.p.A. undertook to the Company to assume all the obligations of payment of the Company is respect of the above-mentioned bonds. In this respect reference is made to Note 12.

The panamian company Empresa de Generatiòn Electrica Fortuna S.A. (EGE Fortuna) owned at 49% from Americas Generation Corp. S.A. (AGC), on 26 June 2002 issued bonds in an aggregate amount of USD 170 million. These bonds have an interest rate of 10.13% and mature on 16 December 2013. The bonds are secured by a collateral guarantee, which contains a lien on substantially all real property, machinery and equipment owned by the company that are not included in the concession contracts with the Government of Panama. The collateral also includes a pledge of all of the shares of EGE Fortuna owned by AGC, and all amounts on deposit in the Debt Service Reserve Account.

The long-term debt outstanding consisted of the following at 31 December 2008 and 2007:

Millions of USD	**Maturity**	**31 Dec. 2008**	31 Dec. 2007
Bonds	**2009-2013**	**105**	121
Less:			
Current maturities		**17**	16
		88	105

The long-term outstanding at 31 December 2008 amounted to USD 88 million equivalent to EUR 63 million.

The following are the aggregate amounts of maturities of Fortuna's long-term debt, including current maturities, for the next five years and in total thereafter:

Millions of USD	**Year maturing**	**Balance 31 Dec. 2008**
Bond, fixed rate		
	2009	**17**
	2010	**19**
	2011	**21**
	2012	**23**
	2013	**25**
		105

The fair value at 31 December 2008 of the above mentioned bond (notional value at 31 December 2008 equivalent to EUR 74 million) amounted to EUR 51 million.

OGK-5 on 5 October 2006 completed a public offering of interest bearing non-convertible bonds, with a mandatory centralized custody. The number of issued bonds was 5,000,000 with a nominal value of Russian Ruble 1,000 per each bond, with maturity of 1,820 days from the date of the issue. Earlier redemption is possible in 1,092 days since the date of issue, as such, at 31 December 2008 the debt is classified as current. The outstanding amount at 31 December 2008 was EUR 121 million (equivalent to RUB 5 billion). The fair value at 31 December 2008 amounted to EUR 112 million.

22.2 Non-bank Loans

The Non-bank Loans with Related parties (EUR 337 million) refers to Revolving Credit Facilities accorded by Enel Finance International S.A., a subsidiary of Enel S.p.A. having its statutory seat in Luxembourg, to be used by some of the subsidiaries of Enel Investment Holding B.V. The amounts drawn on this Revolving Credit Facilities at 31 December 2008 are detailed in the table below:

Millions of euro	**31 Dec. 2008**	31 Dec. 2007	2008-2007
Loan Enel Latin America LLC	32	-	32
Loan Enel Rus LLC	2		2
Loan Enel France S.A.S.	224	169	55
Loan Erelis S.A.S.	79	-	79
Total	**337**	**169**	**168**

The EUR 176 million of Non-bank Loans with Third parties are related to ENA for EUR 166 million and to ELA for EUR 10 million.

23 Post-employment and other employee benefits – *EUR 39 million*

The item "Post-employment and other employee benefits" regards estimated accruals made to cover benefits due at the time the employment relationship is terminated and other long-term benefits to which employees have a statutory or contractual right.

The table below reports the change for the year in actuarial liabilities and the fair value of plan assets, as well as a reconciliation of the actuarial liabilities, net of assets, with the carrying amount of liabilities recognized as at 31 December 2008 and 31 December 2007.

Millions of euro	Benefits due upon termination of employment and other long-term benefits	
Changes in actuarial liabilities:	**2008**	2007
Actuarial liabilities at the beginning of the year	-	-
Service cost	2	-
Interest cost	1	-
Benefits paid	(1)	-
Other changes		-
Changes in scope of consolidation	41	-
Actuarial (gains)/losses	(3)	-
Foreign exchange (gains)/losses	(4)	-
Actuarial liability at the end of the year	36	-
Changes in plan assets:	-	-
Reconciliation with carrying amount:		
Net actuarial liabilities at the end of the year	36	-
Unrecognized (gains)/losses	(3)	-

The amount of the change in the scope of consolidation refers to the Russian power generation company OGK-5.

24 Provision for risks and charges (including the portion falling within 12 months) - *EUR 113 million*

Millions of euro		Change in scope of consolidation	Accruals	Taken to income statement	Utilization and other changes	
	31 Dec. 2007					**31 Dec. 2008**
Provision for risks and charges:						
- insurance indemnification	84	-	15	-	(15)	84
- production order charges	-	6	-	-	(2)	4
- termination incentive	-	-	8	-	-	8
- other taxes and levies	-	14	-	-	(1)	13
- other	1	3	-	-	-	4
Total	**85**	**23**	**23**	-	**(18)**	**113**

This item mainly refers to the "Provision for insurance indemnifications" related to Enel.Re's activity (EUR 84 million). Full provision is made for estimated cost of all claims notified but not settled at the balance sheet date, less insurance recoveries, using the best information available at that time. Provision is also made for estimated cost of claims incurred but not reported at the balance sheet date. Any differences between original claims provisions and subsequent settlements are reflected in theunderwriting results of the year in which the claims are settled.

The "provision for termination incentives" includes the estimated charges related to binding agreements for the voluntary termination of employment contracts in response to organizational needs. The item, amounting to EUR 8 million, refers to OGK-5 and include a current part amounting to EUR 3 million.

"Other" provisions refer to various risks and charges, mainly in connection with regulatory disputes and disputes with local authorities regarding various duties and fees.

25 Deferred tax assets and liabilities

Below is a detail of changes in deferred tax assets and liabilities by type of timing difference and calculated based on the tax rates established by applicable regulations.

Millions of euro		Increase (Decrease) taken to Income Statement	Exchange Difference	Other changes	Change in scope of consolidation	
Deferred tax assets	31 Dec. 2007					**31 Dec. 2008**
- differences on non-current assets	-	-	-	1	8	9
- other items	2	7	-1	-	32	40
Total	**2**	**7**	**-1**	**1**	**40**	**49**

Millions of euro						
		Increase (Decrease) taken to Income Statement	Exchange Difference	Other changes	Change in scope of consolidation	
Deferred tax liabilities	31 Dec. 2007					**31 Dec. 2008**
- differences in the value of intangible assets, property, plant and equipment	22	8	3	7	55	95
- allocation of excess costs to assets	-		(26)	5	213	192
- write-down of receivables	-			1		1
- other items	8	(1)	1	7	8	23
Total	**30**	**7**	**(22)**	**20**	**276**	**311**

As of 31 December 2008, deferred tax assets totaled EUR 49 million and essentially refer to the new companies entered in the scope of consolidation, in particular OGK-5 (EUR 18 million), ELA (EUR 2 million) and ENA (EUR 27 million); the remaining EUR 3 million refer to ELICA.

No deferred tax assets were recorded in relation to prior tax losses in the amount of EUR 689 million, EUR 540 million of which in relation to the holding companies located in the Netherlands, because the tax laws in force in this country do not treat the expected income (dividends) of the companies as taxable. At 31 December 2007, the unrecorded cumulative tax asset related to prior tax losses was EUR 499 million.

Deferred tax liabilities, which totaled EUR 311 million at 31 December 2008 (an increase of EUR 281 million on 2007 primarily due to the changes in the scope of consolidation), include the deferred tax liabilities related primarily to the part of the cost incurred and allocated to assets recognized in respect of acquisitions in the various years (EUR 192 million) and to the differences between depreciation charged for tax purposes, including accelerated depreciation, and depreciation based on the estimated useful lives of assets (EUR 95 million).

The amount of EUR 30 million as at 31 December 2007 resulted from the acquisitions during 2007 of Enel Panama Ltd. and Enel Panama Holding S.A. (in 2008 Americas Generation Corporation) for an overall amount of EUR 22 million and ELICA fo EUR 8 million.

The recognition in the income statement of taxation for the period (EUR 7 million) mainly relates to the differences in the value of intangible assets, property, plant and equipment (EUR 8 million).

26 Other non-current liabilities - *EUR 75 million*

The item refers to a long-term payable related to the acquisition Marcinelle Energie S.A. for EUR 13 million, to a long-term liability of Enel North America Inc. for EUR 26 million and to deferred income for governmental set-up grants for EUR 36 million of which EUR 10 million refer to ENA and EUR 26 million (down EUR 1 million on 2007) to four of the Elica's operating companies as detailed below:

	Year of Grant Received	Amount of Total Grant Received	Deferred Revenue **31 December 2008**	Deferred Revenue 31 December 2007
International Wind Parks of Thrace S.A.	2002-2003	13	9	11
International Windpower S.A.	2002/2007	5	5	4
Wind Parks of Thrace S.A.	2002/2003/2005	13	10	12
Hydro Constructional S.A.	2004/2005	3	2	-
Total			**26**	**27**

Current liabilities

27 Short-term loans - *EUR 2,412 million*

At 31 December 2008, short-term loans amounted to EUR 2,412 million as detailed below.

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
Enel S.p.A. - IC loan account	2,168	266	1,902
Other short term loans – Group	195	3	192
Short term bank loans – secured	45	3	42
Other short term loans	4	1	3
Total	**2,412**	273	**2,139**

The intercompany loan account is entirely between the Company and the parent; it bears interest at EURIBOR plus a spread of 0.25%.

The "Other short term loans - Group" (EUR 195 million) essentially refer to Revolving Credit Facilities accorded by Enel Finance International S.A., a subsidiary of Enel Group having its statutory seat in Luxembourg, to some of the subsidiaries of Enel Investment Holding B.V.

The amounts drawn on this Revolving Credit Facilities at 31 December 2008 are detailed in the table below:

Millions of euro	31 Dec. 2008	31 Dec. 2007	2008-2007
Short term loan Enel Green Power International BV	124	-	124
Short term loan Enel Investment Holding BV	17	-	17
Short term loan Blue Line	2	-	2
Short term loan Enel Productie	1	-	1
Short term loan Erelis	-	3	(3)
Short term loan Enel North America	51	-	51
Total	**195**	**3**	**192**

In October 2008, Enel Finance International S.A. also granted two Revolving Credit Facilities for EUR 20 million and EUR 28 million to OGK-5 through 31 December 2009. These credit lines are to be consider as "back up facilities" and may be utilized by the borrower only if no other credit line is available with banks or third parties. As at 31 December 2008, these credit lines were not used.

In December 2008, the Board of Directors of Enel Finance International S.A. decided to grant a new Revolving Credit Facility to ENA in order to finance the investments activities of the company. The Facility Agreement commits up to USD 200 million through 31 December 2009; as at 31 December 2008 it has not been used.

The "short term bank loans" refer to a credit line of EUR 45 million (RUB 1,864 million) of OGK-5 with a duration of 1 year under a finance agreement signed in November 2008.

28 Trade payables - *EUR 236 million*

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
Payables to shareholder			
• Enel S.p.A.	28	13	15
Payables to related parties			
• Enel Produzione – contract work in progress	37	-	37
• Enel Trade – electriciry purchase by Enel France	5	10	(5)
• Other companies	8	1	7
Payables to third parties			
• Invoices payable	158	30	128
Total	**236**	**54**	**182**

The *payables to shareholder* refer as per EUR 17 million to the recharge to Enel Investment Holding B.V. of acquisition costs of equity investment following a Business Development service agreement (EUR 13 million at 31 December 2007) and as per EUR 11 million to fees for management services provided by Enel S.p.A. to several of the subsidiaries of the Company.

The *payables to third parties* include payables for the supply of electricity, fuel, materials and equipment for tenders and sundry services, and also payables for contract work in progress (EUR 28 million).

29 Income tax payable - *EUR 33 million*

The item at 31 december 2008 totaled EUR 33 million (EUR 13 million at 31 December 2007) and is essentially related to payable for income taxes of AGC (EUR 21 million), Enel France (EUR 8 million) and ELA (EUR 4 million).

30 Current financial liabilities - *EUR 80 million*

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
Accrued expenses from shareholder			
• Enel SpA – interest and credit fees on IC current account	61	21	40
• Enel SpA – guarantee fees	6	3	3
Financial accruals – Third parties	13	7	6
Total	**80**	**31**	**49**

31 Other current liabilities - *EUR 280 million*

Millions of euro

	31 Dec. 2008	31 Dec. 2007	2008-2007
Payables to related parties			
• Artic Russia B.V. - capital to be paid	13	12	1
• Other companies	4	-	4
Payables to third parties			
• Acquisition of equity investments	57	9	48
• Current operational deferred revenue	21	13	8
• Other tax payable	18	2	16
• Liability to sellers of PT Bayan Resources Indonesia	153	-	153
• Other sundry payables	14	1	13
Total	**280**	**37**	**243**

The *payable to related parties* (EUR 17 million) mainly refers to the part not paid yet at 31 December 2008 of Share premium contribution to Artic Russia for the financing of the activities in Russia (EUR 13 million).

The "Acquisition of equity investments" refers to International Wind Parks of Crete (EUR 12 million), to the put option on 20% of Marcinelle Energia S.A. (EUR 29 million), to OGK-5 for the stock option of the employees (EUR 9 million) and to the part of the purchase price of Artic Russia B.V. amounting to USD 10 million not paid yet to Eni Russia (EUR 7 million).

Information on the Consolidated Income Statement

32 Revenues - *EUR 1,257 million*

Millions of euro

	2008	2007	2008-2007
Revenues from the sale and transport of electricity	1,143	177	966
Revenues from insurance	38	38	-
Other sales and services	77	7	70
Total	**1,257**	**222**	**1,035**

"Revenues from the sale and transport of electricity" rose by EUR 966 million in 2007, the figures reflect the changes in the scope of consolidation with the acquisitions of operating companies. The revenues from the sale of electricity in America came to EUR 203 million (EUR 99 million in 2007), in the extra UE market EUR 664 million (nil in 2007) and the remaining EUR 276 million refers to sales in the UE European market (EUR 78 million in 2007).

"Revenues from insurance" refers to the activity of Enel Re. Ltd.

33 Costs - *EUR 1,109 million*

Millions of euro

	2008	2007	2008-2007
Raw materials and consumables	729	112	617
Services	123	38	85
Personnel	64	5	59
Depreciation, amortization and impairment losses	135	11	124
Other operating expenses	58	15	43
Total	**1,109**	**181**	**928**

"Raw materials and consumables" refers to electricity purchases for EUR 368 million, to fuel purchases for electricity production and trading for EUR 360 million and to purchases of other materials for EUR 1 million;

"Services" mainly include services connected with the Electricity System (EUR 27 million), insurance costs (EUR 19 million), professional and technical services (EUR 8 million) and buiding costs (EUR 5 million).

"Depreciation" of tangible assets amounted to EUR 67 million, "Amortization" of intangible assets amounted to EUR 6 million and "Impairment losses" amounted to EUR 62 million and mainly refers to the evaluation of the equity investment in Enel Green Power Holding Sarl. (negative for EUR 60 million).

"Other operating expenses" comprise the provisions for risks and charges connected with the activity of Enel Re. Ltd. (EUR 15 million), levies and taxes (EUR 29 million) and judicial costs related to the sale of Wind (EUR 14 million).

34 Financial income/(expense) - *EUR (232) million*

Millions of euro

	2008	2007	2008-2007
Interest and other income from financial assets (current and non-current):			
- interest income at effective rate on non-current securities and receivables	32	27	5
- interest income at effective rate on short-term financial investments	4	9	(5)
Total interest and other income from financial assets	**36**	**36**	**-**
Foreign exchange gains	**42**	**3**	**39**
Income from derivative instruments	**24**	**38**	**(14)**
Other interest and income	**4**	**4**	**-**
TOTAL FINANCIAL INCOME	**106**	**81**	**25**

"Financial income" amounted to EUR 106 million, up EUR 25 million on the previous year. Financial income from derivatives decreased to EUR 24 million, which relates to EUR 50 million of income realized and a settlement of EUR 26 million negative of financial instruments for positions closed during the year.

A detail of "Financial expenses" is reported in the table in the following page.

"Financial expense" totaled EUR 338 million, an increase of EUR 257 million on 2007.

The rise is mainly attributable to the estimated reduction in the value of the investment in PT Bayan Resources (EUR 118 million), to the increase of interest expense on the intercompany current account which in 2008 amounted to EUR 67 million (EUR 24 million in 2007) and to the increase in foreign exchange losses (up EUR 40 million on 2007). The increase in the interest expenses is also connected to the consolidation of the financial debt of the companies acquired in 2008.

Financial expense in respect of derivatives came down to EUR 18 million entirely realized.

Millions of euro

	2008	2007	2008-2007
Interest expense and other charges on financial debt (current and non-current):			

- interest expense on bank loans	3	1	2
- interest expense on bonds	42	36	6
- interest expense on other loans	95	25	70
Total interest expense and other charges on financial debt	**140**	**62**	**78**
Financial charges from securities	**6**	**-**	**6**
Foreign exchange losses	**50**	**10**	**40**
Expense on derivative instruments	**18**	**1**	**17**
Charges on equity investments	**120**	**-**	**120**
Other interest expense and financial charges	**4**	**8**	**(4)**
TOTAL FINANCIAL EXPENSE	**338**	**81**	**257**

35 Share of income/(expense) from equity investments accounted for using the equity method - *EUR 37 million*

Millions of euro

	2008	2007	2008-2007
Income from associates	27	31	(4)
Dividend income from investments	27	1	26
Losses from associates	(17)	-	(17)
Total	**37**	**32**	**(5)**

Income from equity investments accounted for using the equity method reflects reflects the positive contribution from OGK-5 until 28 May 2008 (EUR 14 million), EUFER (EUR 13 million) and Res Holdings B.V. (EUR 12 million) partially balanced by the loss related to Artic Russia B.V. (EUR 2 million) and by the results and impairments recorded by the new acquired companies (negative for EUR 11 million).

36 Income taxes – *EUR 51 million*

Millions of euro

	2008	2007	2008-2007
Current taxes	51	14	37

Deferred tax liabilities	7	-	7
Deferred tax assets	(7)	-	(7)
Total	**51**	**14**	**37**

The current taxation amounted to EUR 51 million (EUR 14 million at 31 December 2007) refers to foreingn companies such as AGC (EUR 21 million), OGK-5 (EUR 10 million), Enel France (EUR 8 million) and Enel North America (EUR 4 million). The deferred tax assets amounting to EUR 7 million are mainly related to a reversal of advance taxation credit of OGK-5; while the deferred tax liabilities (EUR 7 million) essentially refers to the accelerate depreciation of the property, plant and equipment of Enel North America.

The following table reconciles the theoretical tax rate with the effective rate.

Millions of euro

	2008		2007	
Income before taxes	*-47*		73	
Theoretical tax	-12	25.5%	19	25.5%
Permanent differences and minor items	63	-134%	-5	-6.8%
Difference on estimated income taxes from prior years	-	-	-	-
Total	**51**	**-108,5%**	**14**	**18.7%**

37 Related parties

Related parties have been identified on the basis of the provisions of international accounting standards.

During 2008, as part of the corporate reorganization of the shareholdings operating in the renewable sector, the following transactions, classify under common control transactions, were realized:

- Preliminary sale at book value of Enel Green Power International B.V. ("EGPI") from Enel Investment Holding B.V. to Enel Green Power Holding Sarl.;
- Contribution of 100% of the shares in Enel North America Inc. and 100% of the shares in Enel Latin America Llc. from Enel Green Power Holding Sar.l to Enel Green Power International B.V. through a share premium contribution which was recorded in the books of EGPI for an amount of EUR 867 million;
- Subsequent sale of at book value of EGPI B.V. from Enel Green Power Holding Sarl. to Enel Investment Holding B.V.;
- Contribution in kind from the Company to Enel Green Power International B.V. of 100% of the shares in Americas Generation Corporation through the issuing of new shares with a nominal value of EUR 244 million;
- Contribution in kind of 100% of the shares in the Elica companies, Enel Union Fenosa Renovables S.A., Blue Line Impex S.r.l., S.C. Blue Energy S.r.l., Enel Green Power Bulgaria EAD and Inelec Srl de c.v., for an overall amount of EUR 544 million.

In compliance with the Enel Group's rules of corporate governance, transactions with related parties are carried out in accordance with criteria of procedural and substantive propriety.
With a view to assuring substantive propriety – in order to ensure fairness in transactions with related parties, and to account for the special nature, value or other characteristics of a given

transaction – the Board of Directors may ask independent experts to value the assets involved in the transaction and provide financial, legal or technical advice.

Transactions carried out by Enel Investment Holding B.V. with the other companies of the Group involve the exchange of goods, provision of services, financing and treasury management. These transactions are part of the ordinary operations of the company and are settled on the basis of standard intra-Group contracts at market prices.

The following table summarizes the financial relationships between the Company and related parties.

	Balance sheet		**Income statement**		
Million of Euro	**Receivables 31 Dec 2008**	**Payables 31 Dec 2008**	**Cost 2008**	**Income 2008**	**Dividends 2008**
Shareholder					
• Enel S.p.A	539	2,264	91	52	-
Associated companies					
• Artic Russia B.V.	-	13	-	-	-
• Res Holdings B.V.	-	-	-	-	16
• Enel Green Power Holding S.a.r.l.	-	3	-	-	-
Other affiliated companies					
• Enel Finance International S.A.	-	532	16	-	-
• Enel Produzione S.p.A.	41	40	1	-	-
• Enel Trade S.p.A.	17	5	11	202	-
• Other	1	1	-	7	-
	598	**2,858**	**119**	**261**	**16**

	Balance sheet		**Income statement**		
Million of Euro	**Receivables 31 Dec 2007**	**Payables 31 Dec 2007**	**Cost 2007**	**Income 2007**	**Dividends 2007**
Shareholder					
• Enel S.p.A	617	303	25	68	-
Associated companies					
• Artic Russia B.V.	-	12	-	-	-
• Res Holdings B.V.	-	-	-	-	12
Other affiliated companies					
• Enel Finance International S.A.	-	173	-	-	-
• Enel Trade S.p.A.	-	10	21	51	-
• Central America Power Serv Inc	-	1	2	-	-
	617	**499**	**48**	**119**	**12**

Compensation of directors

The compensation paid to directors of the Company is summarized in the following table:

(all amounts in thousands of Euro)	**31 Dec 2008**	31 Dec 2007
Mr. A.J.M. Nieuwenhuizen	**40**	40
Mr. F. Mauritz	**25**	25
Mr. H. Marseille	**25**	25
Mr. K.J. Schell	**25**	17
Mr. A. Brentan	-	-
Mr. G. Frea (*)	-	-
Mr. C. Machetti	-	-
Mr. C. Palasciano Villamagna	-	-
Mr. C. Tamburi (*)	-	-
	115	107

(*) Mr. G. Frea has been replaced by Mr. C. Tamburi as per June 2008.

The remuneration paid to Mr. A.J.M. Nieuwenhuizen comprise an amout of EUR 15 thousand related to his activity as director of Res Holding B.V. The remuneration of Mr. K.J. Schell in 2007 was lower because he started the activity of Director during the year.

38 Contractual commitments and guarantees

The contractual commitments and guarantees as per 31 December 2008 can be specified as follows:

- During 2008 Enelco S.A. was awarded the tender offer for the construction of a combined cycle gas plant of 430 MW at Livadia in central Greece. In this respect the Company has approved, to support Enelco with an equity investment for a total amount up to EUR 100 million. In order to cover the financial need of Enelco relating to the project described, during 2008, the Company has subscribed a share capital increase in favour of Enelco, for a total amount up to EUR 36 million, of which 75% (EUR 29 million) has to be paid by the Company. As per 31 December 2008 an amount of EUR 21 million was paid by the Company, therefore the remaining portion of said capital increase, amounting to EUR 8 million, still has to be paid by the Company in favour of Enelco.

- In respect of a guarantee issued by MCC S.p.A. for a contracts signed by Enelco, Enel S.p.A. has issued, on behalf of the Company, a comfort letter in favor of MCC S.p.A. in the amount of EUR 10 million.

- Based on the Cooperation Agreement with third parties for the joint development of the construction of a coal power plant in the Free Trade Zone of the city of Galati (the Project). The Company has a commitment to finance, pro-quota by the project holders, all Project development costs, estimated at a maximum of EUR 5 million in two years. After the completion of the permitting process for the construction, the Company has a call option on 5% in the project and has granted to the remaining project holder an equivalent put option for the remaining 10% in the project. At any time the Company will have the right to get out the Project selling its share at the same price paid by the Company at the time of acquisition. In addition the Company will be reimbursed for all the development costs paid if the other project holders succeed in selling the Project to a third party within 24 months from the Company selling out or if they continue to develop the Project alone.

- In June 2008 the Company has acquired from Duferco Diversification (DD), the 80% of the share capital of the Belgium company Marcinelle Energie S.A. (ME), being the remaining 20% still held by DD. Marcinelle Energie S.A. is a special purpose vehicle incorporated for the construction of a CCGT power plant in Marcinelle Belgium. For such above mentioned acquisition the Company paid an initial amount of EUR 19,2 million, postponing the payment of additional sums amounting as a whole to EUR 12,8 million, until the completion of some construction works. Pursuant to the sale and purchase agreement executed between the parties, in order to guarantee the payment of the above mentioned remaining amount of EUR 12,8 million, Enel S.p.A, as the parent company, issued two parent company guarantees, on behalf of the Company, respectively of EUR 4,8 million and of EUR 8 million. Furthermore, as provided by the sale and purchase agreement executed between the parties, Enel S.p.A., issued on behalf of the Company, a parent company guarantee, in order to counter guarantee the 80% of an agreement already executed by Marcinelle Energie with Fluxis S.A. for the connection to the natural gas grid, for an mount equal to EUR 11,4 million. Moreover, the Company granted to Duferco a "put option" for the remain 20% of the shares to be exercised within 72 months after 12 months from the "provisional acceptance".

- As shareholder of Artic Russia B.V. the Company has undertaken to guarantee the performance of the obligation and duties of Artic Russia B.V. arising from the call option agreement. In this respect Enel S.p.A. has issued, on behalf of the Company, a cross indemnity guarantee in favor of the other shareholder of Artic Russia B.V. in the amount of USD 434 million. A similar guarantee was issued by the other shareholder of Artic Russia B.V. in favor of Enel.

- During 2008 Enel participated to a public tender launched by Nuclearelectrica (a company wholly owned by the Romanian State) having as object the selection of strategic investors for development, financing, construction and operation of two nuclear units, of 720 MW each, to Cernavoda power plant, a nuclear power plant in Romania owned by Nuclearelectrica. In this respect the Company has signed an investment agreement based on which the Company has the right to own a participation equal to 9,15% of the Romanian Project Company and has the obligation to fund 9,15% of the subscribed share capital of the Project Company and of the development cost for a maximum amount equal to EUR 3,5 million. The 9,15% interest was acquired in February 2009 in the new incorporated Romanian company Societatea Comercială EnergoNuclear S.A.

- The Company has an acquisition commitment to purchase the remaining shares of the Greece companies under construction; International Wind Rhodes SA, International Wind Achaia SA and Glafkos Hydroelectric SA. The initial agreed acquisition price for the remaining shares of these three companies amounts to EUR 68 million. Enel paid an advance amount in 2007 of EUR 34 million. (see note 11.2.1).

- The Company has an acquisition commitment to purchase an additional 50% of the shares of 54 special purpose vehicles develop wind park generation and a small hydro in Greece and Bulgaria. Following the grant approval, by the competent authority, and after payment of the success fee the Company will receive the remaining 50% of the shares in the 54 special purpose vehicles. The success fee is calculated as follows: (a) 207.800 €/MW for net capacity factor below 27%, (b) 267.200 €/MW for net capacity factor greater than 27% and lower than 31% and (c) 327.000 €/MW for net capacity factor greater than 31%. The success fee shall be increased by 0,5% upon obtaining operation licenses for the first 150MW and for each batch of 50MW licensed thereafter.

- The Company has Long-term unconditional rental obligations for:
  - office space until 1 April 2010. As per 31 December 2008 the commitments ensuing from this amount amounts to EUR 25 thousand.
  - apartment until 29 February 2009. As per 31 December 2008 the commitments ensuing from this amount amounts to EUR 3 thousand.

39 Post balance sheet events

On 1 January 2009, following the reorganization of the renewable sector in the Enel Group, the Company sold its participation in Enel Green Power International B.V., for an amount of Euro 1,690 million, to the new group company Enel Green Power S.p.A., organized under the laws of Italy and directly owned by Enel S.p.A.

On 11 March 2009 the Company paid the equity increase in Enelco amounting to EUR 8 million.

On 17 March 2009 Enel Investment Holding B.V. subscribed a total number of shares equal to 9.15% of the new incorporated Romanian company Energo Nuclear S.A. for EUR 0.5 million (equal to RON 1,802 million), with the aim of participate to the "Cernavoda3&4 project" consisting in the development, financing, construction and operation of two additional nuclear units of 720 MW each located in Cernavoda, Romania. Acquisition costs amounted to EUR 1 million.

The Company received a proposal from a third party to sell the shares, which the company hold in Selecta S.p.A., for an amount of EUR 1,5 million.

On 30 January 2009 OGK-5 entered into loan agreements with Sberbank for the amount of EUR 89 million and a duration of 1 year, which will be used both for capital construction and working capital financing.

On 27 February 2009 OGK-5 and the European Bank for Reconstruction and Development signed a loan for agreement for the amount of EUR 120 million and duration of 12 years, which will be used for the financing of closed cycle gas turbine construction at Nevinnomysskaya SDPP.

40 Other Information

In this Financial Statements all the entities have been included according to their legal name as per 31 December 2008. During 2008 the following entities changed their legal name as follows:

- on 13 March 2008 Enel Fortuna S.A. changed its legal name into ENEL Panama Holding Inc.

- on 8 April 2008 Empresa de Generacion Electrica Fortuna S.A. changed its legal name into Enel Fortuna S.A.

- on 15 August 2008 Enel Maritza East 4 Bulgaria EAD changed its legal name into Enel Green Power Bulgaria EAD.

- on 4 July 2008 Global Power International S.r.l. changed its legal name into Enel Productie S.r.l.

Furthermore on 30 October 2008 a double downstream merger of Enel Panama Ltd., Enel Panama Holding Inc. and Americas Holding Corp Inc. into Americas Generation Corporation S.A. was formalised.

Enel Investment Holding B.V.

Non -consolidated Financial Statements

Prepared in accordance with the International Financial

Reporting Standards as adopted by the European Union

For the year ended 31 December 2008

Enel Investment Holding B.V. non-consolidated Balance sheet as at 31 December 2008

Prepared in accordance with IFRS as adopted by the European Union

(before profit appropriation)

(all amounts in thousands of Euro)		31 December 2008		31 December 2007	
	Note	**EUR**	**EUR**	EUR	EUR
Non-current assets					
Property, plant and equipment	*42*	**8**		110	
Investments in equity accounted investments	*43*	**5,247,823**		3,420,139	
Investments in available-for-sale investments	*44*	**38,129**		42,062	
Other Non-current financial assets	*45*	**521,826**		561,386	
Total non-current assets			**5,807,786**		4,023,697
Current assets					
Receivables	*45*	**23,261**		56,464	
Current financial assets at fair value	*46*	**-**		25,935	
Accounts receivable	*47*	**5,974**		8,490	
Other current assets	*48*	**4**		8,681	
Cash and cash equivalents	*49*	**153,340**		279	
Total current assets			**182,579**		99,849
Total assets			**5,990,365**		4,123,546
Capital and reserves	*50*				
Share capital		**1,593,050**		1,593,050	
Share premium		**1,541,333**		1,541,333	
Fair value reserve AFS		**(2,344)**		22,149	
Retained earnings		**62,345**		42,911	
Profit (Loss) for the year		**(230,409)**		19,434	
Total equity attributable to the equity of the Company			**2,963,975**		3,218,877
Non-current liabilities					
Loans and borrowings	*51*		**534,499**		521,496
Current liabilities					
Loans and borrowings	*51*	**23,260**		56,464	
Accounts payable	*52*	**2,400,622**		286,776	
Other current liabilities	*53*	**68,009**		39,933	
Total current liabilities			**2,491,891**		383,173
Total liabilities			**3,026,390**		904,669
Total Shareholders' Equity and liabilities			**5,990,365**		4,123,546

The Notes on pages 96 to 126 are an integral part of these non-consolidated Financial Statements

Enel Investment Holding B.V. non-consolidated Income statement for the year ended 31 December 2008

Prepared in accordance with IFRS as adopted by the European Union

(all amounts in thousands of Euro)		2008		2007	
	Note	EUR	EUR	EUR	EUR
Revenues					
Revenue from services	*54*		**2,723**		1,720
Costs					
Costs of outsourced work	*55*	**2,587**		1,633	
Personnel expenses	*56*	**321**		272	
Other operating expenses	*57*	**16,687**		1,214	
Depreciation and amortization		**2**		1	
Impairment losses	*58*	**178,325**		-	
			197,922		3,120
Result from operating activities			**(195,199)**		(1,400)
Financial income	*60*	**56,503**		74,355	
Financial expenses	*61*	**(123,368)**		(66,319)	
Net finance expenses			**(66,865)**		8,036
Results from equity investments	*59*		**31,655**		12,798
Result from continuing operations			**(230,409)**		19,434
Income tax expense			-		-
Result from continuing operations attributable to the shareholder			**(230,409)**		19,434

The Notes on pages 96 to 126 are an integral part of these non-consolidated Financial Statements

Non-consolidated Statement of changes in Shareholder's equity for the year ended 31 December 2008

Prepared in accordance with IFRS as adopted by the European Union

(all amounts in thousands of Euro)	Share Capital	Share Premium	Fair value reserve AFS	Retained Earnings	Profit For the year	Total
Balance at: 1 January 2007	**1,593,050**	**6,467,436**	**(1,689)**	**(7,853,660)**	**(29,532)**	**175,605**
• Profit appropriation	-	-	-	(29,532)	29,532	-
• Capital contribution	-	3,000,000	-	-	-	3,000,000
• Settlement accumulated losses with share premium	-	(7,926,103)	-	7,926,103	-	-
• Revaluation assets available for sale	-	-	23,838	-		23,838
• Result for the year	-	-	-	-	19,434	19,434
Balance at: 31 December 2007	**1,593,050**	**1,541,333**	**22,149**	**42,911**	**19,434**	**3,218,877**
• Profit appropriation	-	-	-	19,434	(19,434)	-
• Revaluation assets available for sale	-	-	(24,493)	-	-	(24,493)
• Result for the year	-	-	-	-	(230,409)	(230,409)
Balance at: 31 December 2008	**1,593,050**	**1,541,333**	**(2,344)**	**62,345**	**(230,409)**	**2,963,975**

The Notes on pages 96 to 126 are an integral part of these non-consolidated Financial Statements

Enel Investment Holding B.V. non-consolidated cash flow statement for the year ended 31 December 2008

Prepared in accordance with IFRS as adopted by the European Union

(all amounts in thousands of Euro)		2008 EUR		2007 EUR	
Net income for the period			(230,409)		19,434
Adjustments for:					
• Depreciation, amortization and impairment losses		2		1	
• Interest income	*60*	(28,689)		(35,787)	
• Interest expenses	*61*	88,856		47,015	
• Impairment loss	*58*	178,325			
• Result equity investments	*59*	(31,655)		(12,798)	
			(23,570)		17,865
Changes in working capital:					
• Accounts receivable		(1,759)		461	
• Other current assets		28,495		(28,321)	
• Accounts payable		18,102		1,102	
• Other current liabilities		(12,414)		11,010	
			8,854		2,117
Interest paid			(48,093)		(29,408)
Net cash from operating activities			(39,239)		(27,291)
Interest received		34,507		32,587	
Dividend received		27,753		12,179	
Investment in property, plant and equipment		-		(111)	
Disinvestment in property, plant and equipment		100		-	
Acquisition equity investments		(1,771,516)		(3,145,345)	
Sale equity investments		30		15,064	
Movements financial and other assets		-		22,853	
Net cash from investing activities			(1,709,126)		(3,062,773)
Loan and borrowings (borrowed)		-		-	
Loan and borrowings (repayments)		-		-	
Movement IC loan account shareholder		1,901,426		89,948	
Share premium contribution		-		3,000,000	
Net cash from financing activities			1,901,426		3,089,948
Net cash flow for the period			153,061		(116)
Cash and cash equivalents at the beginning of the period			279		395
Cash and cash equivalents at the end of the period			153,340		279

The Notes on pages 96 to 126 are an integral part of these non-consolidated Financial Statements

Notes to the Enel Investment Holding B.V. non-consolidated financial statements as per 31 December 2008

General, relationship with parent Company and principal activities

Enel Investment Holding B.V. (hereafter: the "Company") is a private limited liability Company, where 100% of the shares are held by Enel S.p.A., the ultimate parent company, having its statutory seat in Rome Italy.

Enel Investment Holding B.V., having its statutory seat at Weteringschans 28 (sous) in Amsterdam, The Netherlands, was incorporated on December 15, 2000 under Dutch Law.

The purpose of the Company is to carry on activities and to invest directly or indirectly in companies or ventures that conduct their business:

- in the electricity industry, including all the activities of production, distribution and sale, as well as transmission;
- in the energy industry in general, including fuels, and in the field of environmental protection, as well as water sector;
- in the communications, telematics, information-technology industries and those of multimedia and interactive services;
- in network-based sectors (electricity, water, gas, district heating, telecommunications) on those which, in any case, provide urban services;
- in other sectors in any way related or connected with the activities carried out in the sectors mentioned above.

Going concern

Enel S.p.A., the parent company, has issued a letter of support as per December 31, 2008 with respect to the Company, guaranteeing its continued financial support to meet the Company's liabilities.

Statement of compliance

The non-consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. The non-consolidated financial statemenst also comply with the requirements of Book 2 Title 9 of the Netherlands' Civil Code.

These non-consolidated financial statements were approved by the board of directors and authorized for issue effective on 28 April 2009.

Basis of preparation

The non-consolidated financial statements consist of the non-consolidated balance sheet, the non-consolidated income statement and the non-consolidated statement of changes in shareholder's equity and cash flows and the related notes.

The assets and liabilities reported in the non-consolidated balance sheet are classified on a "current/non-current basis". Current assets, which include cash and cash equivalents, are assets that are intended to be realized, sold or consumed during the normal operating cycle of the Company or in the twelve months following the balance-sheet date; current liabilities are liabilities that are expected to be settled during the normal operating cycle of the Company or within the twelve months following the close of the financial year.

The non-consolidated income statement is classified on the basis of the nature of costs, while the indirect method is used for the cash flow statement.

The non-consolidated financial statements have been prepared on the historical cost basis, with the exception of items that are measured at fair value, as specified in the measurement policies for the individual items, which are the following:

- derivate financial instruments (see Note 3.16.7);
- financial instruments at fair value through profit and loss (see Note 3.16.1);
- available-For-Sale financial assets (see Note 3.16.1).

Functional and presentation currency

These non-consolidated financial statements are presented in Euro, which is the Company's functional currency. All financial information presented in Euro have been rounded to the nearest thousand.

Use of estimates and judgments

The preparation of the financial statements in conformity with IFRS-EU requires management to make judgments, estimates and assumptions that affect the application of accounting policies, and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from *these estimates. Estimates and the related assumptions are based on previous experience, on other* factors considered reasonable in the circumstances and on ongoing bases. They are formulated when the carrying amount of assets and liabilities is not easily determined from other sources. The estimates are used to recognize provisions for doubtful accounts, depreciation and amortization, impairment losses, liabilities in respect of employee benefits, taxes and other provisions. The estimates and assumptions are periodically revised and the effects of any changes are reflected in the income statement if they only involve that period. If the revision involves both the current and future periods, the change is recognized in the period in which the revision is made and in the related future periods.

A number of accounting policies are felt to be especially important for understanding the financial statements. To this end, the following section examines the main items affected by the use of estimates, as well as the main assumptions used by management in measuring these items in compliance with the IFRS-EU. The critical element of such estimates is the use of assumptions and professional judgments concerning issues that are by their very nature uncertain.

Changes in the conditions underlying the assumptions and judgments could have a substantial impact on future results.

Summary of significant accounting policies

Please see page 34 to 46 of the Notes to consolidated financial statements for a description of the significant accounting principles. Please see pages 46 to 47 of the Notes to consolidated financial statements for a description of the new IFRS standards and interpretations.

The investments in subsidiaries are stated at cost less impairment losses.

The financial statements are presented in Euro, the functional currency of the Company. All non-consolidated figures are shown in thousands of Euro unless stated otherwise.

Segment reporting

The company is the holding company of the Group. Pursuant to IAS 14.6, segment reporting is disclosed in Note 8 of the Notes to the consolidated financial statements.

41 Risk management

The Company has exposure to the following risks from its use of financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital. Further quantitative disclosures are included throughout these consolidated financial statements

41.1 Credit risk

In its commercial and financial activities, the Group is exposed to the risk that its counterparties might not be able to discharge all or part of their obligations, whether these involve payment for goods already delivered and services rendered or payment of the expected cash flows under financial derivatives contracts.

Enel Investment Holding B.V. manages credit risk by operating solely with counterparties considered solvent by the market, i.e. those with high credit standing, and does not have any concentration of credit risk.

The credit risk in respect of the derivatives portfolio is considered negligible since transactions are conducted solely with leading Italian and international banks, diversifying the exposure among different institutions

41.2 Liquidity Risk

Liquidity risk is managed by the Group Treasury unit at Enel SpA, which ensures adequate coverage of cash needs (using lines of credit and issues of bonds and commercial paper) and appropriate management of any excess liquidity.

The financial crisis originally triggered by the crisis in US subprime mortgages, which then continued with the problems at Lehman Brothers and the rescues/acquisitions of leading banks and insurance companies, has caused credit conditions to tighten.

Despite this turbulence, the Enel Group continued to have access to the bank credit and commercial paper markets. Any difficulties in raising funds have been overcome through careful financial planning and funding policies.

An additional deterioration in the credit market could nevertheless increase liquidity risk for Enel. In any event, a variety of options are under study to strengthen the financial structure of the Group even further.

41.3 Market risk

As part of its operations, the Company is exposed to different market risks, notably the risk of changes in interest rates, exchange rates and commodity prices.

To contain this exposure within the limits set at the start of the year as part of its risk management policies, Enel enters into derivative contracts using instruments available on the market.

Transactions that, in compliance with risk management policies, qualify for hedge accounting are designated as hedging transactions, while those that do not qualify for hedge accounting are classified as trading transactions.

The fair value is determined using the official prices for instruments traded on regulated markets. The fair value of instruments not listed on regulated markets is determined using valuation methods appropriate for each type of financial instrument and market data as of the close of the financial year (such as interest rates, exchange rates, commodity prices, volatility), discounting expected future cash flows on the basis of the market yield curve at the balance sheet date and translating amounts in currencies other than the euro using period-end exchange rates provided by the European Central Bank.

The financial assets and liabilities associated with derivative instruments are classified as:

- cash flow hedges, mainly related to hedging the risk of changes in the cash flows associated with a number of long-term floating-rate loans;
- trading derivatives, related to hedging interest and exchange rate risk and commodity risk but which do not qualify for recognition under IAS 39 as hedges of specific assets, liabilities, commitments or future transactions.

The notional value of a derivative is the contractual amount on the basis of which differences are exchanged. Amounts denominated in currencies other than the euro are converted into euro at the exchange rate prevailing at the balance-sheet date.

41.3.1 Interest rate risk

Interest rate risk management is aimed at balancing the structure of the debt, reducing the amount of debt exposed to interest rate fluctuations and minimizing borrowing costs over time, limiting the volatility of results. To this end, various types of derivatives are used, including interest rate swaps and interest rate collars.

All these contracts are agreed with a notional amount and expiry date lower than or equal to that of the underlying financial liability or the expected future cash flows, so that any change in the fair value and/or expected future cash flows is offset by a corresponding change in the fair value and/or the expected future cash flows of the underlying position. Accordingly, the fair value of the financial derivatives generally reflects the estimated amount that Enel would have to pay or receive in order to terminate the contracts at the balance-sheet date.

41.3.2 Exchange rate risk

Exchange rate risk is mainly generated with the following transaction categories:

- debt denominated in currencies other than the functional currency of the respective countries entered into by the holding company or the individual subsidiaries;
- cash flows in respect of investments in foreign currency, dividends from unconsolidated foreign associates or the purchase or sale of equity investments.

In order to reduce the exchange rate risk on these exposures, Enel uses foreign exchange forward and option contracts in order to hedge cash flows in currencies other than the functional currencies of the various Group entities.

These contracts are also normally agreed with a notional amount and expiry date equal to that of the underlying financial liability or the expected future cash flows, so that any change in the fair value and/or expected future cash flows of these contracts stemming from a potential appreciation or depreciation of the domestic currency against other currencies is fully offset by a corresponding change in the fair value and/or the expected future cash flows of the underlying position.

The following table reports the notional amount and fair value of exchange rate derivatives at 31 December 2008 and 31 December 2007.

Millions of euro	Notional		Fair value		Fair value assets		Fair value liabilities	
	31 Dec. 2008	31 Dec..2007	31 Dec. 2008	31 Dec..2007	31 Dec. 2008	31 Dec..2007	31 Dec. 2008	31 Dec..2007
Trading derivatives:								
- forwards	0	323,5	0	25,93	0	25,93	0	0
TOTAL EXCHANGE RATE DERIVATIVES	**0**	323,5	**0**	25,93	**0**	25,93	**0**	**0**

The Company on 31 December 2008 had no outstanding cash flow hedge derivatives contract or options that were not directly associated with individual exposures subject to exchange rate risk therefore no potential impact will arise on shareholder's equity of a change in market exchange rates.

42 Property, plant and equipment

The movement of the tangible fixed assets can be shown as follows:

(all amounts in thousands of Euro)	**Inventory**	**Advances paid for assets under construction**	**Total**
• Book value as at December 31, 2006:	-	-	-
Changes in book value:			
Investments	11	100	111
Amortization	(1)	-	(1)
Impairment	-	-	-
• Balance as at December 31, 2007	**10**	**100**	**110**
Balance as at December 31, 2007:			
Acquisition price	11	100	111
Accumulated amortization	(1)	-	(1)

(all amounts in thousands of Euro)	Inventory	Advances paid for assets under construction	Total
Book value as at December 31, 2007	**10**	**100**	**110**
Changes in book value:			
- Investments	-	134	134
- Divestments	-	(234)	(234)
- Amortization	(2)	-	(2)
• Balance as at December 31, 2008	8	-	8
Balance as at December 31, 2008:			
Acquisition price	11	-	11
Accumulated amortization	(3)	-	(3)
Book value as at December 31, 2008	**8**	**-**	**8**

42.1 Advances paid for assets under construction

The advances paid for assets under construction relate to amounts paid for research to develop in Bulgaria a Greenfield wind farm in the municipality of Gurkovo. In 2008 it was agreed to assign the contract and to charge the invested amounts to the affiliated company Enel Green Power Bulgaria EAD.

43 Equity investments

The tables below show the changes during the year and for each investment the corresponding balances at the beginning and end of the year, as well as the list of investments held in subsidiaries, associates, joint ventures and other companies

(all amounts in thousands of Euro)	Subsidiaries	Associated companies	Other companies	Total
Balance as at December 31, 2007				
- Acquisitions / Subscriptions	897.170	2.486.667	40.467	3.424.304
- Impairment	-	-	(4.165)	(4.165)
Balance as at December 31, 2007	**897.170**	**2.486.667**	**36.302**	**3.420.139**
Changes in book value 2008:				
- Acquisitions / Subscriptions	1.836.874	51.122	-	1.887.996
- Divestments	-	-	(4.165)	(4.165)
- Movements between categories (*)	1.687.968	(1.652.666)	(35.302)	-
- Impairment (**)	-	(60.312)	4.165	(56.147)

(all amounts in thousands of Euro)	Subsidiaries	Associated companies	Other companies	Total
Balance as at December 31, 2007				
Balance as at December 31, 2008	**3.524.842**	**(1.661.856)**	**(35.302)**	**1.827.684**
Balance as at December 31, 2008:				
- Acquisition price	4.422.012	885.123	1.000	5.308.135
- Impairment	-	(60.312)	-	(60.312)
Book value as at December 31, 2008	**4.422.012**	**824.811**	**1.000**	**5.247.823**

(*) The movements between categories during 2008 relates to OGK-5 (EUR 1.652.666 thousand) of which the percentage of interest was increased during 2008 from 37,2% to 55,8% and International Wind Crete AE (EUR 35.302 thousand) of which the percentage of interest was increased from 15% to 100%.

(**) the movements in impairment during 2008 relates to the completion of the liquidation of Eutilia N.V. (EUR 4.165 thousand) and Enel Green Power International Holding Sarl. (EUR 60.312 thousand).

43.1 Subsidiaries

The following table lists equity investments in subsidiaries at December 31, 2008 and December 31, 2007.

(all amounts in thousands of Euro)		December 31, 2008				December 31, 2007			
Name	Country	Cost Price	Impair-Ment	Book Value	% held	Cost Price	Impair-Ment	Book Value	% held
Enel Green Power International B.V.	The Netherlands	1.690.001	-	1.690.001	100,0	-	-	-	-
Enel.Re. Ltd	Ireland	21.316	-	21.316	100,0	21.316	-	21.316	100,0
Pragma Energy SA	Switzerland	6.479	-	6.479	100,0	6.479	-	6.479	100,0
Enelco S.A,	Greece	50.836	-	50.836	75,0	17.160	-	17.160	75,0
Enel France SAS	France	34.937	-	34.937	100,0	34.937	-	34.937	100,0
OGK – 5	Russia	2.477.884	-	2.477.884	55,9	-	-	-	-
Enel Rus LLC	Russia	10	-	10	99,0	-	-	-	-
Enel Productie SRL (GPI)	Romania	207	-	207	85,0	-	-	-	-
Marcinelle Energie SA	Belgium	55.881	-	55.881	80,0	-	-	-	-
Enel Albania SHPK	Albania	595	-	595	100,0	-	-	-	-
Linea Albania-Italia SHPK	Albania	222	-	222	100,0	-	-	-	-
Latin America Energy Holding B.V.	The Netherlands	83.644	-	83.644	100,0	83.516	-	83.516	100,0
Impulsora Nacional de Electricidad S. de R.L. de C.V.[1]	Mexico	-	-	-	-	35.792	-	35.792	30,0
Enel Panama Ltd [1]	Panama	-	-	-	-	119.044	-	119.044	100,0
Enel Panama Holding Inc [1]	Panama	-	-	-	-	125.388	-	125.388	100,0
Enel Union Fenosa Renovable SL[1]	Spain	-	-	-	-	359.054	-	359.054	50,0
Blue Line Impex SRL [1]	Romania	-	-	-	-	1.346	-	1.346	100,0
Blue Energy SRL [1]	Romania	-	-	-	-	0	-	0	1,0
Enel Green Power Bulgaria EAD [1]	Bulgaria	-	-	-	-	26	-	26	100,0
International Windpower AE [1]	Greece	-	-	-	-	15.786	-	15.786	100,0
Windpark of Thrace AE [1]	Greece	-	-	-	-	41.288	-	41.288	100,0
International Windpark of Thrace AE [1]	Greece	-	-	-	-	36.038	-	36.038	100,0
		4.422.012	-	**4.422.012**		**897.170**	-	**897.170**	

[1] The Company has been transferred to Enel Green Power Internationsl BV (refer Note 43.1.1) becoming for Enel Investment Holding B.V. a indirect holding.

43.1.1 Enel Green Power International B.V.

During 2008 the Company completed a corporate reorganization related to the grouping of the shareholdings owned by the Company in the renewable sector, with the aim to valorize the various activities in such a sector within the Enel Group.

In this respect the Company incorporated in June 2008 Enel Green Power International B.V. The amount of issued and paid up shares as per the date of incorporation amounted to EUR 100 thousand.

In August 2008 the shares in Enel Green Power International B.V. were sold by the Company to Enel Green Power Holding Sarl. (associated company), for an amount of EUR 100 thousand equal to the book value.

In September 2008, Enel Green Power Holding Sarl. contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, 100% of the shares in Enel North America Inc. and 100% of the shares in Enel Latin America Llc. The total contribution was valued at EUR 867.395 thousand equal to the book value.

In October 2008 the shares in Enel Green Power International B.V. were sold back by Enel Green Power Holding Sarl to the Company, for an amount of EUR 867.495 thousand equal to its book value.

In October 2008, the Company contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, the shares in the Elica companies, Enel Union Fenosa Renovables S.A., Blue Line Impex S.r.l., S.C. Blue Energy S.r.l. and Enel Green Power Bulgaria EAD. The total contribution was valued at EUR 508.376 thousand equal to the book value of these investments.

In November 2008 Enel Green Power International B.V. issued to the Company new shares with a nominal value of EUR 244.432 thousand. The shares were paid through a contribution in kind of 100% of the shares in Americas Generation Corporation.

In November 2008, the Company contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, 30% of the shares in Inelec. The total contribution was valued at EUR 35.848 thousand equal to the book value of this investment.

In December 2008, the Company contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, the deposit paid for the acquisition of the Elica companies under construction for an amount of EUR 33.850 thousand equal to the book value.

On January 1, 2009 all shares held by the Company in Enel Green Power International B.V. were sold to Enel Green Power S.p.A. for an amount of EUR 1.690.001 thousand equal to the book value of this investment.

All these transactions related to the reorganization of the shareholdings operating in the renewable sector are common control transactions and therefore all internal transfer were done against book value.

43.1.2 Enel Re. Ltd.

In order to put in place a reorganization of Enel's foreign subsidiaries and render more efficient Enel's presence outside Italy, on September 22, 2004 the Board of Directors of the Company has resolved to wind up the subsidiary Enel Holding Luxembourg SA, a Luxembourg company incorporated as an holding company carrying out financial activities for the Enel Group, which became inoperative.

As a result of the liquidation the Company has absorbed all assets and liabilities of Enel Holding Luxembourg S.A. The assets of Enel Holding Luxembourg S.A., which were transferred, included a 99,99% participation in Enel.Re Limited, a reinsurance company existing under the laws of Ireland.

Following the acquisition of one share from an individual person in 2005, the Company holds directly 100% of the share capital of Enel Re. Ltd. as of 31 December 2005.

43.1.3 Pragma Energy S.A.

In March 2005 the Company bought 100% of the shares in Pragma Energy S.A. from Enel Trade S.p.A. for an amount of EUR 6.479 thousand (USD 8.400 thousand). Pragma Energy S.A., existing under the laws of Switzerland, is engaged in the coal trading business on the international market and was the owner of 90,89% of the shares of Carbones Colombianos del Cerrejon S.A., a Colombian company, owner of a coalmine in Colombia. The shares in Carbones Colombianos del Cerrejon S.A. were sold in February 2006 for an amount of EUR 3.391 thousand (USD 4.055 thousand).

43.1.4 Enelco S.A.

In November 2006 the Company bought 50% of the shares in Enelco S.A. from the affiliated company Enelpower S.p.A. for an amount of EUR 8.079 thousand.

In December 2006 the Company bought additional 25% of the shares in Enelco S.A. from a third party for an amount of EUR 10.000 thousand (EUR 4.000 thousand was paid in 2006, EUR 2.000 thousand was paid in 2007 and EUR 4.000 thousand was paid in 2008).

In July 2007 the Company paid to Enelco S.A. an amount of EUR 3.000 thousand for share capital increase (EUR 299 thousand) and share premium (EUR 2.701 thousand).

During 2008 Enelco S.A. was awarded the tender offer for the construction of a combined cycle gas plant of 430 MW at Livadia in Central Greece. In this respect the Company has approved, to support Enelco with an equity investment in the overall amount of up to EUR 100 million. During 2008, for the finance of the project. the Company has subscribed to an equity increase in Enelco, for an aggregate amount up to EUR 36.568 thousand, 75% this amount being EUR 29.676 thousand have to be paid by the Company. As per December 31, 2008 an amount of EUR 21.637 was paid. The balance in the amount of EUR 8.039 thousand is recorded under the current liabilities as per 31 December 2008 (see note 52).

In respect of a guarantee issued by MCC S.p.A. for a contracts signed by Enelco, Enel S.p.A. has issued, on behalf of the Company, a comfort letter in favor of MVV S.p.A. in the amount of EUR 10.000 thousand.
The guarantee fee paid by the Company to Enel S.p.A. for the guarantee issued is 0,25%.

The total acquisition cost included in the cost price as per 31 December 2007 amounts to EUR 81 thousand.

43.1.5 Enel France SAS

Enel France SAS was incorporated under French Law, by the Company in January 2007. The initial issued and paid up capital amounted to EUR 37 thousand.

In February 2007 the Company increased the share capital of Enel France SAS with an amount of EUR 20.500 thousand. A part of this amount was used by Enel France SAS to purchase the shares in Erelis SAS

In December 2007 the Company increased the share capital of Enel France SAS with an amount of EUR 14.400 thousand.

Enel France SAS is a holding company under which is concentrated all the initiatives of The Enel Group in various areas of business in France, including renewable energies and energy trading.

43.1.6 OGK-5

As per December 31, 2007 this equity investment was classified under the associated companies.

On June 6, 2007 following a tender carried out in Moscow, the Company acquired a 25,03% stake in OGK-5 generation company which has four thermal power plants in various parts of the country with a total capacity of about 8.700 MW. The amount due by Enel following the end of the auction procedure was USD 1.516 million (approximately EUR 1.129.781 thousand equivalent to RUB 39.200 million).

Established in 2004 as part of the industry reform, OGK-5 is one of six thermal wholesale generation companies in Russia, with assets strategically located in some of the most developed and fastest growing regions of the country, including:

- 2,400 MW of gas fired capacity at Konakovskaya GRES in the Tver Region (Central Russia)
- 1,290 MW of gas fired capacity at Nevinnomysskaya GRES in the Stavropol Region (Southern Russia)
- 3,800 MW of coal fired capacity at Reftinskaya GRES in the Sverdlovsk Region (Urals)
- 1,182 MW of gas fired capacity at Sredneuralskaya GRES in the Sverdlovsk Region (Urals).

On June 22, 2007 the Company agreed to acquire an additional 4,96% of the total share capital of OGK-5. The acquisition price of this further stake has been on average lower than 16 dollar cents per share for an overall amount of approximately USD 281.528 thousand (EUR 210.127 thousand).

On 16 August 2007, the Company received from the Russian antitrust authority (FAS) the authorization to increase its stake and buy up to 100% of OGK 5's share capital. This authorization has a validity period of one year.

In October 2007 the Company entered into an agreement for the purchase from Credit Suisse of approximately 2.529,4 million shares of OGK-5, representing approximately 7,15% of the company's share capital at the price of 4,2574 rubles per share, for a total consideration of approximately RUB 10,8 billion (equal to EUR 303.250 thousand at the current exchange rate of 35,6 rubles for 1 Euro). Upon completion of the above mentioned acquisition, the Company held about 37,15% of OGK-5's share capital and, having overcome the threshold of the 30% of OGK-5's share capital, the Company were committed, in compliance with Russian laws and regulations, to launch a public tender offer over the entire share capital of the Russian generation company.

On November 15, 2007 the Company launched a mandatory public tender offer ("PTO") for the entire share capital of OGK-5 following the clearance received by the Russian financial markets regulator (FSFR). The shares tendered in 2008 into the public tender offer launched by the

Company amounted to 22,65% of OGK-5's share capital) equal to 8.012.088.702 shares). The consideration paid by the Company in 2008 under the PTO was equal to 4,4275 rubles per share, fully payable in cash, resulting in a total amount of RUB 35.474 million (equal to EUR 988.999 thousand). The offer price paid is equal to the highest price paid by the offer or for the acquisition of OGK-5 shares in the last six months prior to the TPO.

During 2008 the Company signed 121 Share Sale and Purchase Agreements in respect of the options held by OGK-5 directors (3) and employees (118) through the participation in the OGK-5 stock option program. Said agreements as a whole provide for the purchase by the Company on term of 262.476.051 shares, equal to approximately 0,75% of OGK-5 share capital. The price per share is RUB 4,4275 (the same price as offered in the PTO). As per December 31, 2008 the Company acquired based on the said agreements 54.869.719 shares for a total amount of RUB 243 million (equal to EUR 6.367 thousand). The remaining 207.606.332 shares will be acquired in December 2009.

In June 2008 the Company sold 1.448.531.897 shares, equal to approximately 4,1% of OGK-5 share capital, to the European Bank for reconstruction and development for a price per share of RUB 4,4275 (the same price as offered in the PTO), resulting in a total amount of RUB 6.413 million (equal to EUR 174.590 thousand).

At 31 December 2008 the percentage of the total share capital of OGK-5 owned by the Company is 55,86%.

The total acquisition cost included in the cost price as per December 31, 2008 amounts to EUR 13.950 thousand.

With reference to the step acquisition of OGK-5 see Note 3.9.

43.1.7 Enel Rus Llc.

Enel Rus Llc. was incorporated by the Company in February 2008 to support the integration of the Enel participated companies and future controlled companies in Russia. The amount paid for 99% of the shares issued by Enel Rus LLc. is RUB 347 thousand (equal to EUR 10 thousand). The remaining shares are held by Mr. Claudio Machetti, a Director of the Company.

43.1.8 Enel Productie Srl.

In respect of the joint development of the construction of a coal power plant in the Free Trade Zone of the city of Galati (the Project), the Company acquired on March 5, 2008, in line with the Cooperation Agreement signed with Global International 2000 and Romelectro, 85% of the shares of Enel Productie Srl (previously called Global Power Investment SRL) for a amount of RON 774 thousand (EUR 207 thousand).

The remaining 15% of the corporate capital of Enel Productie Srl. is held by Global International 2000 (10%) and Romelectro (5%).

Based on the Cooperation Agreement, all Project development costs, estimated at a maximum of EUR 5 million in two years, will be incurred pro-quota by the project holders. After the completion of the permitting process for the construction, the Company has a call option on 5% in the project and has granted to the remaining project holder an equivalent put option for the remaining 10% in the project. At any time the Company will have the right to get out the Project selling its share at the same price paid by the Company at the time of acquisition. In addition the Company will be reimbursed for all the development costs paid if the other project holders succeed in selling the Project to a third party within 24 months from the Company selling out or if they continue to develop the Project alone.

43.1.9 Marcinelle Energie S.A.

In June 2008 the Company acquired 80% of the corporate capital of the Belgian special purpose company Marcinelle Energie S.A. for a total amount of EUR 36.750 thousand. A part of the purchase price amounting to EUR 12.800 thousand will be paid after the completion of certain agreed events, which is expected to be completed in 2011. The amount is classified under the long term payables (see note 51.3).

In respect of the purchase price obligation and the put option granted, Enel S.p.A. has issued, on behalf of the Company, a guarantee in favor of the other shareholder of Marcinelle Energie B.V. in the amount of EUR 24.200 thousand.
The guarantee fees paid by the Company to Enel S.p.A. for the guarantees issued is 0,25%.

The total acquisition cost included in the cost price as per December 31, 2008 amounts to EUR 13.950 thousand.

Marcinelle Energie S.A. was incorporated for the construction of a CCGT power plant in the Wallonia region Marcinelle in Belgium.

43.1.10 Enel Albania SHPK

Enel Albania SHPK was incorporated by the Company in June 2008 to realize one or two coal power plants each with a power of 800MW in Albania.

The initial share capital of Enel Albania SHPK is Leke 73.230 thousand (EUR 594 thousand). As per December 31, 2008 the Company has not yet paid-up the shares issued. The amount is classified under the current liabilities (see note 52).

43.1.11 Linea Albania-Italia SHPK

Linea Albania-Italia SHPK was incorporated by the Company in June 2008 to develop a merchant line for the connection between Albania and Italia in connection with Enel Albania SHPK.

The initial share capital of Enel Albania SHPK is Leke 27.460 thousand (EUR 222 thousand). As per December 31, 2008 the Company has not yet paid-up the shares issued. The amount is classified under the current liabilities (see note 52).

43.1.12 Latin America Energy Holding B.V. and Impulsora Nacional de Electricidad S. de R.L. de C.V.

On December, 6 - 2007 – Enel Investment Holding B.V. completed the acquisition of 100% of Impulsora Nacional de Electricidad S. de R.L. de C.V. ("Inelec") share capital from SLAP II Luxembourg SARL (an entity managed by Conduit Capital Partners LLC, a private equity firm based in New York, and Grupo Qualita/Comexhidro) for a total consideration of USD 173.815 thousand (approximately 118.661 thousand euro).

The Company bought 100% of the shares in Latin America Energy Holding B.V., a company existing under the laws of The Netherlands, which is the indirect owner of 70% of the corporate capital in Inelec, and a direct share of 30% of the corporate capital in Inelec, a company existing under the laws of Mexico.

In November 2008, the Company contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, 30% of the shares in Inelec. The total contribution was valued at EUR 35.848 thousand, equal to the book value

In December 2008 the three 100% subsidiaries of Latin America Energy Holding B.V. sold 70% of the corporate capital in Inelec to Enel Latin America B.V., a 100% subsidiary of Enel Green Power International B.V., for a total amount of EUR 83.644 thousand. In the 2008 FS of Latin America Energy Holding B.V. a receivable of the same amount is recorded.

43.1.13 Americas Generation Corporation (formerly Enel Panama Ltd. & Enel Panama Holding Inc.)

In October 2008 Enel Panama Ltd., Enel Panama Holding Inc, Americas Holding Corp. and Americas Generation Corp. merged. The surviving company was Americas Generation Corp.The double down stream merger has not generated any impact on the Financial Statement.

In November 2008 Enel Green power International B.V. issued to the Company new shares with a nominal value of EUR 244.432 thousand. The shares were paid through a contribution in kind of 100% of the shares in Americas Generation Corporation.

43.1.14 Enel Union Fenosa Renovable SL

In October 2008, the Company contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, the shares in Enel Union Fenosa Renovables S.A. The total contribution was valued at EUR 359.054 thousand, equal to the book value.

43.1.15 Blue Line Impex SRL and Blue Energy SRL

In October 2008, the Company contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, the shares in Blue Line Impex S.r.l. and S.C. Blue Energy S.r.l. The total contribution was valued at EUR 1.346 thousand, equal to the book value.

In October 2008, the Company contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, the shares in the Elica companies, Enel Union Fenosa Renovables S.A., Blue Line Impex S.r.l., S.C. Blue Energy S.r.l. and Green Power Bulgaria EAD. The total contribution was valued at EUR 508.376 thousand.

43.1.16 Enel Green Power Bulgaria EAD

In October 2008, the Company contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, the shares in Enel Green Power Bulgaria EAD, previously called Maritza East 4 Bulgaria EAD. The total contribution was valued at EUR 26 thousand.

43.1.17 International Windpower AE, Windpark of Thrace AE and International Windpark of Thrace AE

In October 2008, the Company contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, the shares in 100% International Windpower SA, 100% Windpark of Thrace SA, 100% International Windpark of Thrace SA, 100% Hydro Constructional SA, 5,54% International Wind Rhodes SA, 100% International Wind Crete SA, 15% International Wind Achaia SA and 8,08% Glafkos Hydroelectric A.E. (the Elica I companies). The total contribution was valued at EUR 147.951 thousand, equal to the book value.

43.2 Associated companies

The following table lists equity investments in associated companies at December 31, 2008 and December 31, 2007, stated at cost.

(all amounts in thousands of Euro)		December 31, 2008				December 31, 2007			
		Cost	Impair-	Book	%	Cost	Impair-	Book	%
Name	Country	Price	Ment	Value	held	Price	Ment	Value	held
Enel Green Power Holding Sarl.	Luxembourg	69.607	(60.312)	9.295	32,9	51.517	-	51.517	32,9
Res Holdings B.V.	The Netherlands	84.074	-	84.074	49,5	84.074	-	84.074	49,5
Artic Russia B.V.	The Netherlands	731.442	-	731.442	40,0	698.410	-	698.410	40,0
OGK-5	Russia	-	-	-	-	1.652.666	-	1.652.666	37,2
		885.123	**(60.312)**	**824.811**		**2.486.667**	**-**	**2.486.667**	

43.2.1 Enel Green Power Holding Sarl (formerly Enel Green Power International S.A.)

The Company is the holder of 32,89% of the shares in Enel Green Power Holding Sarl. (previously called Enel Green Power International SA.), a company who exist under the laws of Luxembourg. The remaining 67,11% are held by Enel Produzione S.p.A..

In August 2008 the Company sold the shares in Enel Green Power International B.V. to Enel Green Power Holding Sarl., for an amount of EUR 100 thousand.

In September 2008, Enel Green Power Holding Sarl. contributed to Enel Green Power International B.V., as a voluntary non-cash share premium contribution, 100% of the shares in Enel North America Inc. and 100% of the shares in Enel Latin America Llc. The total contribution was valued at EUR 867.395 thousand.

In October 2008 the shares in the Company were sold back by Enel Green Power Holding Sarl. to Enel Investment Holding B.V., for an amount of EUR 867.495 thousand.

Enel Green Power Holding Sarl. will be liquidated during 2009. In order to be consistent with the expected cash from the liquidation process, the Company recorded in 2008 an impairment through profit and loss of EUR 60.312 thousand.

43.2.2 Res Holdings B.V.

In June 2006 the Company bought 49,5% of the shares in Res Holdings B.V. for an amount of EUR 83.182 thousand (USD 105.000 thousand) from a third party.

The total acquisition cost included in the cost price as per December 31, 2007 amounts to EUR 892 thousand.

Res Holdings B.V., a company existing under the laws of The Netherlands, is the owner of 100% of the shares of the Russian electricity trading company, Rusenergosbyt LLC.

43.2.3 Artic Russia B.V.

In March 2007 the Company bought 40% of the shares in Artic Russia B.V. (previously called Eni Russia B.V.), a private liability company under Dutch law, for an amount of EUR 15.221 thousand (USD 20.602 thousand). A part of the total purchase price amounting to USD 10.000 thousand was not paid yet and is classified as per December 31, 2008 under the current liabilities.

Following the capital increase by Artic Russia B.V. in June 2007, the Company paid a share capital contribution of EUR 32 thousand in June 2007.

For the further financing of the activities in Russia, the Company has committed themselves in 2007 to pay a share premium amounting to EUR 679.679 thousand (USD 910.224 thousand). An amount of USD 892.224 thousand was paid in 2007 and an amount of USD 18.000 thousand was not paid yet and is classified as per December 31, 2008 under the current liabilities.

To settle amounts between the Company and the other shareholder of Artic Russia B.V. (Eni International B.V.), the Company paid in July 2008 a cash share premium contribution to Artic Russia B.V. in the amount of USD 191.415 thousand (EUR 122.774 thousand). Artic Russia Shareholders' meeting subsequently resolved to make a distribution out of the share premium reserve of USD 349.855 thousand to the shareholders in proportion of their percentage participation in Artic Russia B.V. The amount received by the Company was USD 139.942 thousand (EUR 89.759 thousand). The amount of EUR 122.774 thousand minus EUR 89.759 thousand being EUR 33.015 thousand was added to the cost price of the investment.

The total acquisition cost included in the cost price as per December 31, 2008 amounts to EUR 3.478 thousand.

Artic Russia B.V. is the holder of 99,99999% of the corporate capital of the Russian company LLC EniNeftegaz, whose name is in the process to be changed into LLC SeverEnergia.

On April 4, 2007 EniNeftegaz has successfully acquired a group of gas assets formerly owned by Yukos for a total price of approx. 5.83 billion Us dollars.

The principal assets acquired are as follows:

- 100% of OAO Arcticgaz
- 100% of ZAO Urengoil
- 100% of OAO Neftegaztechnologia
- 20% of OAO Gazprom Neft (entirely transferred to Eni).

Arcticgaz, Urengoil and Neftegaztechnologia own licenses for exploration and production of hydrocarbons in the Yamal Nenets region, the world's largest gas producing area. Together they hold approximately 5 billion (Russian reserve reporting standards) of oil and gas reserves. The investment of 20% of OAO Gazprom Neft did not form part of Enel's side of the transaction as it was designated solely for transfer to Eni, as envisaged in the agreements governing the joint venture. At the conclusion of the tender Enel therefore paid USD 852 million, equal to 40% of the overall transaction value, excluding this asset from its share of the acquisition. Artic Russia B.V. granted Gazprom a call option for 51% of the companies acquired exercisable within 24 months of the tender award date.

On October 30, 2008, Eni, Enel and Gazprom agreed further developments in the implementation of their partnership. More specifically, the parties signed accords for the development of the companies ArcticGas and Urengoil, as well as signing agreements committing Gazprom to take a stake in Severenergia, as envisaged in the 2007 agreement. Eni, Enel and Gazprom will immediately begin to work obtaining approval of their development plans and the consequent amendment of mineral extraction licenses.

As shareholder of Artic Russia B.V. the Company have undertaken to guarantee the performance of the obligation and duties of Artic Russia B.V. arising from the call option agreement. In this respect Enel S.p.A. has issued, on behalf of the Company, a cross indemnity guarantee in favor of the other shareholder of Artic Russia B.V. in the amount of USD 434.520 thousand. A similar guarantee was issued by the other shareholder of Artic Russia B.V. in favor of Enel. The guarantee fees paid by the Company to Enel S.p.A. for the guarantees issued is 0,25%.

43.2.4 OGK-5

As per December 31, 2008 this equity investment is classified under the subsidiaries (see note 41.1.6).

43.3 Other investments

The following table lists equity investments in other investments at December 31, 2008 and December 31, 2007.

(all amounts in thousands of Euro)		December 31, 2008				December 31, 2007			
Name	**Country**	**Cost Price**	**Impair-Ment**	**Book Value**	**% held**	**Cost Price**	**Impair-Ment**	**Book Value**	**% held**
Selecta S.p.A.	Italy	1.000	-	1.000	3,98	1.000	-	1.000	3,98
International Wind Rhodes AE	Greece	-	-	-	-	12.204	-	12.204	15,0
International Wind Crete AE	Greece	-	-	-	-	3.229	-	3.229	15,0
International Wind Achaia AE	Greece	-	-	-	-	13.414	-	13.414	15,0
Glafkos Hydro-electric A.E.	Greece	-	-	-	-	6.455	-	6.455	15,0
Eutilia N.V. – in liquidation	The Netherlands	-	-	-	-	4.165	4.165	-	9,81
		1.000	**-**	**1.000**		**40.467**	**4.165**	**36.302**	

43.3.1 Selecta S.p.A.

The shares in Selecta S.p.A., existing under the laws of Italy, were acquired through the merger with Webiz Holding B.V. in 2006.

43.3.2 International Wind Rhodes AE, International Wind Crete AE, International Wind Achaia AE and Glafkos Hydroelectric A.E.

For a further disclosure of these investments reference is made to note 43.1.17.

43.3.3 Eutilia N.V., in liquidation

Eutilia N.V., existing under the laws of The Netherlands, was liquidated in 2008.

44 Equity investments available-for-sale

The following table lists equity investments classified as held for sale at December 31, 2008 and December 31, 2007.

(all amounts in thousands of Euro)		December 31, 2008					December 31, 2007				
Name	Country	Cost Price	Results recognized In equity	Impair-ment In P&L	Fair Value	% held	Cost Price	Results recognized In equity	Impair-ment In P&L	Fair Value	% held
Echelon	USA	19.913	(2.345)	-	17.568	7,9	19.913	22.149	-	42.062	7,9
PT Byan Resources T.b.k.	Indonesia	138.573	-	(118.012)	20.561	10,0	-	-	-	-	-
		158.486	**(2.345)**	**(118.012)**	**38.129**		**19.913**	**22.149**	**-**	**42.062**	

44.1 Echelon

The 7,9% stake in corporate capital of Echelon was bought in December 2005 from Enel S.p.A. for an amount of USD 24.600 thousand (EUR 20.803). Echelon is listed on the NASDAQ market in the USA. Echelon is engaged in the field of control networking technology for automation systems.

The shares in Echelon are recognized at fair value with any gains or losses recognized in equity

44.2 PT Bayan Resources T.b.k.

The 10% stake in corporate capital of PT Bayan Resources T.b.k. was acquired in August 2008 for a total consideration of IDR 1.933 billion (EUR 136.521 thousand). The shares were acquired via Bayan's initial public offering on the Indonesian Stock Exchange, through the implementation of an agreement with Bayan and its shareholders. The acquisition cost paid and added to the cost price amounts to EUR 2.054 thousand.

The shares acquired by the Company are subject to a lock-up period of 18 months from the closing date of the IPO. In this respect the amount kept as per December 31, 2008 by the Company on a blocked bank account amounts to USD 212.991 thousand, corresponding to a countervalue at 31 December 2008 exchange rate of EUR 153.044 thousand. This amount was recorded under the cash and cash equivalents and under the current liabilities.

PT Bayan Resources T.b.k., listed on the Indonesian Stock Exchange, produces coal in Indonesia with integrated coal mining, processing and logistic operations. The company is primarily engaged in the business of surface open cut mining of thermal coal and has a diversified product portfolio that ranges from bituminous coal, with high calorific content, to sub-bituminous and semi-soft coking coal.

The shares in PT Bayan Resources T.b.k. are recognized at fair value since share price decreased continuously by 80% since acquisition. The impairment recorded in 2008 amounting to EUR 118.013 thousand was recorded through the profit and loss account 2008.

45 Financial assets

The financial assets can be specified as follows:

(all amounts in thousands of Euro)	**31–12-2008 Current**	**31–12-2008 Non-Current**	31–12-2007 Current	31–12-2007 Non-Current
Advances paid for non current investments	-	-	-	39.788
Loans held-held to maturity:				
due from shareholder	-	**521.826**	50.000	521.598
due from subsidiaries	**16.725**	-	-	-
Accrued interest receivables:				
due from shareholder	**6.380**	-	6.464	-
due from subsidiaries	**156**	-	-	-
	23.261	**521.826**	56.464	561.386

45.1 Advances paid for purchases of non current equity investments

The advances paid for non current equity investments can be specified as follows:

(all amounts in thousands of Euro)	**31-12-2008**	31-12-2007
Hydro Constructional AE	-	**4.788**
Greece companies under construction	-	**35.000**
	-	**39.788**

45.2 Loan due from shareholder

The loans due from shareholder relate to the assumption of the issued bonds by Enel S.p.A. Based on this agreement Enel S.p.A. undertakes to the Company to assume all the obligations of payment of the Company under the notes (see note 51).

The obligations assumed can be specified as follows:

(all amounts in thousands of Euro)	**Year maturing**	**Balance 31-12-2008**	**Nominal Value 31-12-2008**	Balance 31-12-2007
Loan shareholder, fixed rate 5,25%	**2023**	**296.963**	**300.000**	296.810
Loan shareholder, fixed rate 4,125%	**2010**	**99.863**	**100.000**	99.788
Loan shareholder, floating Euribor 6m +0,50%	**2010**	**50.000**	**50.000**	50.000
Loan shareholder, interest linked to UE C.P.I.	**2010**	**50.000**	**50.000**	50.000

Loan shareholder, interest linked to UE C.P.I.	**2010**	**25.000**	**25.000**	25.000
Loan shareholder, floating Euribor 6m +0,50%	**2008**	**-**	**-**	50.000
		521.826	**525.000**	571.598

The current portion as at 31 December 2008 amount nil (31 December 2007: EUR 50.000 thousand).

The interest receivables on the loan due from shareholder amounted to EUR 6.380 thousand (EUR 6.464 thousand in 2007).

45.3 Loans due from subsidiaries

The obligations assumed can be specified as follows:

(all amounts in thousands of Euro)	**Year maturing**	**Balance 31-12-2008**	Nominal Value 31-12-2008	**Balance 31-12-2007**
Loan Marcinelle Energie S.A. Euribor 3m +0,45%	**December 31, 2009**	**16.725**	16.725	-

The interest receivables on the loan granted to Marcinelle Energie S.A. amounted to EUR 156 thousand.

46 Current financial assets at fair value

(all amounts in thousands of Euro)	**31-12-2008**	31-12-2007
Accrued earnings from shareholder		
• Enel S.p.A. – current derivate assets	-	25.935
	-	25.935

47 Accounts receivable

(all amounts in thousands of Euro)	**31-12-2008**	31-12-2007
Receivables from related parties		
• Enel Fortuna SA	**853**	308
• Enel ESN Management B.V.	**2**	-
• Pragma (dividend to be received)	**3.872**	-
• Enel S.p.A. (credit note to be received)	**91**	-
• Enel Green Power Bulgaria EAD (amount to be invoiced)	**234**	-
• Enel Panama Ltd.	-	32
Receivables from third parties		
• Amounts held in an escrow account	-	8.147
• Value Added Tax to be received	**919**	-

(all amounts in thousands of Euro)	**31-12-2008**	31-12-2007
• Other receivables	**3**	3
	5.974	8.490

48 Other current assets

(all amounts in thousands of Euro)	**31-12-2008**	31-12-2007
Accrued earnings from shareholder		
• Enel S.p.A. – interest	-	6.114
Accrued earnings from related parties		
• Enel Fortuna SA – management fees	-	275
Other current assets - third parties		
• Prepayments	-	2.285
• Interest receivable	**4**	7
	4	8.681

49 Cash and cash equivalents

Cash and cash equivalents, detailed in the table below, are not restricted by any encumbrances, apart from €153.044 thousand (nil at 31 December 2007) primarily in respect of deposits pledged to secure transactions.

(all amounts in thousands of Euro)	**31-12-2008**	31-12-2007
Deutsche Bank – EUR current Account	**294**	279
Citibank Russia -RUB current account	**2**	-
Citibank Milan – USD escrow account re. Bayan Resources	**153.044**	-
	153.340	279

50 Shareholders' equity

A specification of the movement of equity is set out on page 94.

50.1 Share capital

The authorized share capital of Enel Investment Holding B.V. amounts to EUR 7.500.000 thousand, divided into 750.000 thousand ordinary shares of EUR 10,- each, of which 159.305 thousand ordinary shares have been issued and fully paid up.

50.2 Fair value reserve AFS

The fair value reserve comprises the cumulative net change in the fair value of available-for-sale financial assets until the investment is derecognized.

51 Loan and borrowings

As at December 31, 2008 the loans and borrowings can be specified as follows:

(all amounts in thousands of Euro)	**Current portion < 12 months 31-12-2008**	**Portion maturing > 12 months 31-12-2008**	Current portion < 12 months 31-12-2007	Portion maturing > 12 months 31-12-2007
Bonds issues	-	**521.699**	50.000	521.496
Loans	**16.880**	-	-	-
Other payables	**6.380**	**12.800**	6.464	-
	23.260	**534.499**	56.464	521.496

51.1 Bonds issued

As at December 31, 2008 the Company has issued bonds, on the Luxembourg stock exchange, in five different installments for a total amount of EUR 525.000 thousand. The maturity of the bonds - exclusively placed to private investors - ranges from 2 to 16 years as detailed in the following table:

(all amounts in thousands of Euro)	**Year maturing**	**Balance 31-12-2008**	**Nominal Value 31-12-2008**	Balance 31-12-2007
Bond, fixed rate 5,25%	**2023**	**296.840**	**300.000**	296.705
Bond, fixed rate 4,125%	**2010**	**99.859**	**100.000**	99.791
Bond, floating Euribor 6m +0,50%	**2010**	**50.000**	**50.000**	50.000
Bond, interest linked to UE C.P.I.	**2010**	**50.000**	**50.000**	50.000
Bond, interest linked to UE C.P.I.	**2010**	**25.000**	**25.000**	25.000
Bond, floating Euribor 6m +0,50%	**2008**	-	-	50.000
		521.699	**525.000**	571.496

The current portion as at 31 December 2008 amount nil (31 December 2007: EUR 50.000 thousand).

The interest payables on the bonds issued amounted to EUR 6.380 thousand (EUR 6.464 thousand in 2007).

The fair value of the fixed and variable rate bonds at 31 December 2008 amounted to EUR 403.645 thousand and EUR 118.220 thousand, respectively.

In June 2006 the Company signed an agreement with the parent company for the assumption of Debt with its shareholder Enel S.p.A. Based on this agreement Enel S.p.A. undertook to the Company to assume all the obligations of payment of the Company is respect of the above-mentioned bonds. In this respect reference is made to note 45.

51.2 Loans

On September 5, 2008, the Company signed with Enel Finance International SA a Revolving Credit Facility for an aggregate amount up to EUR 60.000 thousand. It bears interest at EURIBOR 3 months plus a spread of 0.45%.The initial term was December 31, 2008 but was extended to December 31, 2009. The amount drawn is of EUR 16.880 thousand as at 31 December 2008.

(all amounts in thousands of Euro)	**Current portion < 12 months 31-12-2008**	**Portion maturing > 12 months 31-12-2008**	Current portion < 12 months 31-12-2007	Portion maturing > 12 months 31-12-2007
Payables to related parties				
Loan Enel Finance International S.A.	**16.880**	-	-	-
	16.880	-	-	-

51.3 Other payables

(all amounts in thousands of Euro)	**Current portion < 12 months 31-12-2008**	**Portion maturing > 12 months 31-12-2008**	Current portion < 12 months 31-12-2007	Portion maturing > 12 months 31-12-2007
Payables to third parties				
Long-term payable re. acquisition Marcinelle Energie S.A.	-	**12.800**	-	-
Interest on Bonds Issued	**6.380**	-	6.464	-
	6.380	**12.800**	6.464	-

52 Accounts payable

(all amounts in thousands of Euro)	**31-12-2008**	31-12-2007
Payables to shareholder		
• Enel S.p.A. - IC loan account	**2.167.654**	266.228
• Enel S.p.A. - outstanding invoices	**16.694**	288
Payables to related parties		
• Enel Services UK Ltd. – outstanding invoices	-	48
• Central America Power Services Inc - outstanding invoices	**868**	610
• Enel Servizi SRL - outstanding invoices	**19**	3
Payables to subsidiaries group companies		
• Artic Russia B.V. - capital to be paid	**12.934**	12.228
• Enelco S.A. - capital to be paid	**8.039**	-
• Enel Albania - capital to be paid	**595**	-
• Linea Albania - capital to be paid	**222**	-
• Enel Green Power International B.V. – re. acquisition Elica	**12.250**	-

(all amounts in thousands of Euro)	31-12-2008	31-12-2007
Payables to third parties		
• Invoices payable	**2.040**	377
• Value Added Tax to be paid	**-**	195
• Other tax and social security premiums	**8**	6
• Other payable for the acquisition of Artic Russia	**7.185**	6.793
• Put-option liability – value option Marcinelle Energie S.A.	**19.070**	-
• Liability to sellers of PT Bayan Resources Indonesia	**153.044**	-
	2.400.622	286.776

53 Other current liabilities

(all amounts in thousands of Euro)	31-12-2008	31-12-207
Accrued expenses from related parties		
• Enel S.p.A. – interest and credit fees	**61.188**	20.698
• Enel S.p.A. – guarantee fees	**5.816**	3.089
• Enel S.p.A. – other	**678**	13.005
• Enel Services UK Ltd.	**-**	20
• Central America Power Services Inc	**-**	261
Other current assets - third parties		
• price adjustment acquisitions	**-**	1.883
• other accrued expenses	**327**	977
	68.009	39.933

54 Revenue from services

(all amounts in thousands of Euro)	31-12-2008	31-12-2007
Services to related parties		
• Enel Fortuna SA	2.723	1.720
	2.723	1.720

55 Cost of outsourced work

(all amounts in thousands of Euro)	31-12-2008	31-12-2007
Services from related parties		
• Central America Power Services Inc	2.587	1.633
	2.587	1.633

56 Personnel

(all amounts in thousands of Euro)	31-12-2008	31-12-2007
Wage and salaries	281	236
Social security contributions	16	12
Other personnel expenses	24	24
	321	272

56.1 Staff levels

As per December 31, 2008 the Company had, other than the eight directors, one staff member employed.

57 Other operating expenses

(all amounts in thousands of Euro)	31-12-2008	31-12-2007
Services from related parties		
• Enel S.p.A.	17	245
• Enel Services UK Ltd.	-	282
Services from third parties		
Audit fees	241	35
Accounting services	136	99
Other advisory fees	406	490
Registration fees shares	290	-
Brokerage fee acquisition Bayan Resources Indonesia	1.365	-
Other judicial and trial costs re. sale Wind	14.119	-
Accommodation cost	20	20
Other general expenses	93	43
	16.687	1.214

The amount of EUR 14.119 thousand is referred to the execution of the Settlement and Amendment Agreement with Enel SpA and Weather Investments II S.a.r.l.. Such agreement provides for mutual claims solution connected to the sale of Wind Telecomunicazioni SpA.

58 Impairment losses

The amount of EUR 178.325 thousand is referred to the impairment loss of Enel Green Power Holding Sarl for EUR 60.312 thousand (see Note 43.2.1) and of PT Bayan Resources T.b.k. for EUR 118.013 thousand (see Note 44.2)

59 Results from equity investments

(all amounts in thousands of Euro)	**31-12-2008**	31-12-2007
Dividend income Res Holdings B.V.	**15.889**	12.004
Dividend income Enel Panama Ltd	**6.791**	-
Dividend income Enel Panama Holding	**5.073**	-
Dividend income Pragma Energy S.A.	**3.872**	-
Result sales Webiz Holding B.V.	**30**	699
Result liquidation Eutilia N.V.	**-**	68
Result liquidation Euromedia Luxembourg One S.A.	**-**	27
	31.655	12.798

60 Financial income

(all amounts in thousands of Euro)	**31-12-2008**	31-12-2007
Financial income from related parties		
• Enel S.p.A. – interest	**27.537**	32.428
• Erelis SAS – interest	**-**	13
• Marcinelle – interest	**157**	-
• Enel S.p.A. – income financial instruments	**24.290**	35.533
• Enel Fortuna SA- collateral fees	**2.430**	-
Financial income from third parties		
Interest loan	**-**	1.481
Interest escrow account	**165**	1.866
Interest bank account DB Moscow	**741**	-
Interest escrow account HSBC	**89**	-
Exchange differences	**1.094**	2.602
Other financial income	**-**	432
	56.503	74.355

61 Financial expenses

(all amounts in thousands of Euro)	31-12-2008	31-12-2007
Financial expenses from related parties		
• Enel S.p.A. – interest and credit fees	61.188	20.697
• Enel S.p.A. – guarantee fees	5.817	3.089
• Enel S.p.A. – expenses financial instruments	18.292	914
• Enel S.p.A. – other	89	385
• Enel Finance International S.A. – interest	155	-
Financial expenses from third parties		
Interest bonds	27.513	26.318
Guarantee fees	2.419	7.942
Exchange difference	7.895	6.974
	123.368	66.319

62 Related parties

Related parties have been identified on the basis of the provisions of international accounting standards.

The following table summarizes the financial relationships between the Company and related parties.

(all amounts in thousands of Euro)	Receivables 31-12-2008	Payables 31-12-2008	Cost 2008	Income 2008	Dividends 2008
Shareholder					
• Enel S.p.A.	528.297	2.252.031	85.402	51.600	-
Subsidiaries					
• Enel ESN Management B.V.	2	-	-	-	-
• Pragma Energy SA	3.872	-	-	-	-
• Enel Green Power Bulgaria EAD	234	-	-	-	-
• Marcinelle Energie SA	16.882	-	-	157	-
• Enelco S.A.	-	8.039	-	-	-
• Enel Green Power International B.V.	-	12.250	-	-	-
• Enel Albania SHPK	-	595	-	-	-
• Linea Albania-Italia SHPK	-	222	-	-	-
• Enel Panama Ltd	-	-	-	-	6.791
• Enel Panama Holding Ltd.	-	-	-	-	5.073
• Pragma Energy SA	-	-	-	-	3.872
Associated companies					
• Artic Russia B.V.	-	12.934	-	-	-
• Res Holdings B.V.	-	-	-	-	15.889
Other affiliated companies					
• Enel Finance International SA	-	16.880	155	-	-
• Empresa de Generacion Eléctrica Fortuna, S.A.	852	-	-	5.153	-
• Central America Power Serv Inc	-	868	2.587	-	-
• Enel Servizi SRL	-	19	-	-	-
	550.139	2.303.838	88.144	56.910	31.625

(all amounts in thousands of Euro)	Receivables 31-12-2007	Payables 31-12-2007	Cost 2007	Income 2007	Dividends 2007
Shareholder					
• Enel S.p.A.	610.112	303.068	24.416	60.987	-
Subsidiaries					
• Enel Panama Ltd.	32	-	-	-	-
• Empresa de Generacion Eléctrica Fortuna, S.A.	582	-	-	1.720	-
• Pragma Energy SA	-	-	-	-	-
• Erelis SAS	-	-	-	13	-
Associated companies					
• Artic Russia B.V.	-	12.227	-	-	-
• Res Holdings B.V.	-	-	-	-	12.004
• Eutilia N.V.	-	-	-	-	118
• Euromedia Luxembourg One SA	-	-	-	-	58
Other affiliated companies					
• Enel Services UK Ltd.	-	309	282	-	-
• Central America Power Serv Inc	-	871	1.633	-	-
• Enel Servizi SRL	-	3	-	-	-
	610.726	316.478	26.331	62.720	12.180

During 2008, as part of the corporate reorganization of the shareholdings operating in the renewable sector, the following transactions, classify under common control transactions, were realized:

- Preliminary sale at book value, amounting to EUR 100 thousand, of Enel Green Power International B.V. ("EGPI") from Enel Investment Holding B.V. to Enel Green Power Holding Sarl.;
- Contribution of 100% of the shares in Enel North America Inc. and 100% of the shares in Enel Latin America Llc. from Enel Green Power Holding Sar.l to Enel Green Power International B.V. through a share premium contribution which was recorded in the books of EGPI for an amount of EUR 867.395 thousand;
- Subsequent sale of at book value of EGPI B.V. from Enel Green Power Holding Sarl. to Enel Investment Holding B.V.;
- Contribution in kind from the Company to Enel Green Power International B.V. of 100% of the shares in Americas Generation Corporation through the issuing of new shares with a nominal value of EUR 244.432 thousand;
- Contribution in kind of 100% of the shares in the Elica companies, Enel Union Fenosa Renovables S.A., Blue Line Impex S.r.l., S.C. Blue Energy S.r.l., Enel Green Power Bulgaria EAD and Inelec Srl de c.v., for an overall amount of EUR 543.924 thousand.

Compensation of directors

The emoluments as intended in Section 2:383 (1) of the Netherlands Civil Code, which were charged in the financial year to the company, amounted to Eur 115 thousand (2007: Eur 107 thousand) for directors of the company.

The compensation paid to directors of the Company is summarized in the following table:

(all amounts in thousands of Euro)	**31 Dec 2008**	31 Dec 2007
Mr. A.J.M. Nieuwenhuizen	**40**	40
Mr. F. Mauritz	**25**	25
Mr. H. Marseille	**25**	25
Mr. K.J. Schell	**25**	17
Mr. A. Brentan	-	-
Mr. G. Frea (*)	-	-
Mr. C. Machetti	-	-
Mr. C. Palasciano Villamagna	-	-
Mr. C. Tamburi (*)	-	-
	115	107

(*) Mr. G. Frea has been replaced by Mr. C. Tamburi as per June 2008.

The remuneration paid to Mr. A.J.M. Nieuwenhuizen comprise an amout of EUR 15 thousand related to his activity as director of Res Holding B.V. The remuneration of Mr. K.J. Schell in 2007 was lower because he started the activity of Director during the year.

63 Contractual commitments and guarantees

The contractual commitments and guarantees as per December 31, 2008 can be specified as follows:

- During 2008 Enelco S.A. was awarded the tender offer for the construction of a combined cycle gas plant of 430 MW at Livadia in central Greece. In this respect the Company has approved, to support Enelco with an equity investment for a total amount of up to EUR 100 million. In order to cover the financial need of Enelco relating to the project described, during 2008, the Company has subscribed a share capital increase in favour of Enelco, for a total amount up to EUR 36.568 thousand, of which 75% (EUR 29.676 thousand) has to be paid by the Company. As per December 31, 2008 an amount of EUR 21.637 thousand was paid by the Company, therefore the remaining portion of said capital increase, amounting top EUR 8.039 thousand, still has to be paid by the Company in favour of Enelco. This amount is recorded under the current liabilities as per December 31, 2008 (see note 43.1.6)

- In respect of a guarantee issued by MCC S.p.A. for a contracts signed by Enelco, Enel S.p.A. has issued, on behalf of the Company, a comfort letter in favor of MCC S.p.A. in the amount of EUR 10.000 thousand. (see note 43.1.4)

- Based on the Cooperation Agreement with third parties for the joint development of the construction of a coal power plant in the Free Trade Zone of the city of Galati (the Project). The Company has a commitment to finance, pro-quota by the project holders, all Project development costs, estimated at a maximum of EUR 5 million in two years. After the completion of the permitting process for the construction, the Company has a call option on 5% in the project and has granted to the remaining project holder an equivalent put option for the remaining 10% in the project. At any time the Company will have the right to get out the Project selling its share at the same price paid by the Company at the time of acquisition. In addition the Company will be reimbursed for all the development costs paid if the other project holders succeed in selling the Project to a third party within 24 months from the Company selling out or if they continue to develop the Project alone (see note 43.1.8).

- In June 2008 the Company has acquired from Duferco Diversification (DD), the 80% of the share capital of the Belgium company Marcinelle Energie S.A. (ME), being the remaining 20% still held by DD. ME is a special purpose vehicle incorporated for the construction of a CCGT power plant in Marcinelle Belgium. For such above mentioned acquisition the Company paid an initial amount of EUR 19,2 million, postponing the payment of additional sums amounting as a whole to EUR 12,8 million, until the completion of some construction works. Pursuant to the sale and purchase agreement executed between the parties, in order to guarantee the payment of the above mentioned remaining amount of EUR 12,8 million, Enel S.p.A, as the parent company, issued two parent company guarantees, on behalf of the Company, respectively of EUR 4,8 million and of EUR 8 million. Furthermore, as provided by the sale and purchase agreement executed between the parties, Enel S.p.A., issued on behalf of the Company, a parent company guarantee, in order to counter guarantee the 80% of an agreement already executed by Marcinelle Energie with Fluxis S.A. for the connection to the natural gas grid, for an mount equal to EUR 11,4 million. Moreover, the Company granted to Duferco a "put option" for the remain 20% of the shares to be exercised within 72 months after 12 months from the "provisional acceptance" (see note 43.1.9).

- As shareholder of Artic Russia B.V. the Company has undertaken to guarantee the performance of the obligation and duties of Artic Russia B.V. arising from the call option agreement. In this respect Enel S.p.A. has issued, on behalf of the Company, a cross indemnity guarantee in favor of the other shareholder of Artic Russia B.V. in the amount of USD 434.520 thousand A similar guarantee was issued by the other shareholder of Artic Russia B.V. in favor of Enel (see note 43.2.3).

- During 2008 Enel participated to a public tender launched by Nuclearelectrica (a company wholly owned by the Romanian State) having as object the selection of strategic investors for development, financing, construction and operation of two nuclear units, of 720 MW each, to Cernavoda power plant, a nuclear power plant in Romania owned by Nuclearelectrica. In this respect the Company has signed an investment agreement based on which the Company has the right to own a participation equal to 9,15% of the Romanian Project Company and has the obligation to fund 9,15% of the subscribed share capital of the PCO and of the development cost for a maximum amount equal to EUR 3,5 million. The 9,15% interest was acquired in February 2009 in the new incorporated Romanian company Societatea Comercială EnergoNuclear S.A.

- The Company has Long-term unconditional rental obligations for:
    - office space until April 1, 2010. As per December 31, 2008 the commitments ensuing from this amount amounts to EUR 25 thousand.
    - apartment until February 29, 2009. As per December 31, 2008 the commitments ensuing from this amount amounts to EUR 3 thousand.

64 Auditors remuneration

With reference to Section 2:382 a (1) and (2) of the Netherlands Civil Code, audit fees are included in the relevant disclosure in the Consolidated Financial Statement of the ultimate Parent Enel S.p.A..

65 Post balance sheet events

On January 1, 2009 all shares held by the Company in Enel Green Power International B.V. were sold to Enel Green Power S.p.A. for EUR 1.690.001 thousand.

In 2009 the Company has subscribed to an equity increase in Enelco, for an aggregate amount up to EUR 12.700 thousand, 75% this amount being EUR 9.525 thousand have to be paid by the Company.

In 2009 the Company acquired a 9,15% interest in the new incorporated Romanian company Societatea Comercială EnergoNuclear S.A. The cash contribution on the shares issued amounted to EUR 458 thousand.

In January 2009 the Company received a proposal from a third party to sell the shares, which the company keeps in Selecta S.p.A. for an amount of EUR 1.450 thousand.

Amsterdam, 28 April 2009

The Board of Directors:

A. Brentan

C. Machetti

H. Marseille

F. Mauritz

A.J.M. Nieuwenhuizen

C. Palasciano

K. Schell

C. Tamburi

Other information

Provisions in the articles of association governing the appropriation of profit

Under article 14 of the Company's articles of association, the profit is at the disposal of the General Meeting of Shareholders, which can allocate said profit either wholly or partly to the formation of – or addition to – one or more general or special reserve funds.

The Company can only make payments to the shareholders and other parties entitled to the distributable profit insofar as the shareholders' equity is greater than the paid-up and called-up part of the capital plus the legally required reserves.

Proposal for profit appropriation

The Executive Board proposes to deduct the loss of the year to the general reserves.

Auditor's report

The auditor's report is included in page 128.

Auditor's Report

To: the Shareholder of Enel Investment Holding B.V.

Report on the financial statements

We have audited the accompanying financial statements of Enel Investment Holding B.V. (the Company), Amsterdam, which comprise the consolidated and company balance sheet as at 31 December 2008, the profit and loss account, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's responsibility

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards as adopted by the European Union and with Part 9 of Book 2 of the Netherlands Civil Code, and for the preparation of the management board report in accordance with Part 9 of Book 2 of the Netherlands Civil Code. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility

Our responsibility is to express an opinion on the financial statements based on our audit. We conducted our audit in accordance with Dutch law. This law requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements give a true and fair view of the financial position of Enel Investment Holding B.V. as at 31 December 2008, and of its result and its cash flow for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and with Part 9 of Book 2 of the Netherlands Civil Code.

Report on other legal and regulatory requirements

Pursuant to the legal requirement under 2:393 sub 5 part f of the Netherlands Civil Code, we report, to the extent of our competence, that the management board report is consistent with the financial statements as required by 2:391 sub 4 of the Netherlands Civil Code.

Amstelveen, 28 April 2009

KPMG ACCOUNTANTS N.V.

E. Michels RA"

Annex

Subsidiaries, associates and other significant equity investments of Enel Investment Holding at 31 December 2008

A list of subsidiaries and associates of Enel Investment Holding B.V. at 31 December 2008, and of other significant equity investments is provided below. The company has full title to all investments.

The following information is included for each company: name, registered office, activity, share capital, currency of account, Group companies that have a stake in the company and their respective ownership share, and the Group's ownership share.

Enel Investment Holding B.V.

Subsidiaries consolidated on a line-by-line basis at 31 December 2008

Company name	Registered office	Country	Activity	Share capital at 31 Dec. 2008	Currency	Held by	% holding	Group % holding
Parent company:								
Enel Investment Holding BV	Amsterdam	Netherlands	Holding company	1,593,050,000	EUR	Enel SpA	100.00%	100.00%
Subsidiaries:								
Americas Generation Corporation	Panama	Republic of Panama	Holding company	2,000	USD	Enel Latin America BV	100.00%	100.00%
Blue Energy Srl	Tulcea	Romania	Electricity generation from renewable resources	1,000	RON	Enel Green Power International BV Blue Line Impex Srl	1.00% 99.00%	100.00%
Blue Line Impex Srl	Sat Rusu de Sus Nuseni	Romania	Electricity generation from renewable resources	500,000	RON	Enel Green Power International BV	100.00%	100.00%
Enel Albania Shpk	Tirana	Albania	Construction, operation and maintenance of plants. Electricity generation and trading	73,230,000	ALL	Enel Investment Holding BV	100.00%	100.00%
Enel Erelis Sas	Lyon	France	Electricity generation from renewable resources	7,544,497.53	EUR	Enel France Sas	100.00%	100.00%
Enel Fortuna SA	Panama	Republic of Panama	Electricity generation from renewable resources	309,457,729	USD	Americas Generation Corporation	49.00%	49.00%
Enel France Sas	Paris	France	Holding company	34,937,000	EUR	Enel Investment Holding BV	100.00%	100.00%
Enel Green Power Bulgaria EAD (formerly Enel Maritza East 4 Bulgaria EAD)	Sofia	Bulgaria	Construction, operation and maintenance of plants	50,000	BGN	Enel Green Power International BV	100.00%	100.00%
Enel Green Power International BV	Amsterdam	Netherlands	Holding company	244,532,298	EUR	Enel Investment Holding BV	100.00%	100.00%
Enel Latin America BV	Amsterdam	Netherlands	Electricity generation from renewable resources	244,450,298	EUR	Enel Green Power International BV	100.00%	100.00%
Enel Latin America LLC (1)	Wilmington (Delaware)	U.S.A.	Electricity generation from renewable resources	-		Enel Latin America BV	100.00%	100.00%
Enel North America Inc. (1)	Wilmington (Delaware)	U.S.A.	Electricity generation from renewable resources	50	USD	Enel Green Power International BV	100.00%	100.00%

(1) The companies held by Enel North America Inc and Enel Latin America LLC fully consolidated on a line-by-line basis are listed separately.

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
Enel Productie Srl (formerly Global Power Investment Srl)	Bucharest	Romania	Electricity generation	910,200	RON	Enel Investment Holding BV	85.00%	85.00%
Enel Rus LLC	Moscow	Russian Federation	Electricity services	350,000	RUB	Enel Investment Holding BV	100.00%	100.00%
Enel.Re Ltd	Dublin	Ireland	Reinsurance	3,000,000	EUR	Enel Investment Holding BV	100.00%	100.00%
Enelco SA	Athens	Greece	Plant construction, operation and maintenance	30,611,643	EUR	Enel Investment Holding BV	75.00%	75.00%
Enelpower do Brasil Ltda	Rio de Janeiro	Brazil	Electrical engineering	1,242,000	BRL	Enel Latin America LLC Enel Brasil Participações Ltda	0.01% 99.99%	100.00%
Hidroelectricidad del Pacifico Srl de cv	Mexico City	Mexico	Electricity generation from renewable resources	30,890,636	MXN	Impulsora Nacional de Electricidad Srl de cv	99.99%	99.99%
Hidromac Energy BV	Amsterdam	Netherlands	Holding company	18,000	EUR	Enel Latin America LLC	100.00%	100.00%
Hydro Constructional SA	Maroussi	Greece	Electrical engineering, energy trading and energy services	4,230,000	EUR	Enel Green Power International BV	100.00%	100.00%
Impulsora Nacional de Electricidad Srl de cv	Mexico City	Mexico	Holding company	308,628,665	MXN	Enel Green Power International BV Enel Latin America BV	0.01% 99.99%	100.00%
International Wind Parks of Crete SA	Maroussi	Greece	Electricity generation from renewable resources	3,093,000	EUR	Enel Green Power International BV	100.00%	100.00%
International Wind Parks of Thrace SA	Maroussi	Greece	Electricity generation from renewable resources	13,957,500	EUR	Enel Green Power International BV	100.00%	100.00%
International Wind Power SA	Maroussi	Greece	Electricity generation from renewable resources	6,615,300	EUR	Enel Green Power International BV	100.00%	100.00%
Latin America Energy Holding BV	Amsterdam	Netherlands	Holding company	18,000	EUR	Enel Investment Holding BV	100.00%	100.00%
Linea Albania-Italia Shpk	Tirana	Albania	Construction, maintenance and operation of merchant lines	27,460,000	ALL	Enel Investment Holding BV	100.00%	100.00%
Marcinelle Energie SA	Marcinelle	Belgium	Electricity generation, transport, sales and trading	3,061,500	EUR	Enel Investment Holding BV	80.00%	80.00%
Maya Energy BV	Amsterdam	Netherlands	Holding company	18,000	EUR	Latin America Energy Holding BV	100.00%	100.00%
Mexicana de Hidroelectricidad Mexhidro Srl de cv	Mexico City	Mexico	Electricity generation from renewable resources	181,727,301	MXN	Impulsora Nacional de Electricidad Srl de cv	99.99%	99.99%

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
OGK-5 OJSC	Ekaterinburg	Russian Federation	Electricity generation from renewable resources	35,371,898,370	RUB	Enel Investment Holding BV	55.86%	55.86%
OGK-5 Finance LLC	Moscow	Russian Federation	Finance	10,000,000	RUB	OGK-5 OJSC	100.00%	55.86%
Parc Eolien de Beauséjour Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de Bouville Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de Coulonges-Thouarsais Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de la Chapelle Gaudin Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de la Grande Epine Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de la Parigodière Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de la Terre aux Saints Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de la Vallière Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de la Vigne de Foix Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de Noirterre Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de Pouille L'Hermenault Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien des Ramiers Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien de Thire Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%
Parc Eolien du Mesnil Sasu	Lyon	France	Electricity generation from renewable resources	37,000	EUR	Enel Erelis Sas	100.00%	100.00%

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
Pragma Energy SA	Lugano	Switzerland	Coal trading	4,000,000	CHF	Enel Investment Holding BV	100.00%	100.00%
Proveedora de Electricidad de Occidente Srl de cv	Mexico City	Mexico	Electricity generation from renewable resources	89,707,135	MXN	Impulsora Nacional de Electricidad Srl de cv	99.99%	99.99%
Sanatorium-Preventorium Energetik OJSC	Nevinnomyssk	Russian Federation	Energy services	10,571,300	RUB	OGK-5 OJSC OGK-5 Finance LLC	99.99% 0.01%	55.86%
SLAP BV	Amsterdam	Netherlands	Holding company	18,000	EUR	Latin America Energy Holding BV	100.00%	100.00%
Société Armoricaine d'Energie Eolienne Sarl	Lyon	France	Electricity generation from renewable resources	1,000	EUR	Enel Erelis Sas	100.00%	100.00%
Société du Parc Eolien du Chemin de la Ligue Snc	Meyzieu	France	Electricity generation from renewable resources	1,000	EUR	Enel Erelis Sas	100.00%	100.00%
Société du Parc Eolien du Mazet Saint Voy Sarl	Mese	France	Electricity generation from renewable resources	4,000	EUR	Enel Erelis Sas	100.00%	100.00%
Société du Parc Eolien Grandes Terres Est Eurl	Lyon	France	Electricity generation from renewable resources	1,000	EUR	Enel Erelis Sas	100.00%	100.00%
Société du Parc Eolien Grandes Terres Ouest Eurl	Lyon	France	Electricity generation from renewable resources	1,000	EUR	Enel Erelis Sas	100.00%	100.00%
Teploprogress OJSC	Sredneuralsk	Russian Federation	Electricity sales	128,000,000	RUB	OGK-5 Finance LLC	60.00%	33.52%
Wind Parks of Thrace SA	Maroussi	Greece	Electricity generation from renewable resources	13,537,200	EUR	Enel Green Power International BV	100.00%	100.00%

Subsidiaries held by Enel North America Inc. consolidated on a line-by-line basis at 31 December 2008 [1]

Company name	Registered office	Country	Share capital [2] at Dec. 31, 2008	Currency	Held by [3]	% holding	Group % holding
Parent company:							
Enel North America Inc.	Wilmington (Delaware)	U.S.A.	50	USD	Enel Green Power International BV	100.00%	100.00%
Subsidiaries:							
Agassiz Beach LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Aquenergy Systems Inc.	Greenville (South Carolina)	U.S.A.	10,500	USD	Consolidated Hydro Southeast Inc.	100.00%	100.00%
Asotin Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
Autumn Hills LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Aziscohos Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
Barnet Hydro Company	Burlington (Vermont)	U.S.A.	-		Sweetwater Hydroelectric Inc.	100.00%	100.00%
Beaver Falls Water Power Company	Philadelphia (Pennsylvania)	U.S.A.	-		Beaver Valley Holdings Ltd.	67.50%	67.50%
Beaver Valley Holdings Ltd.	Philadelphia (Pennsylvania)	U.S.A.	2	USD	Hydro Development Group Inc.	100.00%	100.00%
Beaver Valley Power Company	Philadelphia (Pennsylvania)	U.S.A.	30	USD	Hydro Development Group Inc.	100.00%	100.00%
Black River Hydro Assoc.	New York (New York)	U.S.A.	-		(Cataldo) Hydro Power Associates	75.00%	75.00%
Boott Field LLC	Wilmington (Delaware)	U.S.A.	-		Boott Hydropower Inc.	100.00%	100.00%
Boott Hydropower Inc.	Boston (Massachusetts)	U.S.A.	-		Boott Sheldon Holdings LLC	100.00%	100.00%
Boott Sheldon Holdings LLC	Wilmington (Delaware)	U.S.A.	-		Hydro Finance Holding Company Inc.	100.00%	100.00%
BP Hydro Associates	Boise (Idaho)	U.S.A.	-		Chi Idaho Inc. Chi Magic Valley Inc.	68.00% 32.00%	100.00%
BP Hydro Finance Partnership	Salt Lake City (Utah)	U.S.A.	-		BP Hydro Associates Fulcrum Inc.	75.92% 24.08%	100.00%
Bypass Limited	Boise (Idaho)	U.S.A.	-		El Dorado Hydro	100.00%	100.00%
Bypass Power Company	Los Angeles (California)	U.S.A.	-		Chi West Inc.	100.00%	100.00%

Company name	Registered office	Country	Share capital [2]	Currency	Held by [3]	% holding	Group % holding
			at 31 Dec. 2008				
Canastota Wind Power LLC	Wilmington (Delaware)	U.S.A.	-		Essex Company	100.00%	100.00%
Castle Rock Ridge Limited Partnership	Wilmington (Delaware)	U.S.A.	100	USD	Enel Alberta Wind Inc.	100.00%	100.00%
(Cataldo) Hydro Power Associates	New York (New York)	U.S.A.	-		Hydro Development Group Inc. Chi Black River Inc.	50.00% 50.00%	100.00%
Chi Acquisitions Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
Chi Acquisitions II Inc.	*Wilmington* (Delaware)	U.S.A.	*100*	*USD*	*Chi Finance LLC*	*100.00%*	*100.00%*
Chi Black River Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Finance LLC	100.00%	100.00%
Chi Canada Inc.	Montreal (Quebec)	Canada	1,757,364	CAD	Chi Finance LLC	100.00%	100.00%
Chi Dexter Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Finance LLC	100.00%	100.00%
Chi Finance LLC	Wilmington (Delaware)	U.S.A.	-		Enel North America Inc.	100.00%	100.00%
Chi Highfalls Inc.	Wilmington (Delaware)	U.S.A.	-		Chi Finance LLC	100.00%	100.00%
Chi Hydroelectric Company Inc.	St. John (Newfoundland)	Canada	6,834,448	CAD	Chi Canada Inc.	100.00%	100.00%
Chi Idaho Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Acquisitions Inc.	100.00%	100.00%
Chi Magic Valley Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Acquisitions Inc.	100.00%	100.00%
Chi Minnesota Wind LLC	Wilmington (Delaware)	U.S.A.	-		Chi Finance LLC	100.00%	100.00%
Chi Mountain States Operations Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Acquisitions Inc.	100.00%	100.00%
Chi Operations Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
Chi Power Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
Chi Power Marketing Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
Chi S. F. LP	Montreal (Quebec)	Canada	-		Chi Hydroelectric Company Inc.	100.00%	100.00%
Chi Universal Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%

Enel Investment Holding B.V.

Company name	Registered office	Country	Share capital (2)	Currency	Held by (3)	% holding	Group % holding
			at 31 Dec. 2008				
Chi West Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Acquisitions Inc.	100.00%	100.00%
Chi Western Operations Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Acquisitions Inc.	100.00%	100.00%
Coneross Power Corporation Inc.	Greenville (South Carolina)	U.S.A.	110,000	USD	Aquenergy Systems Inc.	100.00%	100.00%
Consolidated Hydro Mountain States Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Acquisitions Inc.	100.00%	100.00%
Consolidated Hydro New Hampshire Inc.	Wilmington (Delaware)	U.S.A.	130	USD	Chi Universal Inc.	100.00%	100.00%
Consolidated Hydro New York Inc.	Wilmington (Delaware)	U.S.A.	200	USD	Enel North America Inc.	100.00%	100.00%
Consolidated Hydro Southeast Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Acquisitions II Inc. Gauley River Power Partners LP	95.00% 5.00%	100.00%
Consolidated Pumped Storage Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	80.00%	80.00%
Copenhagen Associates	New York (New York)	U.S.A.	-		Hydro Development Group Inc. Chi Dexter Inc.	50.00% 49.00%	99.00%
Crosby Drive Investments Inc.	Boston (Massachusetts)	U.S.A.	-		Asotin Hydro Company Inc.	100.00%	100.00%
El Dorado Hydro	Los Angeles (California)	U.S.A.	-		Olympe Inc. Motherlode Hydro Inc.	82.50% 17.50%	100.00%
Enel Alberta Wind Inc.	Calgary	Canada	16,251,021	CAD	Chi Canada Inc.	100.00%	100.00%
Enel Cove Fort LLC	Wilmington (Delaware)	U.S.A.	-		Enel Geothermal LLC	100.00%	100.00%
Enel Cove Fort II LLC	Wilmington (Delaware)	U.S.A.	-		Enel Geothermal LLC	100.00%	100.00%
Enel Geothermal LLC	Wilmington (Delaware)	U.S.A.	-		Essex Company	100.00%	100.00%
Enel Kansas LLC	Wilmington (Delaware)	U.S.A.	-		Enel North America Inc.	100.00%	100.00%
Enel Nevkan Inc.	Wilmington (Delaware)	U.S.A.	-	-	Enel North America Inc.	100.00%	100.00%
Enel Salt Wells LLC	Wilmington (Delaware)	U.S.A.	-		Enel Geothermal LLC	100.00%	100.00%
Enel Smoky LLC	Wilmington (Delaware)	U.S.A.	-		Enel Kansas LLC	100.00%	100.00%
Enel Stillwater LLC	Wilmington (Delaware)	U.S.A.	-		Enel Geothermal LLC	100.00%	100.00%

Enel Investment Holding B.V.

Company name	Registered office	Country	Share capital (2)	Currency	Held by (3)	% holding	Group % holding
			at 31 Dec. 2008				
Enel Surprise Valley LLC	Wilmington (Delaware)	U.S.A.	-		Enel Geothermal LLC	100.00%	100.00%
Enel Texkan Inc.	Wilmington (Delaware)	U.S.A.	-		Chi Power Inc.	100.00%	100.00%
Enel Washington DC LLC	Wilmington (Delaware)	U.S.A.	-		Chi Acquisitions Inc.	100.00%	100.00%
Essex Company	Boston (Massachusetts)	U.S.A.	-		Enel North America Inc.	100.00%	100.00%
Florence Hills LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Fulcrum Inc.	Boise (Idaho)	U.S.A.	1,002.50	USD	Consolidated Hydro Mountain States Inc.	100.00%	100.00%
Gauley Hydro LLC	Wilmington (Delaware)	U.S.A.	-		Essex Company	100.00%	100.00%
Gauley River Management Corporation	Willison (Vermont)	U.S.A.	-		Chi Finance LLC	100.00%	100.00%
Gauley River Power Partners LP	Willison (Vermont)	U.S.A.	-		Gauley River Management Corporation	100.00%	100.00%
Hadley Ridge LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Highfalls Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	-		Chi Finance LLC	100.00%	100.00%
Hope Creek LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Hosiery Mills Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Acquisitions Inc.	100.00%	100.00%
Hydrodev Inc.	Montreal (Quebec)	Canada	7,587,320	CAD	Chi Canada Inc.	100.00%	100.00%
Hydrodev Limited Partnership	Montreal (Quebec)	Canada	-		Chi Canada Inc. Hydrodev Inc.	48.90% 0.10%	49.00%
Hydro Development Group Inc.	Albany (New York)	U.S.A.	12.25	USD	Chi Acquisitions II Inc.	100.00%	100.00%
Hydro Energies Corporation	Willison (Vermont)	U.S.A.	5,000	USD	Chi Finance LLC	100.00%	100.00%
Hydro Finance Holding Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
Jack River LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Jessica Mills LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Julia Hills LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%

Company name	Registered office	Country	Share capital (2)	Currency	Held by (3)	% holding	Group % holding
			at 31 Dec. 2008				
Kings River Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Finance LLC	100.00%	100.00%
Kinneytown Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
LaChute Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
Lawrence Hydroelectric Associates LP	Boston (Massachusetts)	U.S.A.	-		Essex Company Crosby Drive Investments Inc.	92.50% 7.50%	100.00%
Littleville Power Company Inc.	Boston (Massachusetts)	U.S.A.	-		Hydro Development Group Inc.	100.00%	100.00%
Lower Saranac Corporation	New York (New York)	U.S.A.	2	USD	Twin Saranac Holdings LLC	100.00%	100.00%
Lower Saranac Hydro Partners	Wilmington (Delaware)	U.S.A.	-		Lower Saranac Corporation	100.00%	100.00%
Mascoma Hydro Corporation	Concord (New Hampshire)	U.S.A.	-		Chi Acquisitions II Inc.	100.00%	100.00%
Metro Wind LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Mill Shoals Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Finance LLC	100.00%	100.00%
Minnewawa Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Enel North America Inc.	100.00%	100.00%
Missisquoi Associates	Los Angeles (California)	U.S.A.	-		Sheldon Vermont Hydro Company Inc. Sheldon Springs Hydro Associates LP	1.00% 99.00%	100.00%
Motherlode Hydro Inc.	Los Angeles (California)	U.S.A.	-		Chi West Inc.	100.00%	100.00%
Nevkan Renewables LLC	Wilmington (Delaware)	U.S.A.	-		Enel Nevkan Inc.	100.00%	100.00%
Newbury Hydro Company	Burlington (Vermont)	U.S.A.	-		Sweetwater Hydroelectric Inc.	100.00%	100.00%
NeWind Group Inc.	St. John (Newfoundland)	Canada	578,192	CAD	Chi Canada Inc.	100.00%	100.00%
Northwest Hydro Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi West Inc.	100.00%	100.00%
Notch Butte Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Finance LLC	100.00%	100.00%
O&M Cogeneration Inc.	Montreal (Quebec)	Canada	15	CAD	Hydrodev Inc.	66.66%	66.66%

Enel Investment Holding B.V.

Company name	Registered office	Country	Share capital (2) at 31 Dec. 2008	Currency	Held by (3)	% holding	Group % holding
Olympe Inc.	Los Angeles (California)	U.S.A.	-		Chi West Inc.	100.00%	100.00%
Ottauquechee Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Finance LLC	100.00%	100.00%
Pelzer Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Consolidated Hydro Southeast Inc.	100.00%	100.00%
Pyrites Associates	New York (New York)	U.S.A.	-		Hydro Development Group Inc. Chi Dexter Inc.	50.00% 50.00%	100.00%
Rock Creek Limited Partnership	Los Angeles (California)	U.S.A.	-		El Dorado Hydro	100.00%	100.00%
Ruthton Ridge LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
SE Hazelton A. LP	Los Angeles (California)	U.S.A.	-		Bypass Limited	100.00%	100.00%
Sheldon Springs Hydro Associates LP	Wilmington (Delaware)	U.S.A.	-		Sheldon Vermont Hydro Company Inc.	100.00%	100.00%
Sheldon Vermont Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	-		Boott Sheldon Holdings LLC	100.00%	100.00%
Slate Creek Hydro Associates LP	Los Angeles (California)	U.S.A.	-		Slate Creek Hydro Company Inc.	100.00%	100.00%
Slate Creek Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Acquisitions II Inc.	100.00%	100.00%
Smoky Hills Wind Farm LLC	Topeka (Kansas)	U.S.A.	-		Enel Texkan Inc.	100.00%	100.00%
Smoky Hills Wind Project II LLC	Topeka (Kansas)	U.S.A.	-		Enel Smoky LLC	100.00%	100.00%
Snyder Wind Farm LLC	Dallas (Texas)	U.S.A.	-		Texkan Wind LLC	100.00%	100.00%
Soliloquoy Ridge LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Somersworth Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	100	USD	Chi Universal Inc.	100.00%	100.00%
Southwest Transmission LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Spartan Hills LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
St.-Felicien Cogeneration	Montreal (Quebec)	Canada	-		Gestion Cogeneration Inc.	50.00%	50.00%
Summit Energy Storage Inc.	Wilmington (Delaware)	U.S.A.	8,200	USD	Enel North America Inc.	75.00%	75.00%

Enel Investment Holding B.V.

Company name	Registered office	Country	Share capital (2)	Currency	Held by (3)	% holding	Group % holding
			at 31 Dec. 2008				
Sun River LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Sweetwater Hydroelectric Inc.	Concord (New Hampshire)	U.S.A.	250	USD	Chi Acquisitions II Inc.	100.00%	100.00%
Texkan Wind LLC	Wilmington (Delaware)	U.S.A.	-		Enel Texkan Inc.	100.00%	100.00%
TKO Power Inc.	Los Angeles (California)	U.S.A.	-		Chi West Inc.	100.00%	100.00%
Triton Power Company	New York (New York)	U.S.A.	-		Chi Highfalls Inc. Highfalls Hydro Company Inc.	2.00% 98.00%	100.00%
Tsar Nicholas LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Twin Falls Hydro Associates	Seattle (Washington)	U.S.A.	-		Twin Falls Hydro Company Inc.	51.00%	51.00%
Twin Falls Hydro Company Inc.	Wilmington (Delaware)	U.S.A.	10	USD	Twin Saranac Holdings LLC	100.00%	100.00%
Twin Lake Hills LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%
Twin Saranac Holdings LLC	Wilmington (Delaware)	U.S.A.	-		Enel North America Inc.	100.00%	100.00%
Western New York Wind Corporation	Albany (New York)	U.S.A.	300	USD	Enel North America Inc.	100.00%	100.00%
Willimantic Power Corporation	Hartford (Connecticut)	U.S.A.	-		Chi Acquisitions Inc.	100.00%	100.00%
Winter's Spawn LLC	Minneapolis (Minnesota)	U.S.A.	-		Chi Minnesota Wind LLC	49.00%	49.00%

(1) All the companies are engaged in electricity generation from renewable resources.

(2) In many cases, the subsidiaries are formed as entities that do not require the payment of share capital.

(3) For companies in which the holding is less than 50% Enel North America Inc holds preference shares that enable it to determine the financial and operational policies of the company and therefore to exercise a dominant influence.

Subsidiaries held by Enel Latin America LLC consolidated on a line-by-line basis at 31 December 2008 (1)

Company name	Registered office	Country	Share capital (2) at 31 Dec. 2008	Currency	Held by (3)	% holding	Group % holding
Parent company:							
Enel Latin America LLC	Wilmington (Delaware)	U.S.A.	-		Enel Latin America BV	100.00%	100.00%
Subsidiaries:							
Alvorada Energia SA	Rio de Janeiro	Brazil	17,117,415.92	BRL	Enel Brasil Participações Ltda	100.00%	100.00%
Apiacàs Energia SA	Rio de Janeiro	Brazil	21,216,846.33	BRL	Enel Brasil Participações Ltda	100.00%	100.00%
Braço Norte Energia SA	Rio de Janeiro	Brazil	13,478,767.05	BRL	Enel Brasil Participações Ltda	100.00%	100.00%
Central American Power Services Inc.	Wilmington (Delaware)	U.S.A.	1	USD	Enel Latin America LLC	100.00%	100.00%
Conexion Energetica Centroamericana El Salvador SA de CV	San Salvador	El Salvador	7,950,600	SVC	Grupo EGI SA de cv Enel Latin America LLC	40.86% 59.14%	100.00%
Cuiabà Energia SA	Rio de Janeiro	Brazil	3,261,038.39	BRL	Enel Brasil Participações Ltda	100.00%	100.00%
EGI Costa Rica Viento SA	San Josè	Costa Rica	100,000	CRC	Enel de Costa Rica SA	100.00%	100.00%
Empresa Electrica Panguipulli SA	Santiago	Chile	14,053,147	CLP	Energia Alerce Ltda Enel Chile Ltda	0.01% 99.99%	100.00%
Empresa Electrica Puyehue SA	Santiago	Chile	11,169,752,000	CLP	Energia Alerce Ltda Enel Chile Ltda	0.10% 99.90%	100.00%
Empresa Nacional de Geotermia SA	Santiago	Chile	-		Enel Chile Ltda	51.00%	51.00%
Enel Brasil Participações Ltda	Rio de Janeiro	Brazil	419,400,000	BRL	Enel Green Power Holding Sarl (formerly Enel Green Power International SA) Enel Latin America LLC	0.01% 99.99%	100.00%
Enel Chile Ltda	Santiago	Chile	15,414,240,752	CLP	Hydromac Energy BV Energia Alerce Ltda	0.01% 99.99%	100.00%
Enel de Costa Rica SA	San Josè	Costa Rica	35,000,000	CRC	Enel Latin America LLC	100.00%	100.00%
Enel Guatemala SA	Guatemala	Guatemala	5,000	GTQ	Enel Green Power Holding Sarl (formerly Enel Green Power International SA) Enel Latin America LLC	2.00% 98.00%	100.00%

Company name	Registered office	Country	Share capital [2]	Currency	Held by [3]	% holding	Group % holding
			at 31 Dec. 2008				
Energia Alerce Ltda	Santiago	Chile	1,000,000	CLP	Enel Green Power Holding Sarl (formerly Enel Green Power International SA) Hydromac Energy BV	0.10% 99.90%	100.00%
Energia Global Operaciones SA	San Josè	Costa Rica	10,000	CRC	Enel de Costa Rica SA	100.00%	100.00%
Energia Global de Mexico (ENERMEX) SA de cv	Andover (Massachusetts)	U.S.A.	50,000	MXN	Enel Latin America LLC	99.00%	99.00%
Energia Nueva Energia Limpia Mexico Srl de cv	Andover (Massachusetts)	U.S.A.	3,000	MXN	Enel Latin America LLC Enel Guatemala SA	99.97% 0.03%	100.00%
Generadora de Occidente Ltda	Guatemala	Guatemala	16,261,697.33	GTQ	Enel Latin America LLC Enel Guatemala SA	99.00% 1.00%	100.00%
Generadora Montecristo SA	Guatemala	Guatemala	5,000	GTQ	Enel Latin America LLC Enel Guatemala SA	99.00% 1.00%	100.00%
Geotermica del Norte SA	Santiago	Chile	-		Enel Chile Ltda	51.00%	51.00%
Grupo EGI SA de cv	San Salvador	El Salvador	3,448,800	SVC	Enel Green Power Holding Sarl (formerly Enel Green Power International SA) Enel Latin America LLC	0.01% 99.99%	100.00%
Isamu Ikeda Energia SA	Rio de Janeiro	Brazil	82,974,475.77	BRL	Enel Brasil Participações Ltda	100.00%	100.00%
Molinos de Viento del Arenal SA	San José	Costa Rica	9,709,200	USD	EGI Costa Rica Viento SA	49.00%	49.00%
Operacion Y Mantenimiento Tierras Morenas SA	San José	Costa Rica	30,000	CRC	EGI Costa Rica Viento SA	85.00%	85.00%
P.H. Chucas SA	San José	Costa Rica	100,000	CRC	Enel de Costa Rica SA Inversiones Eòlicas La Esperanza SA	28.57% 71.43%	100.00%
P.H. Don Pedro SA	San José	Costa Rica	100,001	CRC	Enel de Costa Rica SA	33.44%	33.44%
P.H. Guacimo SA	San José	Costa Rica	50,000	CRC	Enel Latin America LLC Enel de Costa Rica SA	30.00% 10.00%	40.00%
P.H. Rio Volcan SA	San José	Costa Rica	100,001	CRC	Enel de Costa Rica SA	34.32%	34.32%
Primavera Energia SA	Rio de Janeiro	Brazil	29,556,575.78	BRL	Enel Brasil Participações Ltda	100.00%	100.00%
Renovables de Guatemala SA	Guatemala	Guatemala	5,000	GTQ	Enel Latin America LLC Enel Guatemala SA	98.00% 2.00%	100.00%
Quatiara Energia SA	Rio de Janeiro	Brazil	12,148,511.80	BRL	Enel Brasil Participações Ltda	100.00%	100.00%
Socibe Energia SA	Rio de Janeiro	Brazil	33,969,032.25	BRL	Enel Brasil Participações Ltda	100.00%	100.00%
Tecnoguat SA	Guatemala	Guatemala	30,948,000	GTQ	Enel Latin America LLC	75.00%	75.00%

Enel Investment Holding B.V.

Vale Energética SA	Rio de Janeiro	Brazil	18,589,343.63 BRL	Enel Brasil Participações Ltda	100.00%	100.00%
VP Energia SA	Rio de Janeiro	Brazil	12,137,505.52 BRL	Enel Brasil Participações Ltda	100.00%	100.00%

(1) All the companies are engaged in electricity generation from renewable resources.

(2) In many cases, the subsidiaries are formed as entities that do not require the payment of share capital.

(3) For companies in which the holding is less than 50% Enel Latin America LLC holds preference shares that enable it to determine the financial and operational policies of the company and therefore to exercise a dominant influence.

Associated companies accounted for using the equity method at 31 December 31, 2008

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				At 31 Dec. 2008				
Parent company:								
Enel Unión Fenosa Renovables SA	Madrid	Spain	Electricity generation from renewable resources	32,505,000	EUR	Enel Green Power International BV	50.00%	50.00%
Subsidiaries:								
Aridos Energias Especiales SL	Villalbilla	Spain	Electricity generation from renewable resources	600,000	EUR	Enel Unión Fenosa Renovables SA	41.05%	20.53%
Azucarera Energias SA	Madrid	Spain	Electricity generation from renewable resources	570,600	EUR	Enel Unión Fenosa Renovables SA	40.00%	20.00%
Barbao SA	Madrid	Spain	Electricity generation from renewable resources	284,878.74	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Boiro Energia SA	Boiro	Spain	Electricity generation from renewable resources	601,010	EUR	Enel Unión Fenosa Renovables SA	40.00%	20.00%
Cogeneración Del Noroeste SL	Santiago de Compostela	Spain	Electricity generation from renewable resources	3,606,000	EUR	Enel Unión Fenosa Renovables SA	40.00%	20.00%
Depuracion Destilacion Reciclaje SL	Boiro	Spain	Electricity generation from renewable resources	600,000	EUR	Enel Unión Fenosa Renovables SA	40.00%	20.00%
Energia Termosolar de los Monegros SL	Zaragoza	Spain	Electricity generation from renewable resources	400,000	EUR	Enel Unión Fenosa Renovables SA	80.00%	40.00%
Energias Ambientales de Somozas SA	La Coruña	Spain	Electricity generation from renewable resources	1,250,000	EUR	Enel Unión Fenosa Renovables SA	19.40%	9.70%
Energias Ambientales Easa SA	La Coruña	Spain	Electricity generation from renewable resources	15,491,460	EUR	Enel Unión Fenosa Renovables SA	33.34%	16.67%
Energias Especiales Alcoholeras SA	Madrid	Spain	Electricity generation from renewable resources	232,002	EUR	Enel Unión Fenosa Renovables Sa	82.33%	41.17%
Energias Especiales De Andalucía SL	Seville	Spain	Electricity generation from renewable resources	20,000	EUR	Eufer Renovables Ibéricas 2004 Sa	100.00%	50.00%
Energias Especiales De Belmonte SA	Madrid	Spain	Electricity generation from renewable resources	120,400	EUR	Enel Unión Fenosa Renovables SA	50.16%	25.08%
Energias Especiales De Careon SA	La Coruña	Spain	Electricity generation from renewable resources	270,450	EUR	Enel Unión Fenosa Renovables SA	77.00%	38.50%
Energias Especiales	Badajoz	Spain	Electricity generation	6,000	EUR	Enel Unión Fenosa	88.34%	44.17%

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
de Extremadura SL			from ren. resources			Renovables SA		
				At 31 Dec. 2008				
Energias Especiales de Pena Armada SA	Madrid	Spain	Electricity generation from renewable resources	963,300	EUR	Enel Unión Fenosa Renovables SA	80.00%	40.00%
Energias Especiales Del Alto Ulla SA	Madrid	Spain	Electricity generation from renewable resources	1,722,600	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Energias Especiales Del Bierzo SA	Torre del Bierzo	Spain	Electricity generation from renewable resources	1,635,000	EUR	Enel Unión Fenosa Renovables SA	50.00%	25.00%
Energias Especiales Del Noroeste SA	Madrid	Spain	Electricity generation from renewable resources	6,812,040	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Energias Especiales Montes Castellanos SL	Madrid	Spain	Electricity generation from renewable resources	6,241,000	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Energias Especiales Valencianas SL	Valencia	Spain	Electricity generation from renewable resources	60,000	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Energias Renovables Montes de San Sebastián SL	Madrid	Spain	Electricity generation from renewable resources	1,305,000	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Eólica Del Cordal de Montouto SL	Madrid	Spain	Electricity generation from renewable resources	160,000	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Eólica el Molar SL	Fuente Alamo	Spain	Electricity generation from renewable resources	1,235,300	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Eolica Galaico Asturianas SA	La Coruña	Spain	Electricity generation from renewable resources	64,999	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Eufer Operación (formerly Eufer Comercializadora SL)	Madrid	Spain	Electricity generation from renewable resources	60,000	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Eufer Renovables Ibéricas 2004 SA	Madrid	Spain	Electricity generation from renewable resources	15,653,000	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Gallega de Cogeneración SA	Santiago de Compostela	Spain	Electricity generation from renewable resources	1,803,000	EUR	Enel Unión Fenosa Renovables SA	40.00%	20.00%
Martinez y Lanza SA	Bajo Leon	Spain	Electricity generation from renewable resources	60,101.21	EUR	Enel Unión Fenosa Renovables SA	80.00%	40.00%
Parque Eólico Cabo Villano SL	Madrid	Spain	Electricity generation from renewable resources	490,799.44	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Parque Eólico Corullón SL	Madrid	Spain	Electricity generation from renewable	60,000	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%

resources

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
Parque Eólico De Barbanza SA	Santiago de Compostela	Spain	Electricity generation from renewable resources	3,606,000	EUR	Enel Unión Fenosa Renovables SA	11.57%	5.79%
Parque Eólico De Malpica SA	La Coruña	Spain	Electricity generation from renewable resources	950,000	EUR	Enel Unión Fenosa Renovables SA	35.42%	17.71%
Parque Eólico de Padul	Madrid	Spain	Electricity generation from renewable resources	240,000	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Parque Eólico De San Andrés SA	La Coruña	Spain	Electricity generation from renewable resources	552,920	EUR	Enel Unión Fenosa Renovables SA	82.00%	41.00%
Parque Eólico Montes de Las Navas SA	Madrid	Spain	Electricity generation from renewable resources	6,540,000	EUR	Enel Unión Fenosa Renovables SA	20.00%	10.00%
Parque Eólico Sierra Del Merengue SL	Cáceres	Spain	Electricity generation from renewable resources	30,000	EUR	Enel Unión Fenosa Renovables SA	50.00%	25.00%
Prius Enerólica SL	Madrid	Spain	Electricity generation from renewable resources	3,600	EUR	Enel Unión Fenosa Renovables SA	100.00%	50.00%
Promociones Energeticas Del Bierzo SL	Ponferrada	Spain	Electricity generation from renewable resources	12,020	EUR	Enel Unión Fenosa Renovables SA	50.00%	25.00%
Proyectos Universitarios de Energias Renovables SL	Alicante	Spain	Electricity generation from renewable resources	180,000	EUR	Enel Unión Fenosa Renovables SA	33.33%	16.67%
Sistemas Energeticos Mañón Ortigueira SA	Ortigueira	Spain	Electricity generation from renewable resources	4,507,500	EUR	Enel Unión Fenosa Renovables SA	96.00%	48.00%
Ufefys SL	Aranjuez	Spain	Electricity generation from renewable resources	2,373,950	EUR	Enel Unión Fenosa Renovables SA	40.00%	20.00%

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
Parent company:								
Artic Russia BV	Amsterdam	Netherlands	Holding company	100,000	EUR	Enel Investment Holding BV	40.00%	40.00%
Subsidiaries:								
Arcticgaz OAO	Novyi Urengoi	Russian Federation	Mining	2,400,000	RUB	SeverEnergia	100.00%	40.00%
Neftegaztekhnologiya OAO	Novyi Urengoi	Russian Federation	Mining	500,000	RUB	SeverEnergia	100.00%	40.00%
SeverEnergia	Moscow	Russian Federation	Holding company	1,000,000	RUB	Artic Russia BV	100.00%	40.00%
Urengoil ZAO	Molodezhniy	Russian Federation	Mining	119,750,280	RUB	SeverEnergia	100.00%	40.00%

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
Parent company:								
Res Holdings BV	Amsterdam	Netherlands	Holding company	18,000	EUR	Enel Investment Holding BV	49.50%	49.50%
Subsidiaries:								
Lipetskenergosbyt LLC	Lipetskaya oblast	Russian Federation	Electricity sales	7,500	RUB	Res Holdings BV	75.00%	37.13%
Rusenergosbyt LLC	Moscow	Russian Federation	Electricity trading	2,760,000	RUB	Res Holdings BV	100.00%	49.50%
Rusenergosbyt C LLC	Khanty-Mansiyskiy	Russian Federation	Electricity sales	5,100	RUB	Res Holdings BV	51.00%	25.25%
Rusenergosbyt M LLC	Moscow	Russian Federation	Electricity sales	7,500	RUB	Res Holdings BV	75.00%	37.13%
Rusenergosbyt Siberia LLC	Krasnoyarskiy kray	Russian Federation	Electricity sales	5,000	RUB	Res Holdings BV	50.00%	24.75%

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
Aes Distribuidores Salvadorenos Ltda de cv	San Salvador	El Salvador	Electricity generation from renewable resources	200,000	SVC	Grupo EGI SA de cv	20.00%	20.00%
Aes Distribuidores Salvadorenos Y Compania S. en C. de cv	San Salvador	El Salvador	Electricity generation from renewable resources	200,000	SVC	Grupo EGI SA de cv	20.00%	20.00%
Enel Green Power Holding SA (formerly Enel Green Power International SA)	Luxembourg	Luxembourg	Holding company in the sector of electricity generation from renewable resources	211,650,000	EUR	Enel Produzione SpA Enel Investment Holding BV	67.11% 32.89%	100.00%
Energy North Company OJSC	Tarko-Sale	Russian Federation	Electricity generation and sales	100,000,000	RUB	OGK-5 OJSC	40.00%	22.34%
Hipotecaria de Santa Ana Ltda de cv	San Salvador	El Salvador	Electricity generation from renewable resources	100,000	SVC	Grupo EGI SA de cv	20.00%	20.00%
International Eolian of Grammatiko SA	Maroussi	Greece	Electricity generation from renewable resources	160,000	EUR	Enel Green Power International BV	30.00%	30.00%
International Eolian of Korinthia SA	Maroussi	Greece	Electricity generation from renewable resources	300,000	EUR	Enel Green Power International BV	30.00%	30.00%
International Eolian of Peloponnisos 1 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
International Eolian of Peloponnisos 2 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
International Eolian of Peloponnisos 3 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
International Eolian of Peloponnisos 4 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
International Eolian of Peloponnisos 5 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
International Eolian of Peloponnisos 6 SA	Maroussi	Greece	Electricity generation from renew.resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
International Eolian of Peloponnisos 7 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
International Eolian of Peloponnisos 8 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
International Eolian of Skopelos SA	Maroussi	Greece	Electricity generation from renewable resources	120,000	EUR	Enel Green Power International BV	30.00%	30.00%
Sotavento Galicia SA	Santiago de Compostela	Spain	Electricity generation from renewable resources	601,000	EUR	Enel Unión Fenosa Renovables SA	18.00%	9.00%
Star Lake Hydro Partnership	St. John (Newfoundland)	Canada	Electricity generation from renewable resources	-		Chi Hydroelectric Company Inc.	49.00%	49.00%
Thracian Eolian 1 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Thracian Eolian 2 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Thracian Eolian 3 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Thracian Eolian 4 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Thracian Eolian 5 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Thracian Eolian 6 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Thracian Eolian 7 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Thracian Eolian 8 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Thracian Eolian 9 SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Tirmadrid SA	Valdemingómez	Spain	Electricity generation from renewable resources	16,828,000	EUR	Enel Unión Fenosa Renovables SA	18.64%	9.32%
Trade Wind Energy LLC	Topeka (Kansas)	U.S.A.	Electricity generation from renewable resources	-		Enel Kansas LLC	45.00%	45.00%
Wind Parks of Anatoli-Prinia SA	Maroussi	Greece	Electricity generation from renewable resources	140,000	EUR	Enel Green Power International BV	30.00%	30.00%

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
Wind Parks of Bolibas SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Distomos SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Drimonakia SA	Maroussi	Greece	Electricity generation from renewable resources	150,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Folia SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Gagari SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Goraki SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Gourles SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Grammatikaki SA	Maroussi	Greece	Electricity generation from renewable resources	110,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Kafoutsi SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Kathara SA	Maroussi	Greece	Electricity generation from renewable resources	140,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Kerasia SA	Maroussi	Greece	Electricity generation from renewable resources	140,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Korfovouni SA	Maroussi	Greece	Electricity generation from renewable resources	120,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Korinthia SA	Maroussi	Greece	Electricity generation from renewable resources	270,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Makriakkoma SA	Maroussi	Greece	Electricity generation from renewable resources	130,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Megavouni SA	Maroussi	Greece	Electricity generation from renewable resources	120,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Milia SA	Maroussi	Greece	Electricity generation from renewable resources	310,000	EUR	Enel Green Power International BV	30.00%	30.00%

Enel Investment Holding B.V.

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
Wind Parks of Mirovigli SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Mitika SA	Maroussi	Greece	Electricity generation from renewable resources	140,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Organi SA	Maroussi	Greece	Electricity generation from renewable resources	220,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Paliopirgos SA	Maroussi	Greece	Electricity generation from renewable resources	120,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Pelagia SA	Maroussi	Greece	Electricity generation from renewable resources	150,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Petalo SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Platanos SA	Maroussi	Greece	Electricity generation from renewable resources	120,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Politis SA	Maroussi	Greece	Electricity generation from renewable resources	110,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Sagias SA	Maroussi	Greece	Electricity generation from renewable resources	140,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Skoubi SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Spilia SA	Maroussi	Greece	Electricity generation from renewable resources	160,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Stroboulas SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Triforko SA	Maroussi	Greece	Electricity generation from renewable resources	104,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Vitalio SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%
Wind Parks of Vourlas SA	Maroussi	Greece	Electricity generation from renewable resources	60,000	EUR	Enel Green Power International BV	30.00%	30.00%

Other significant equity investments at 31 December 2008

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
				at 31 Dec. 2008				
Inversiones Eólicas La Esperanza SA	San José	Costa Rica	Electricity generation from renewable resources	100,000	CRC	Enel de Costa Rica SA	51.00%	51.00%
Hydro-Electric Station Grafkos SA	Maroussi	Greece	Electricity generation from renewable resources	1,400,000	EUR	Enel Green Power International BV	8.08%	15.00%
International Wind Parks Of Achaia SA	Maroussi	Greece	Electricity generation from renewable resources	3,020,000	EUR	Enel Green Power International BV	15.00%	15.00%
International Wind Parks of Rhodes SA	Maroussi	Greece	Electricity generation from renewable resources	1,913,250	EUR	Enel Green Power International BV	6.54%	15.00%