



# **Financial Statements of International Endesa B.V. at June 30, 2019**

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## **Management Board report**

The Managing Directors of International Endesa B.V. (hereinafter: 'the Company') are pleased to present herewith the financial statements for the half of 2019.

### **General**

The Company was incorporated on 10 June 1993 under the laws of the Netherlands. Registration number with Chamber of Commerce is 33248762

The principal activity of the Company is to issue and manage notes and other financial instruments (refer to below), and to lend the funds to its parent company and other affiliated companies.

The result for the first half of 2019 was in accordance with management's expectations.

### **Operating results**

In order to present the results of the Company and analyse its financial structure, several performance indicators has been presented, obtained directly from the financial statements, which management feels are useful in monitoring performance of the Company business.

Shareholder's equity amounts to Euro 22,156 thousand up 347 thousand over the first half of 2019, as a result of the net income of the period.

Long-term debt came to Euro 12,000 thousand, remain unchanged in comparison with the yearend 2018.

Long-term loan stood at Euro 12,000 thousand.

Net income of the Company for the period ended 30 June 2019 totalled to Euro 347 thousand decreased by Euro 17 thousand as a result of a combined effect of an increase in operating costs (Euro 27 thousand), increase of net financial income (Euro 4 thousand) and decrease in income tax expenses (Euro 6 thousand).

### **Principal activities in the first half of 2019**

The Company focused on its financing activities under its Euro Commercial Paper (ECP) Programme and on the managing of its outstanding financial debt and assets.

During the first half of 2019, the Company regularly issued a short-term debt under its Euro Commercial Paper Programme. The maximum amount of the outstanding debt under this programme is EUR 3,000 million. The volume issued in the first six months of 2019 is EUR 4,431 million and the average debt has been EUR 1,536 million. All funds have been lent to affiliated companies of Endesa Group.

The Company performed the management and administration activities on its financial assets and liabilities, including ECP, MTNP, intercompany loans, credit lines and financial derivatives.

On April 23, 2019, the shareholder resolved to adopt the statutory financial statements for the year 2018 and to allocate as retained earnings the 2018 net profit of EUR 724 thousand.

### **Main Risks and uncertainties**

In compliance with the provisions in Dutch Accounting Standard 400, the Company has drawn up elements of its risk section as follows.

Significant risk, risk appetite which could have a material effect on financial position and result as well as risk mitigation strategy have been described in the annual accounts for 2018. Those categories and risks remain valid and should be read in conjunction with this interim report.

## **Future outlook**

In the second half of 2019 the principal activities of the Company will be concentrated in the fulfillment of the obligations deriving by the outstanding financial activities.

## **Board of Directors composition**

Taking into account the legislation that entered into force in the Netherlands on 1 January 2013 and concerning the composition of the companies' Board of Directors, we highlight that currently there are no female members on the Board of directors, which is mainly due to the small size of the board. Nonetheless, the Company believes that the composition of its Board of directors has a broad diversity of experience, expertise and backgrounds, and that the backgrounds and qualifications of the directors, considered as a group, provide a significant mix of experience, knowledge, abilities and independence that we believe will allow our board of directors to fulfil its responsibilities and properly execute its duties.

The distribution of board seats between men and women in the board of directors of the parent company is in line with this Act.

The Company is a so-called Public Interest Entity ("Organisatie van Openbaar Belang") which requires the establishment of an audit committee. The Company however makes use of the exemption in Article 3(a) of the Dutch Decree on the Audit Committee ("Besluit instelling auditcommissie") as foreseen in Article 39(3)(a) of Directive 2006/43/CE, as amended by Directive 2014/56/EU of the European Parliament and of the Council, as its Parent Company (Endesa S.A.) is an entity that fulfils the requirements set out in paragraphs 39(1), (2) and (5) of Directive 2006/43/CE, as amended by Directive 2014/56 EU, Article 11(1), Article 11(2) and Article 16(5) of Regulation (EU) No 537/2014 of the European Parliament and of the Council.

## **Subsequent events**

In July the Company repaid Euro Commercial Paper (ECP) in full amount.

Respective movements occurred for the short term loan with Short-term loan with Endesa S.A.

## **Personnel**

As at 30 June 2019 the Company employs one person.

## **Statement ex Article 5:25c Paragraph 2 Financial Markets Supervision Act ('Wet op het Financieel Toezicht')**

To our knowledge,

1. the financial statements give a true and fair view of assets, liabilities, financial position and profit of International Endesa B.V.;
2. the Management Board report gives a true and fair view of the Company's position as per 30 June 2019 and developments during the first half of 2019;

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3. the Management Board report describes the material risks the issuer is facing and provides a fair view as mentioned in article 5:25 paragraph 8 and if applicable 9.

Amsterdam, 24 July 2019

Ernesto di Giacomo

Alessandro Canta

Adolfo García Nombela

Hans Marseille

# **Financial statements**

**for the half year ended 30 June 2019**

## Profit and loss account for the half year ended 30 June 2019

Thousands of Euro	Note	1 <sup>st</sup> half	
		2019	2018
Services	1	(105)	(75)
Personnel	1	(49)	(52)
<b>Result from operating activities</b>		<b>(154)</b>	<b>(127)</b>
Financial income	2	(532)	(707)
Financial expense	2	1,135	1,306
	<b>Total</b>	<b>603</b>	<b>599</b>
<b>Profit before income taxes</b>		<b>449</b>	<b>472</b>
Income tax expense	3	(102)	(108)
<b>Net income for the year</b>		<b>347</b>	<b>364</b>

## Balance sheet as at 30 June 2019

(before appropriation of net income)

Thousands of Euro	Note	30 Jun. 2019	31 Dec. 2018
<b>ASSETS</b>			
<b>Non-current assets</b>			
Long-term loans and financial receivables	4	12,000	12,000
	<i>Total</i>	<b>12,000</b>	<b>12,000</b>
<b>Current assets</b>			
Current loans and financial receivables	5	453,302	942,514
Income tax receivables		73	-
Cash and cash equivalents	6	437	82
	<i>Total</i>	<b>453,812</b>	<b>942,596</b>
<b>TOTAL ASSETS</b>		<b>465,812</b>	<b>954,596</b>
Thousands of Euro			
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
Share capital	7	15,429	15,429
Share premium reserve	7	4,660	4,660
Retained earnings	7	1,720	996
Net income for the period		347	724
<b>Shareholder's equity</b>	<i>Total</i>	<b>22,156</b>	<b>21,809</b>
<b>Non-current liabilities</b>			
Long-term loans and borrowings	8	12,000	12,000
	<i>Total</i>	<b>12,000</b>	<b>12,000</b>
<b>Current liabilities</b>			
Short-term bonds and borrowings	9	430,528	920,253
Other current financial liabilities	10	927	249
Income Tax payable		-	120
Other current liabilities		201	165
	<i>Total</i>	<b>431,656</b>	<b>920,787</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>465,812</b>	<b>954,596</b>



## Statement of changes in shareholder's equity

Thousands of Euro

	Share capital	Share premium reserve	Retained earnings	Net income for the period	Equity attributable to the shareholders
<b>1 Jan. 2018</b>	<b>15,429</b>	<b>4,660</b>	<b>426</b>	<b>570</b>	<b>21,085</b>
Allocation of net income from the previous year	-	-	570	(570)	-
Net income for the period	-	-	-	364	<b>364</b>
<b>30 Jun. 2018</b>	<b>15,429</b>	<b>4,660</b>	<b>996</b>	<b>364</b>	<b>21,449</b>
<b>1 Jan. 2019</b>	<b>15,429</b>	<b>4,660</b>	<b>996</b>	<b>724</b>	<b>21,809</b>
Allocation of net income from the previous year	-	-	724	(724)	-
Net income for the period	-	-	-	347	<b>347</b>
<b>30 Jun. 2019</b>	<b>15,429</b>	<b>4,660</b>	<b>1,720</b>	<b>347</b>	<b>22,156</b>

## **Notes to financial statements**

### **Form and content of the financial statement**

International Endesa B.V. ('the Company') was incorporated under the laws of the Netherlands on 10 June 1993 and has its statutory seat in Amsterdam, the Netherlands, with offices at Herengracht 471, 1017 BS Amsterdam. . Registration number with Chamber of Commerce is 33248762. The Company is a wholly-owned subsidiary of Endesa S.A. ('the parent'), a Spanish company having its registered office at Ribera del Loira 60, 28042 Madrid, Spain. Endesa S.A. and its subsidiaries form part of the Enel Group, of which Enel Iberia S.L. is the parent company in Spain.

The principal activity of the Company is to issue commercial paper notes and other financial debt instruments (refer to below), and provide these funds to its parent and other affiliated companies.

Company's financial statements are included into consolidated financial statements of the parent company which can be obtained from the investor relations section of Endesa S.A. official website (<http://endesa.com>) This half year report has not been audited or reviewed by any external party.

### **Debt issuance program and ECP Program**

On 17 January 1995, the Company entered into a USD 750 million Debt Issuance Program, arranged by Morgan Stanley & Co. International Limited. On 5 July 1998, this Debt Issuance Program was increased up to USD 4,000 million. On 9 July 1999, the initial maximum program amount has been increased up to Euro 7,000 million from the former USD 4,000 million. On 20 September 2001, the maximum program amount has been increased up to Euro 9,000 million from the former Euro 7,000 million. On 15 November 2002, the maximum program amount has been increased up to Euro 10,000 million from the former Euro 9,000 million. As from 2004, no new loans are issued under the program. In 2014 the Company repaid USD private placement, having the residual notes denominated in Euro only.

These notes are listed on several European stock exchanges.

On 29 April 1998, the Company established a Euro Commercial Paper Program pursuant to which the Company may issue and have outstanding short-term notes up to a maximum aggregate amount of USD 2,000 million. On 13 December 2006, the existing program was updated to Euro 2,000 million. On 18 December 2009, the existing program was updated to Euro 3,000 million. The proceeds of the notes issued are passed on to the parent company and other affiliated companies.

International Endesa B.V.'s external debt, composed by Euro Medium-Term Notes, Euro Commercial Papers, is guaranteed by the parent company, Endesa S.A, by an agreement dated 20 October 2016.

### **Basis of preparation**

The financial statements have been prepared in accordance with accounting principles generally accepted in the Netherlands (Dutch GAAP) and Part 9 of Book 2 of the Netherlands Civil Code. The financial statements have been prepared under the historical cost convention. Assets and liabilities are recorded at face value, unless indicated otherwise.

The accounting policies set out below have been applied consistently to all periods presented in the Company's financial statements.

### **Going concern**

These financial statements have been prepared on the basis of the going concern assumption.

## **Accounting principles**

The principal accounting policies adopted in preparation of these financial statements are set out below.

An asset is recognized in the balance sheet when it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be reliably measured. A liability is recognized in the balance sheet when it is expected to result in an outflow from the entity of resources embodying economic benefits and the amount of the obligation can be measured with sufficient reliability.

Income is recognized in the profit and loss account when an increase in economic potential related to an increase in an asset or a decrease of a liability has arisen, the size of which can be estimated with a sufficient reliability. Expenses are recognized when a decrease in the economic potential related to a decrease in an asset or an increase of a liability has arisen, the size of which can be estimated with sufficient reliability.

If a transaction results in a transfer of future economic benefits and or when all risks relating to assets or liabilities transfer to a third party, the asset or liability is no longer included in the balance sheet. Assets and liabilities are not included in the balance sheet if economic benefits are not probable or cannot be measured with sufficient reliability.

The revenue and expenses are allocated to the period to which they relate. Reference is also made to the items financial instruments and financial income and expense.

## **Accounting policies and measurement criteria**

### **Use of estimates**

The preparation of the financial statements requires the management to form opinions and to make estimates and assumptions that influence the application of principles and the reported values of assets and liabilities and of income and expenditure. The actual results may differ from these estimates. The estimates and the underlying assumptions are constantly assessed. Revisions of estimates are recognized in the period in which the estimate is revised and in future periods for which the revision has consequences. Significant estimates includes valuation of loan receivable balances. Impairment valuation estimates are included in the impairment of financial assets section.

### **Comparative figures**

The accounting policies have been consistently applied to all years presented. When applicable the comparative figures have been reclassified to match the current year classification, which did not occur in 2018.

### **Cash flow statements**

As permitted under RJ 360.104, the cash flows of the Company are included in the cash flows statement of the ultimate holding company. The ultimate holding company's financial statement are available on Endesa's corporate website: [www.endesa.com](http://www.endesa.com).

### **Financial instruments**

Financial instruments include investments in shares and bonds, loans granted and other receivables, cash items, loans and other financing commitments and other payables. Financial instruments also include derivative financial instruments that are stated at cost or lower market value, unless cost price hedge accounting is applied.

### **Purchased loans and bonds**

Purchased loans and bonds which the Company intends to hold to maturity (and is capable of doing so), are measured at amortised cost after initial recognition using the effective interest method, less impairment losses.

### **Loans granted and other receivables**

Loans granted and other receivables are carried at amortised cost after initial recognition using the effective interest method, less impairment losses.

### **Derivatives and hedge accounting**

The Company uses derivative financial instruments such as forward currency contracts and interest rate swaps to hedge its risks associated with interest rate and foreign currency fluctuations.

### **Impairment of financial assets**

A financial asset not classified as at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it needs to be impaired. A financial asset is impaired if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset, and that loss event(s) had an impact on the estimated future cash flows of that asset that can be estimated reliably.

Objective evidence that financial assets are impaired includes default or delinquency by a debtor, indications that a debtor or issuer will enter bankruptcy, adverse changes in the payment status of borrowers or issuers, economic conditions that correlate with defaults or the disappearance of an active market for a security.

The entity considers evidence of impairment for financial assets measured at amortised cost (loan and receivables and held-to-maturity financial assets) at both a specific asset and collective level. All individually significant assets are assessed for specific impairment. Those found not to be specifically impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Assets that are not individually significant are collectively assessed for impairment by grouping together assets with similar risk characteristics.

In assessing collective impairment, the Group uses historical trends of the probability of default, the timing of recoveries and the amount of loss incurred, adjusted for management's judgement as to whether current economic and credit conditions are such that the actual losses are likely to be greater or lesser than suggested by historical trends.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Losses are recognised in profit or loss and reflected in an allowance account against loans and receivables or held-to-maturity investment securities. Interest on the impaired asset continues to be recognised. When an event occurring after the impairment was recognised causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

### **Foreign currency translation**

Foreign currency transactions are accounted for at the exchange rates prevailing at the date of the transactions. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognized in the profit and loss account.

Financial assets and liabilities are translated at the exchange rate prevailing at balance sheet date.

#### **Accounts receivable**

Accounts receivable are stated at amortized cost, less an allowance for possible uncollectable amounts.

#### **Shareholders' equity**

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

#### **Non-current liabilities**

The valuation and measurement of non-current liabilities is explained under the heading 'Financial instruments'.

#### **Current liabilities**

The valuation and measurement of current liabilities is explained under the heading 'Financial instruments'.

#### **Financial income and expense**

Financial income comprises interest income on loans to Endesa group companies, dividend income and foreign currency gain. Interest income is recognised as is accrued, using the effective interest method.

Financial expenses comprise interest of the Euro Medium Term Notes, United States Private Placements, Euro Commercial Papers, the interest of the intercompany loan with Endesa Capital Finance, LLC and losses on hedging instruments that are recognised in profit and loss.

#### **Corporate income tax**

Corporate income tax comprises the current and deferred corporate income tax receivable and deductible for the reporting period.

Corporate income tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly to equity, in which case it is recognised in equity.

Current tax comprises the expected tax payable or receivable on the taxable profit or loss for the financial year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to the tax receivable in respect of previous years.

Deferred tax is provided for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

#### **Determination of fair value**

A number of accounting principles and disclosures require the determination of fair values, for both financial and non-financial assets and liabilities. For measurement and disclosure purposes, the fair value is determined as described below, or in the relevant paragraph of the financial instrument. Where applicable, detailed information concerning the principles for determining the fair value are included in the section that specifically relates to the relevant asset or liability.

Trade and other receivables

The fair value of trade and other receivables is estimated at the present value of future cash flows.

Non-derivative financial obligations

The fair value of non-derivative financial obligations is only determined for disclosure purposes and is calculated on the basis of the net present value of future repayments and interest payments, discounted at the market interest rate, including a margin for the relevant risks as at the reporting date.

## **Risk management**

In normal course of business, the Company uses various types of financial instruments. Financial instruments include those recognized in the balance sheet (on-balance sheet) and off-balance sheet financial instruments.

The estimated fair value of a financial instrument is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Fair values are determined from listed market prices, price quotations from banks or from pricing models.

The Company has procedures and policies in place to control risks related to financial instruments. These policies and procedures include a clear segregation of duties between operating, settlement, accounting and controlling of all financial instruments used. The Company's management is involved in the risk management process.

The Company attempts to minimise the counterparty credit risk associated with the financial instruments used by selecting counter parties that are creditworthy, given their high credit ratings.

Financial instruments in the balance sheet substantially include long-term receivables and payables, short-term loans receivable and payable, and cash.

### **Interest rate risk**

Interest rate risk is the risk that fluctuations in the prevailing levels of market interest rate will affect the Company's financial position and cash flows. Interest rate exposure on the debt is fully mitigated using interest rate swap agreements.

At year end the outstanding derivative instruments are as follows:

Thousands  
of Euro

<b>Series</b>	<b>Outstanding</b>	<b>Interest payable</b>	<b>Interest receivable</b>	<b>Start date</b>	<b>End date</b>
39	15,000	6m EURIBOR+ 10bpt	4.50%	07/10/1999	07/10/2019
68	12,000	6m EURIBOR+ 33bpt	5.74%	12/11/2001	12/11/2031

Interest rate swaps are used to adjust the fixed rate or floating rate nature in financing arrangements. The interest payables are based on the Euribor plus a mark-up and are compatible with the interest rates received from financial receivables.

### **Currency risk**

Currency risk is the risk that fluctuations in the prevailing foreign currency exchange rates will affect in Company's financial position and cash flow.

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The risks relating to the different currencies have been covered using hedge and swap agreements. The swap contracts mature in accordance with the terms of the related assets and liabilities. As per 30 June 2019, no foreign currency transactions are included in the balance sheet.

#### **Credit risk**

Credit risk is the risk that a counterparty will be unable to pay amounts in full when due. As the Company lends funds only intragroup to Endesa S.A. and affiliates the credit risk is considered low.

The Company has not entered into any other transactions that might generate credit risk, except for the financial derivatives contracted with financial institutions which may generate credit risk under certain circumstances.

#### **Liquidity risk**

The Company manages its financial assets invested in Endesa Group companies ensuring that the terms and conditions correspond with its liabilities. In order to mitigate this risk the Company meets liquidity requirements primarily through cash flows generated by ordinary operations and drawing on a range of financing sources while managing any liquidity excess as appropriate. Furthermore Endesa S.A., one of the largest energy companies in Spain, agreed with the company on 20 October 2016 the guarantee for payments of the Company's receivables due from Endesa S.A. and affiliated companies as long as the intercompany financing activity exist.

## Notes to the profit and loss

### 1 Result from operating activities – Euro (154) thousand

Result from operating activities is negative for Euro 154 thousand (1<sup>st</sup> half 2018: Euro 127 thousand negative) with a decrease of Euro 27 thousand mainly due to a combined effect of an increase of service costs (1<sup>st</sup> half 2018: Euro 30 thousand) and a decrease of personnel costs (1<sup>st</sup> half 2018: Euro 3 thousand).

### 2 Financial income/(expense) – Euro 603 thousand

Thousands of Euro

	30 Jun. 2019	30 Jun. 2018	Change
<b>Financial income:</b>			
interest and other income from financial assets	(1,220)	(1,398)	178
income from IRS derivatives instruments	688	691	(3)
<b>Total financial income/ (expenses)</b>	<b>(532)</b>	<b>(707)</b>	<b>175</b>
<b>Financial expenses:</b>			
Interest on bonds	(679)	(676)	(3)
Interest on commercial papers	1,814	1,982	(168)
<b>Total financial income/ (expenses)</b>	<b>1,135</b>	<b>1,306</b>	<b>(171)</b>
<b>Net financial result recognised</b>	<b>603</b>	<b>599</b>	<b>4</b>

Negative interest income driven mainly by negative reference interest rates (Euribor) totalled to Euro 532 thousand having as increase of Euro 175 thousand. More specifically, this was attributed to combined effect of an increase of interest income from Endesa S.A. (Euro 160 thousand) and Endesa Financiacio Filiales S.A. (Euro 15 thousand), increase in other income (Euro 3 thousand) and decrease of income from interest rate swap (Euro 3 thousand).

Financial expenses increased to negative Euro 1,135 thousand by Euro 171 thousand due to increase of interest charges (Euro 3 thousand) and decrease of interest income earned from commercial papers (Euro 168 thousand).

### 3 Income tax expense– Euro 102 thousand

Corporate income tax expense for 1<sup>st</sup> half of 2019 totals to Euro 102 thousand having a decrease by Euro 6 thousand.

The nominal tax rate used is 20% for the first Euro 200 thousand of taxable income and 25% for the remaining amount.



## Notes to the balance sheet

### 4 Long-term financial assets – Euro 12,000 thousand

Long-term financial assets totalled Euro 12,000 thousand as at 30 June 2019 (Euro 12,000 thousand as at 31 December 2018) is essentially accounted for loan receivable from Endesa Financiación Filiales S.A. (LC1068).

The loans have variable interest rates related to EURIBOR plus a mark-up.

The proceeds of the notes issued by the Company under the private placement are lent to the Sole shareholder and other affiliated companies of Endesa Group. Consequently, the maturity date of the intercompany receivables is exactly the same as the maturity date of the notes issued and included in note 8.

### 5 Current loans and financial receivables – Euro 453,302 thousand

Thousands of Euro

	30 Jun. 2019	31 Dec. 2018	Change
Current portion of long-term loan	15,000	15,000	-
Financial receivables	437,734	927,446	(489,712)
Interest receivable on interest rate swaps	932	252	680
Other current financial assets	(364)	(184)	(180)
<b>Total</b>	<b>453,302</b>	<b>942,514</b>	<b>(489,212)</b>

Current financial assets essentially consist of short-term loans granted to affiliated companies.

#### Financial receivables

Thousands of Euro

	30 Jun. 2019	31 Dec. 2018	Change
Short-term loan with Endesa S.A.	415,762	905,489	(489,727)
Credit Line with Endesa Financiación Filiales S.A.	21,972	21,957	15
<b>Total</b>	<b>437,734</b>	<b>927,446</b>	<b>(489,712)</b>

#### Interest receivable on interest rate swaps

Interest receivables on interest rate swaps refer to the accrued interest that will be paid by the market counterparties at the end of the agreed interest period and totalled Euro 932 thousand (Euro 252 thousand as at 31 December 2018).

#### Other current financial assets

Other current financial assets aggregate refers to accrued income related to the long-term loans and short-term credit lines granted to affiliated companies and totalled Euro 364 thousand negative (Euro 184 thousand negative as at 31 December 2018).

### 6 Cash and cash equivalents – Euro 437 thousand

As at 30 June 2019 cash and cash equivalent amount to Euro 437 thousand (Euro 82 thousand as at 31 December 2018). No restrictions on usage of cash exist.

## **7 Shareholder's equity – Euro 22,156 thousand**

### Share capital – Euro 15,429 thousand

The authorised share capital amounts to Euro 15,882,308, consisting of 35,000 common shares with a par value of Euro 453,78 per share. As at 31 December 2017, 34,000 shares were issued and paid in.

### Share premium reserve – Euro 4,660 thousand

The share premium concerns the income from the issuing of shares insofar as this exceeds the nominal value of the shares.

At least Euro 4,660,501 of the share premium can be considered as freely distributable share premium as referred to in the 1964 Income Tax Act.

### Retained earnings and profit for the period – Euro 2,067 thousand

The retained earnings as at 30 June 2019 are Euro 1,720 thousand. The net income for the period is Euro 347 thousand.

## **8 Long-term bonds and borrowings – Euro 12,000 thousand**

The notes issued by the Company under the Debt Issuance Program are presented under the Long-term loans and borrowings and amount to Euro 12,000 thousand as at 30 June 2019.

The notes under the Debt Issuance Program are unconditionally guaranteed by the parent company.

The interest on the individual EMTN notes is either fixed or floating. By the use of interest rate swaps, net interest payable is mostly related to LIBOR or EURIBOR rates plus a mark-up.

The following table shows long-term debt and repayment schedules as at 30 June 2019:

Thousands of Euro

Series	Currency	Balance	Nominal amount	Balance	Fair value	Maturity	Interest rate
		30 Jun 2019	30 Jun 2019	31 Dec 2018	30 June 2019		
N1068	EUR	12,000	12,000	12,000	18,138	Nov.2031	5.74
<b>Total</b>		<b>12,000</b>	<b>12,000</b>	<b>12,000</b>	<b>18,138</b>		

### Debt Issuance Programme

On 17 January 1995, the Company entered into a USD 750 million Debt Issuance Programme, arranged by Morgan Stanley & Co. International Limited.

Starting from 1998 until 2002 the Debt Issuance Program has been updated and increased several times up to the maximum amount of Euro 10,000 million.

Notes issued under the program are listed on several European stock exchanges.

## **9 Short-term loans and borrowings – Euro 430,528 thousand**

Thousands of Euro

	30 Jun 2019	31 Dec 2018	Change
Current portion of long-term bonds and borrowing	15,000	15,000	-
Commercial papers	415,762	905,489	(489,727)
Interest payable for liabilities under the commercial paper	(234)	(236)	2
<b>Short-term loans and borrowings</b>	<b>430,528</b>	<b>920,253</b>	<b>(489,725)</b>

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Thousands of Euro

Series	Currency	Balance		Fair value		Maturity	Interest rate
		30 Jun 2019	Nominal amount 30 Jun 2019	31 Dec 2018	30 June 2019		
N1039	EUR	15,000	15,000	15,000	15,158	Oct.2019	10yearGBP/CMS <sup>*</sup>
<b>Total</b>		<b>15,000</b>	<b>15,000</b>	<b>15,000</b>	<b>15,158</b>		

\*As of 9 October 2018 the rate was fixed at 4.5%

### Commercial Paper

As at 30 June 2019 the outstanding amount of commercial paper is Euro 415,528 thousand. During the first half of 2019 commercial papers were issued with a nominal amount totalled to Euro 4,430,500 thousand and redeemed in amount of Euro 4,015,000 thousand.

The commercial papers issuance is performed in the context of the Euro Commercial Paper Program (hereinafter, also “ECP Program”) launched by the Company in 1998.

On 29 April 1998, the Company established a Euro Commercial Paper Program pursuant to which the Company may issue and have outstanding short-term notes up to a maximum aggregate amount of USD 2,000 million. On 13 December 2006, the existing program was updated to Euro 2,000 million and finally, on 18 December 2009, updated to Euro 3,000 million.

The ECP notes issued under the Euro Commercial Paper Program are unconditionally guaranteed by the parent company.

#### **10 Other current financial liabilities – Euro 927 thousand**

Other current financial liabilities refer to interest payables for the Notes (N1039 and N1068) and totalled to Euro 927 thousand having an increase of Euro 678 thousand.

Interest payables are due within one year.

### **Related parties**

Transactions between International Endesa B.V. and other companies of Enel Group involve 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 contract market prices. International Endesa B.V. has no business relations with Key management during the period.

The following table summarizes the financial relationships between the Company and Endesa Group entities :

Thousands of Euro

	Receivables 30 Jun. 2019	Payables 30 Jun. 2019	Income 1st half 2019	Cost 1st half 2019
Endesa S.A:	415,398	-	(1,239)	-
Endesa Financiación Filiales S.A.	48,972	-	16	-
<b>Total</b>	<b>464,369</b>	<b>-</b>	<b>(1,223)</b>	<b>-</b>

Thousands of Euro

	<b>Receivables</b>	<b>Payables</b>	<b>Income</b>	<b>Cost</b>
	<b>31 Dec.2018</b>	<b>31 Dec.2018</b>	<b>1st half 2018</b>	<b>1st half 2018</b>
ENDESA	905,489	-	-	1
Endesa Financiación Filiales S.A.	48,957	-	-	-
<b>Total</b>	<b>954,446</b>	<b>-</b>	<b>-</b>	<b>-</b>

## **Statutory Directors**

The emoluments of the company's Directors charged in the first half of 2019, as per section 2.383 (1) of the Netherlands Civil Code, amounted to Euro nil (1<sup>st</sup> half of 2018: nil).

## **Contingent assets and liabilities**

There are not any contingent assets and liabilities

## **Subsequent events**

In July the Company repaid Euro Commercial Paper (ECP) in full amount.

Respective movements occurred for the short term loan with Short-term loan with Endesa S.A.

Amsterdam, 24 July 2019

Ernesto di Giacomo

Alessandro Canta

Adolfo García Nombela

Hans Marseille