



**Enel Investment Holding B.V.  
condensed interim financial  
statements  
as at 30 June 2014**

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## Interim Director's Report

## General Information

Management of the Enel Investment Holding B.V. (hereafter: the "Company") hereby presents its half-year financial statements at and for the six months ended at 30 June 2014.

The Company is a private limited liability company wholly owned by Enel S.p.A, the ultimate Parent Company, which has its registered office in Rome (Italy). Enel Investment Holding B.V. has its registered office at Herengracht 471 in Amsterdam (The Netherlands) and was incorporated on 15 December 2000 under Dutch Law.

The purpose of the Company is to carry on activities and to invest directly or indirectly in companies or ventures operating:

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

## Group structure

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

### Group Holding Company

Enel Investment Holding B.V.

### Group subsidiaries

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-Marcinelle Energie SA - <i>Belgium</i>	100%
-Enel France Sas - <i>France</i>	100%
-Enelco SA - <i>Greece</i>	75%
-Enel Romania Srl - <i>Romania</i>	100%
-Enel Servicii Comune S.A. - <i>Romania</i>	100%
-Enel Productie Srl - <i>Romania</i>	100%
-Enel Distributie Muntenia S.A.- <i>Romania</i>	64,4%
-Enel Energie Muntenia S.A.- <i>Romania</i>	64,4%
-Enel Energie S.A. - <i>Romania</i>	51%
-Enel Distributie Dobrogea S.A.- <i>Romania</i>	51%
-Enel Distributie Banat S.A.- <i>Romania</i>	51%
-Enel Gas Rus Llc - <i>Russia</i>	100%
-Enel OGK-5 OJSC (*) - <i>Russia</i>	56,4%
-Enel Albania Shpk – <i>Albania</i>	100%

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(\*) Shares are listed on the Russian Stock Exchange

## Significant events in the first half of 2014

### **Artic Russia B.V. Sale, adjustment of the purchase price**

Following the announcement made by ENI SpA to the market on 15 January 2014 about the sale of the 60% stake in Artic Russia BV owned by Eni International BV to Russian company Yamal Development LLC, the Company sent to LLC OGC Itera the request for an adjustment of the purchase price of the sale of its 40% stake in Artic Russia BV for about USD 111,5 million (EUR 81 million) as a consequence of the agreements entered into by LLC OGC Itera and the Company before the completion of the transaction. The amount has been collected on 10 July 2014.

### **BEG litigation**

BEG, an Albanian renewable energy company initiated an arbitration proceeding against Enel S.p.A. and Enelpower S.p.A. concerning the construction of a hydroelectric power station in Albania.

This litigation is being conducted on two fronts, one in Italy, the other in Albania. In Italy, with its ruling of 20 October 2010, the Supreme Court upheld the decision of the Rome Court of Appeal of 7 April 2009, which rejected BEG's appeal of the unfavorable arbitration ruling of 6 December 2002.

In Albania, with a ruling of 7 March 2011, the Albanian Supreme Court denied the appeal lodged by Enel S.p.A. and Enelpower S.p.A. against the ruling of the Albanian Court of Appeal, which on 28 April 2010 had upheld the decision of the Court of Tirana awarding Albania BEG Ambient (a subsidiary of BEG) tortious damages of about EUR 25 million for 2004 as well as an unspecified amount of tortious damages for subsequent years. In a letter of 26 April 2011, Albania BEG Ambient, referring to the above ruling of the Albanian court, requested payment of more than EUR 430 million.

In June 2014, Albania BEG Ambient Shpk, announced that it had filed suit with the courts in The Netherlands to render the ruling of the Albanian court enforceable in that country. Pending the proceedings, Albania BEG Ambient Shpk obtained a preliminary injunction from the Court in The Hague freezing up to EUR 440 million held with the Company and the establishment of a lien on the shares of the Company. Enel S.p.A. and Enelpower S.p.A. challenged that ruling and on 1 July 2014, the Dutch court, in granting the petition of Enel S.p.A. and Enelpower S.p.A., provisionally determined the value of the suit at amount EUR 25 million and, pending the exequatur proceeding, ordered the removal of the preliminary injunction subject to the issue of a bank guarantee (to be enforced only in the case of a final decision recognizing the enforceability of the Albanian ruling) in the amount of EUR 25 million by Enel S.p.A. and Enelpower S.p.A..

On 3 July 2014 Albania BEG Ambient Shpk sought to obtain a new injunction but the court denied the request and scheduled a hearing of the parties. To date, Albania BEG Ambient Shpk has not initiated proceedings on the substance of its claims.

# 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" plus "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.

*Net assets held for sale*: calculated as the algebraic sum of "Assets held for sale" and "Liabilities held for sale".

## **Main changes in the scope of consolidation**

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

### **2014**

- On 3 June 2014, the process of liquidation of the company Pragma Energy SA was completed with a final liquidation installment equal to EUR 4 million.
- At 30 June 2014, the assets and liabilities of Marcinelle Energie have been reclassified in its corresponding previous accounts, following the loss of the requirement as a result of the substantial interruption of the negotiations.

### **2013**

- There were no changes in the scope of consolidation to be set forth.



## Group performance on income statement

Millions of euro	1 <sup>st</sup> Half		
	2014	2013	Change
Total revenues	1.487	1.684	(197)
Total costs	1.086	1.446	(360)
<b>Gross operating income</b>	<b>401</b>	<b>238</b>	<b>163</b>
Depreciation, amortization and impairment losses	116	190	(74)
<b>Operating Income</b>	<b>285</b>	<b>48</b>	<b>237</b>
Financial Income	118	102	16
Financial expense	(116)	(109)	(7)
<b>Total Financial Income/(Expense)</b>	<b>2</b>	<b>(7)</b>	<b>9</b>
<b>Share of gains/(losses) on investments accounted for using the equity method</b>	<b>31</b>	<b>43</b>	<b>(12)</b>
<b>Profit/(Loss) before taxes</b>	<b>318</b>	<b>84</b>	<b>234</b>
Income Taxes	40	39	1
<b>Net Profit (Group and minority interests)</b>	<b>278</b>	<b>45</b>	<b>233</b>
Minority interests	62	52	10
<b>Group Net profit</b>	<b>216</b>	<b>(7)</b>	<b>223</b>

**Revenues** dropped to EUR 1.487 million from EUR 1.684 million reported in the first half of 2013. The decrease (EUR 197 million) was essentially related to the following factors:

- a decrease of EUR 272 million in revenues from the sale of electricity, of which EUR 160 million pertaining to Enel France due to the exit from the Flamanville 3 project (resulting in lower anticipated capacities sourcing), Enel OGG5 (EUR 49 million) due to the negative exchange rate differences partially offset by higher fuel prices experienced and Enel Energie SA (EUR 28 million) and Enel Energie Muntenia (EUR 35 million) following the tariff decrease;
- the capital gain on net assets disposal (EUR 81 million) related to the adjustment of the purchase price of the sale of the 40% stake in Artic Russia B.V.

**Costs** in the 1st half of 2014 amounted to EUR 1.086 million, down EUR 360 million over the corresponding period of 2013. The change is primarily attributable to:

- lower costs for raw materials and consumables (EUR 211 million) due to lower energy purchased by Enel France (EUR 157 million) and to the Romanian companies Enel Energie Muntenia and Enel Energie (EUR 43 million) following the decrease of the distribution tariff and sourcing prices;
- the decrease of the "other operating expenses" (EUR 128 million), mainly as a result of the provision for litigation (EUR 125 million) accounted by Enel Investment Holding B.V. in the first-half 2013.

The **Gross Operating Income** rose to EUR 401 million from EUR 238 million. This change (EUR 163 million) is mainly attributable to the following factors:

- lower margins performed by Enel OGK-5 (EUR 18 million), caused by the negative exchange differences, partially offset by higher fuel prices experienced, and by Romanian distribution companies (EUR 16 million), due to lower tariff and volumes of energy;
- an increase of EUR 206 million in Enel Investment Holding BV mainly due to the adjustment of the purchase price of the sale of Artic Russia B.V. (EUR 81 million) and the set up of the provision for litigation (EUR 125 million) recorded in the first-half 2013;

**Depreciation, amortization and impairment losses** dropped by EUR 74 million to EUR 116 million. The decrease is attributable to the effect of the following events:

- lower impairment losses of trade receivables (EUR 44 million), mainly due to the write-off of the trade receivables performed by Enel OGK-5 (EUR 27 million) in the first half of 2013;
- lower depreciation and amortization respectively on tangible and intangible assets (EUR 14 million);
- the impairment recorded on Marcinelle Energie net assets classified "held for sale" (EUR 16 million) at the end of June 2013.

**Net financial income** totaled EUR 2 million, an increase of EUR 9 million over the first half of 2013, mainly as a result of positive effect of the lower interest expense on bonds in Enel OGK-5 (EUR 5 million) and lower interest expense on other loans in Enel Investment Holding B.V. (EUR 4 million), due to the repayment of the short term revolving facility with Enel Finance International N.V. in November 2013.

**The share of gains/(losses) on investments accounted for using the equity method** showed a positive EUR 31 million, down EUR 12 million over 2013. The fall mainly reflects lower performances of Rusenergosbyt LLC (EUR 12 million) in the first half of 2013.

**Income taxes** totaled EUR 40 million as of 30 June 2014, with no significant change reported.

## Analysis of the Group financial position

Millions of euro

	30 June 2014	31 Dec. 2013	Change
<b>Net non- current assets:</b>			
Property, plant and equipment and intangible assets	4.338	4.374	(36)
Goodwill	902	922	(20)
Equity investments accounted for using the equity method	163	168	(5)
Other net non- current assets/(liabilities)	18	22	(4)
<b>Total</b>	<b>5.421</b>	<b>5.486</b>	<b>(65)</b>
<b>Net current assets:</b>			
Trade receivables	317	406	(89)
Inventories	88	88	-
Other net current assets/(liabilities)	(1.009)	(891)	(117)
Trade payables	(286)	(430)	144
<b>Total</b>	<b>(890)</b>	<b>(827)</b>	<b>(62)</b>
<b>Gross capital employed</b>	<b>4.531</b>	<b>4.659</b>	<b>(127)</b>
<b>Provisions:</b>			
Post-employment and other employee benefits	(112)	(109)	(3)
Provisions for risks and charges	(144)	(155)	11
Net deferred taxes	(383)	(382)	(1)
<b>Total</b>	<b>(639)</b>	<b>(646)</b>	<b>7</b>
<b>Net assets held for sale</b>	<b>-</b>	<b>18</b>	<b>(18)</b>
<b>Net Capital Employed</b>	<b>3.892</b>	<b>4.031</b>	<b>(139)</b>
<b>Total Shareholders' Equity</b>	<b>5.786</b>	<b>5.586</b>	<b>200</b>
<b>Net Financial Debt</b>	<b>(1.894)</b>	<b>(1.555)</b>	<b>(339)</b>

**Property, plant and equipment and intangible assets** totaled EUR 4.338 million, down EUR 36 million on 31 December 2013. This variation is primarily the result of the depreciation and amortization during the reporting period (EUR 122 million), the negative exchange rate effects (EUR 34 million), the ordinary disposal for EUR 12 million partially offset by the capital expenditure carried out over the period (EUR 130 million).

**Goodwill** amounted to EUR 902 million, down EUR 20 million over 2013 year ended with the decrease essentially due to the result of negative exchange rate differences regarding Enel OGK5 goodwill (EUR 24 million), partially offset by the increase of Enel Distributie Muntenia and Enel Energie Muntenia goodwill (EUR 4 million).

**Equity investments accounted for using the equity method** amounted to EUR 163 million, down EUR 5 million over 2013 year ended. The decrease is primarily connected to the exchange rate differences (EUR 17 million) along with the dividends paid by the associated company Res Holding B.V. to the Company (EUR 19 million) net of the share of income from associated companies (EUR 31 million) .

**Net current assets** came to a negative EUR 890 million, a decrease of EUR 62 million compared to 31 December 2013 mainly due to the decrease of the trade receivables of Enel OGK-5 (EUR 23 million) and Romanian supply companies (EUR 65 million), the increase of

other current liabilities of Enel Investment Holding BV as a consequence of a payable related to a forex transaction with Enel Finance International NV (EUR 81 million) not yet paid as of 30 June 2014, partially offset by the lower trade payables of Enel OGK-5 (EUR 98 million) and Romanian companies (EUR 26 million).

**Provisions** amounted to EUR 639 million, down EUR 7 million compared to 2013 year ended with the change mainly due to the decrease of the extra-margin provision of the Romanian companies Enel Energie and Enel Energie Muntenia (EUR 7 million).

**Net capital employed** came to EUR 3.892 million at 30 June 2014, down EUR 139 million over 31 December 2013; it is funded by shareholders' equity attributable to the Group and non-controlling interests in the amount of EUR 5.786 million and by net financial debt totalling EUR -1.894 million. The debt-to-equity ratio at 30 June 2014 came to -33% (as of 31 December 2013 -28%).

## Analysis of the financial structure

Millions of euro

	30 June 2014	31 Dec. 2013	Change
<b>Long Term Debt:</b>			
Bank loans	433	453	(20)
Bonds	298	298	-
Other loans from third parties	1	1	-
Other loans from Enel Group Companies	216	22	194
<i>Long-term debt</i>	<i>948</i>	<i>774</i>	<i>174</i>
Long-term financial receivables and securities	(2)	(2)	-
Other m/l term financial receivables from Enel Group companies	(560)	(323)	(237)
<b>Net long-term debt</b>	<b>388</b>	<b>449</b>	<b>(61)</b>
<b>Short Term Debt:</b>			
Short-term portion of long term bank debt	53	53	-
<i>Short-term bank debt</i>	<i>53</i>	<i>53</i>	<i>-</i>
Bonds (short-term portion)	-	110	(110)
Intercompany current account - Enel SpA	-	-	-
Other short-term loans from Enel Group companies	-	-	-
<i>Other short-term debt</i>	<i>-</i>	<i>110</i>	<i>(110)</i>
Long term financial receivables (short-term portion)	(3)	(3)	-
Short-term financial receivables	(82)	(8)	(74)
Short-term financial receivables from Enel SpA	(90)	(10)	(80)
Short-term financial receivables from Enel Group companies	(640)	(1.120)	480
Cash and cash equivalents	(1.520)	(1.026)	(494)
<i>Cash and cash equivalents and short-term financial receivables</i>	<i>(2.335)</i>	<i>(2.167)</i>	<i>(168)</i>
<b>Net short-term debt</b>	<b>(2.282)</b>	<b>(2.004)</b>	<b>(278)</b>
<b>Net financial debt</b>	<b>(1.894)</b>	<b>(1.555)</b>	<b>(339)</b>
<b>Net financial debt of "Assets held for sale"</b>	<b>-</b>	<b>173</b>	<b>(173)</b>

Net financial debt was equal to EUR -1.894 million at 30 June 2014, a EUR 339 million decrease over 31 December 2013. This drop mainly reflects the net effect of the reclassification of Marcinelle Energie from assets held for sale (EUR 42 million), the repayment of commercial papers of Enel OGK-5 (EUR 110 million), the increase of the intercompany current account held with Enel S.p.A. (EUR 80 million) and capital gain related to the adjustment of the purchase price of the sale of the 40% stake in Artic Russia B.V. (EUR 81 million).

## Cash flows

Millions of euro	1st Half	
	2014	2013
<b>Cash and cash equivalents at the beginning of the period (1)</b>	<b>1.026</b>	<b>765</b>
Cash flows from operating activities (a)	346	190
Cash flows from investing/disinvesting activities (b)	(128)	(116)
Cash flows from financing activities (c)	356	(1)
Impact of exchange rate fluctuations on cash and cash equivalents (d)	10	(7)
<b>Increase/(Decrease) in cash and cash equivalents (a+b+c+d)</b>	<b>584</b>	<b>66</b>
<b>Cash and cash equivalents at the end of the period (1)</b>	<b>1.610</b>	<b>831</b>

<sup>(1)</sup> including intercompany current account held with Enel S.p.A.

**Cash flows from operating activities** in the 1<sup>st</sup> half of 2014 were positive at EUR 346 million, with a increase of EUR 256 million mainly due to the increase of the gross operating margin.

**Cash flows from investing/disinvesting activities** absorbed liquidity in the amount of EUR 128 million mainly due to the investments in property, plant and equipment of the period (EUR 128 million).

**Cash flow from financing activities** amounted to EUR 356 million. The change is mainly due to the reclassification of the Short Term deposits between the Company and Enel Finance International N.V. (EUR 465 million) into cash and cash equivalents, partially offset by the repayment of the commercial papers in Enel OGK-5 (EUR 104 million).

# Main risks and uncertainties

## Business risks

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 integration along the value chain, with a greater drive for technological innovation, diversification and geographical expansion. More specifically, the initiatives taken have increased the customer base in the free market, with the aim of integrating downstream into final markets, optimizing the generation mix, improving the competitiveness of plants through cost leadership, seeking out new high-potential markets and developing renewable energy resources with appropriate investment plans in a variety of countries.

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

In order to limit the risk of interruptions in fuel supplies, the Group has 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 plans to maintain its largest exposures on the basis of information supplied by independent providers and internal rating models.

This process makes it possible to set exposure limits for each counterparty, the appropriate guarantees required for exposures exceeding such limits and periodic monitoring of the exposures.

For certain segments of its customer portfolio, the Group also enters into insurance contracts with leading credit insurance companies.

## Liquidity risk

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. Furthermore, the excess of liquidity has been managed entering into four short term deposits with Enel Finance International NV for a total amount of EUR 1.055 million

The repayment of bonds issued by the Company is guaranteed by Enel S.p.A. therefore there has no impact on the Group liquidity risk.

## Exchange rate and interest rate risk

Enel Investment Holding B.V. and its subsidiaries are exposed to exchange rate risk associated with cash flows related to 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 relates to the Russian ruble and Romanian leu. During the year, management of exchange rate risk was pursued through compliance with Enel Group's risk management policies, with no difficulties encountered 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.

With regard to both exchange rate risk and interest rate risk, all financial derivatives entered into by the Group are intended for hedging and not for trading purposes.

## Other risks

Breakdowns or accidents that temporarily interrupt operations at the Group's plants represent an additional risk associated with the Group's business. In order to 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 during the production and distribution of electricity.



## Outlook

The Company will continue to hold the majority of the foreign subsidiaries of the Enel Group (excluding Endesa, Slovenske Elektrarne and the Renewable energy companies) operating in the traditional power sources field. It will also continue to support Enel Group in its presence in the international market.

The Group will focus on the further consolidation and integration of its various parts, with the aim to create 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 considerably affected by the international expansion policy pursued in recent years, will continue.

## Research and Development

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

## Personnel

As of 30 June 2014, the Group employed 6.393 people (6.609 at 31 December 2013).

Changes in the total number of employees with respect to 31 December 2013 are below summarized:

<b>Employees at 31 December 2013</b>	<b>6.609</b>
Changes in the scope of consolidation	-
Hirings	133
Terminations	(349)
<b>Employees at 30 June 2014</b>	<b>6.393</b>

The Company employed seven directors and eight staff members.

## 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 condensed interim financial statements at 30 June 2014 in combination with the annual report as at 31 December 2013 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 condensed interim financial statements gives a true and fair view of the anticipated state of affairs, in particular providing information about the investments and the circumstances on which the development of turnover and profitability depend to the extent that providing this information is not contrary to the Company's best interest;
3. the Directors' report describes the principal risks the issuer is facing.

These condensed interim financial statements are in compliance with the Transparency Directive and they are drawn up according to the requirements of IAS 34 with no external audit activity performed on the Group half-year financial statements.

The above mentioned Transparency Directive Implementation Act (Transparency Directive) was enacted in the Netherlands in 2008 coming into force as from 1 January 2009. This law intends to achieve a certain level of transparency and disclosure of information that is conducive to investors' protection and to an efficient functioning of the market. The scope of this Act is limited to those issuers of securities that have been admitted to trading on a regulated market in a member state of either the European Union or European Economic Area and have the Netherlands as their "home member state".

The Group main obligations can be summarized as follows:

- filing electronically with the AFM (Autoriteit Financiële Markten) in the Netherlands its adopted financial statements within 5 days after their adoption;
- making generally available to the public its half-year financial report via posting it on the official Enel website within 2 months after the end of the first six months of the financial year (29 August 2014);
- making generally available to the public its half-year financial report by issuing an information notice on a financial newspaper or on a financial system at European level within 2 months after the end of the first six month of the financial year (29 August 2014).

Amsterdam, 28 July 2014

The Board of Directors:

A. Canta

C. Palasciano

M. Salemme

H. Marseille

F. Mauritz

A.J.M. Nieuwenhuizen

E. Di Giacomo



**Enel Investment Holding B.V.**

**Consolidated condensed interim financial  
statements**

**Prepared in accordance with the  
International Financial Reporting Standards  
as adopted by the European Union  
for the period ended 30 June 2014**

# Enel Investment Holding B.V. consolidated income statement for the period ended 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	1 <sup>st</sup> Half	
	2014	2013
<b>Revenues</b>		
Revenues from sales and services	5	1.381
Other revenues	5	106
	<i>[Subtotal]</i>	<b>1.487</b>
<b>Costs</b>		
Raw materials and consumables	6	818
Services	6	134
Personnel	6	82
Depreciation, amortization and impairment losses	6	116
Other operating expenses	6	65
Capitalized costs	6	(13)
	<i>[Subtotal]</i>	<b>1.202</b>
<b>Operating Income</b>	<b>285</b>	<b>48</b>
Financial Income	7	118
Financial expense	7	(116)
Share of gains/(losses) on investments accounted for using the equity method	8	31
	<i>[Subtotal]</i>	36
<b>Income/(Loss) before taxes</b>	<b>318</b>	<b>84</b>
Income Taxes	9	40
<b>Net income for the half- year (shareholders of the parent company and minority interests)</b>	<b>278</b>	<b>45</b>
Attributable to non- controlling interests	62	52
Attributable to shareholders of the Parent Company	216	(7)

The Notes on pages 27 to 51 are an integral part of these Consolidated Financial Statements

# Enel Investment Holding B.V. consolidated statement of other comprehensive income for the period ended 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	1st Half	
	2014	2013
<b>Net income/(loss) for the period</b>	<b>278</b>	<b>45</b>
<b>Other comprehensive income recyclable to profit or loss:</b>		
Effective portion of change in the fair value of cash flow hedges	-	2
Share of income recognized in equity by companies accounted for using equity method	(17)	(17)
Change in the fair value of financial investments available for sale	(19)	(30)
Exchange rate differences	(42)	(219)
<b>Income/ (loss) recognized directly in equity</b>	<b>(78)</b>	<b>(264)</b>
Re- measurement gains/(losses) on defined benefit plans	-	-
<b>Comprehensive income for the period</b>	<b>200</b>	<b>(219)</b>
<b>Attributable to:</b>		
- shareholders of the Parent Company	164	(210)
- minority interests	36	(9)

The Notes on pages 27 to 51 are an integral part of these Consolidated Financial Statements

# Enel Investment Holding B.V. consolidated statement of financial position as at 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	Notes	30 June 2014	31 Dec. 2013
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	10	4.079	4.113
Intangible assets	10	1.161	1.183
Deferred tax assets		73	63
Equity investments accounted for using the equity method	10	163	168
Equity investments in other companies		155	175
Non-current financial assets		562	327
Other non-current financial assets		2	3
	(Total)	<b>6.195</b>	<b>6.032</b>
<b>Current assets</b>			
Inventories	11	88	88
Trade receivables	11	317	406
Tax receivables		-	3
Current financial assets	11	848	1.165
Other current assets		44	40
Cash and cash equivalents	11	1.520	1.021
	(Total)	<b>2.817</b>	<b>2.723</b>
<b>Assets held for sale</b>	12	-	<b>239</b>
<b>TOTAL ASSETS</b>		<b>9.012</b>	<b>8.994</b>

The Notes on pages 27 to 51 are an integral part of these Consolidated Financial Statements

# Enel Investment Holding B.V. consolidated statement of financial position as at 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	Notes	30 June 2014	31 Dec. 2013
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
<b>Equity attributable to the shareholders of the Parent Company</b>	<b>13</b>		
Share capital		1.593	1.593
Other reserves		1.855	1.907
Retained earnings		654	304
Net income for the period		216	350
	<i>(Total)</i>	<b>4.318</b>	<b>4.154</b>
Equity attributable to minority interests		1.468	1.432
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<b>5.786</b>	<b>5.586</b>
<b>Non-current liabilities</b>			
Long-term loans	14	948	774
Post-employment and other employee benefits	14	112	109
Provisions for risks and charges	14	113	112
Deferred tax liabilities	14	456	445
Non-current financial liabilities	14	-	2
Other non-current liabilities	14	139	155
	<i>(Total)</i>	<b>1.768</b>	<b>1.597</b>
<b>Current liabilities</b>			
Short-term loans		-	-
Current portion of long-term loans	14	54	163
Current portion of provisions for risks and charges	14	31	43
Trade payables	15	286	430
Current financial liabilities	15	20	8
Other current liabilities	15	1.053	940
Income tax payable	15	14	5
	<i>(Total)</i>	<b>1.458</b>	<b>1.589</b>
<b>Liabilities held for sale</b>	16	-	222
<b>TOTAL LIABILITIES</b>		<b>3.226</b>	<b>3.408</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>9.012</b>	<b>8.994</b>

The Notes on pages 27 to 51 are an integral part of these Consolidated Financial Statements



# Enel Investment Holding B.V. consolidated statement of cash flow for the period ended 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	1st Half	
	2014	2013
<b>Cash and cash equivalents at the beginning of the period (1)</b>	<b>1.026</b>	<b>765</b>
Cash flows from operating activities (a)	346	190
Cash flows from investing/disinvesting activities (b)	(128)	(116)
Cash flows from financing activities (c)	356	(1)
Impact of exchange rate fluctuations on cash and cash equivalents (d)	10	(7)
<b>Increase/(Decrease) in cash and cash equivalents (a+b+c+d)</b>	<b>584</b>	<b>66</b>
<b>Cash and cash equivalents at the end of the period (1)</b>	<b>1.610</b>	<b>831</b>

<sup>(1)</sup> including intercompany current account held with Enel S.p.A.

The Notes on pages 27 to 51 are an integral part of these Consolidated Financial Statements

# Enel Investment Holding B.V. consolidated statement of changes in shareholders' equity as at 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union (before profit appropriation)

Millions of euro	Share capital	Share premium reserve	FV and sundry reserves	Currency translation reserve	OCI equity method reserve	Reserve for employee benefits	Retained earnings	Net income for the period	Group Net Equity	Minority Interests	Total shareholders' equity
<b>Balance at 1 January 2013</b>	<b>1.593</b>	<b>2.410</b>	<b>186</b>	<b>(295)</b>	<b>(50)</b>	<b>-</b>	<b>215</b>	<b>93</b>	<b>4.152</b>	<b>1.477</b>	<b>5.629</b>
Effect of application of IAS 19 Revised	-	-	-	-	-	(13)	-	(4)	(17)	(12)	(29)
<b>at 1 January 2013 restated</b>	<b>1.593</b>	<b>2.410</b>	<b>186</b>	<b>(295)</b>	<b>(50)</b>	<b>(13)</b>	<b>215</b>	<b>89</b>	<b>4.135</b>	<b>1.465</b>	<b>5.600</b>
Profit appropriation	-	-	-	-	-	-	89	(89)	-	-	-
Net income/(loss) for the period recognized in equity	-	-	(28)	(158)	(17)	-	-	-	(203)	(61)	(264)
Net income/(loss) for the period	-	-	-	-	-	-	-	(7)	(7)	52	45
<i>2013 movements</i>	-	-	(28)	(158)	(17)	-	89	(96)	(210)	(9)	(219)
<b>at 30 June 2013</b>	<b>1.593</b>	<b>2.410</b>	<b>158</b>	<b>(453)</b>	<b>(67)</b>	<b>(13)</b>	<b>304</b>	<b>(7)</b>	<b>3.925</b>	<b>1.456</b>	<b>5.381</b>
<b>Balance at 1 January 2014</b>	<b>1.593</b>	<b>2.410</b>	<b>135</b>	<b>(590)</b>	<b>(20)</b>	<b>(28)</b>	<b>304</b>	<b>350</b>	<b>4.154</b>	<b>1.432</b>	<b>5.586</b>
Profit appropriation	-	-	-	-	-	-	350	(350)	-	-	-
Net income/(loss) for the period recognized in equity	-	-	(19)	(16)	(17)	-	-	-	(52)	(26)	(78)
Net income/(loss) for the period	-	-	-	-	-	-	-	216	216	62	278
<i>2014 movements</i>	-	-	(19)	(16)	(17)	-	350	(134)	164	36	200
<b>at 30 June 2014</b>	<b>1.593</b>	<b>2.410</b>	<b>116</b>	<b>(606)</b>	<b>(37)</b>	<b>(28)</b>	<b>654</b>	<b>216</b>	<b>4.318</b>	<b>1.468</b>	<b>5.786</b>

The Notes on pages 27 to 51 are an integral part of these Consolidated Financial Statements

# **Notes to the Enel Investment Holding B.V. consolidated financial statements for the period ended 30 June 2014**

## **1. Form and content of the condensed interim consolidated financial statements**

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

Therefore, since financial year 2007, Enel Investment Holding B.V. has been preparing 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 period ended at 30 June 2014 comprise the financial statements of the Company and its subsidiaries ("the Group") and the Group's interest in associates and jointly controlled entities. A list of the subsidiaries included in the scope of consolidation is reported in the annex.

### **Relationship with Parent Company and principal activities**

Enel Investment Holding B.V. (hereinafter: 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. Pursuant to article 5:25 of the Netherlands Act on Financial Supervision the Group's condensed interim financial statements will be generally available on the Enel website ([www.enel.com](http://www.enel.com)), on the AFM website ([www.afm.nl](http://www.afm.nl)) as well as at the Company statutory seat in Amsterdam.

Enel Investment Holding B.V., which has its registered office at Herengracht 471 in Amsterdam the Netherlands, was incorporated on 15 December 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:

- 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, information-technology industries and those of multimedia and interactive services industries;
- 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

On 27 February 2014 Enel S.p.A., the Parent company, issued a letter of support as of 31 December 2013 regarding the Company, guaranteeing its continuous financial support to meet the Company's liabilities.

## 2. Accounting policies and measurement criteria

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 been preparing 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 interim consolidated financial statements at 30 June 2014 have been prepared in a condensed form in conformity with the international accounting standard governing the preparation of interim financial reports (IAS 34) as adopted by the European Union and with the provisions of the Netherlands Civil Code, Book 2, Title 9.

The condensed interim consolidated financial statements consist of the consolidated financial position, the consolidated income statement, the consolidated statement of other comprehensive income for the period, the consolidated statement of changes in shareholder's equity, the consolidated statement of cash flows and the related notes.

The accounting policies as well as the recognition and measurement criteria adopted in preparing the interim consolidated financial statements at 30 June 2014 are consistent with those used for preparing the consolidated financial statements at 31 December 2013, to which the reader should refer to for more information.

These consolidated half-year financial statements may not include all the information required to be reported in the annual financial statements and must be read together with the financial statements for the period ended 31 December 2013.

In addition to the accounting standards adopted in the preparation of the financial statements at 31 December 2013, the following standards, amendments and interpretations are applicable retrospectively:

- "IFRS 10 - Consolidated financial statements", issued in May 2011; replaces "SIC 12 - Consolidation - Special purpose entities" and, for the part concerning consolidated financial statements, "IAS 27 - Consolidated and separate financial statements". Moreover, dealing only with separate financial statements, the title of IAS 27 was changed to "Separate financial statements". The standard introduces a new approach to determining whether an entity controls another entity (the essential condition for consolidating an investee), without modifying the consolidation procedures envisaged in the previous IAS 27. This approach must be applied to all investees, including special purpose entities, which are called "structured entities" in the new standard. While previous IAS 27 gave priority - where control does not derive from holding a majority of

actual or potential voting rights – to an assessment of the risks/benefits associated with the holding in the investee, IFRS 10 focuses the determination on three elements to be considered in each assessment: power over the investee; exposure to variable returns from the involvement in the investee; and the link between power and returns, i.e. the ability to use that decision-making power over the investee to affect the amount of returns. The accounting effects of a loss of control or a change in the ownership interest that does not result in a loss of control are unchanged with respect to the provisions of the previous IAS 27. The retrospective application did not have a significant impact on these condensed interim consolidated financial statements.

- “IAS 27 - Separate financial statements”, issued in May 2011. Together with the issue of IFRS 10 and IFRS 12, the previous IAS 27 was amended, with changes to its title and its content. All provisions concerning the preparation of consolidated financial statements were eliminated, while the other provisions were not modified. Following the amendment, the standard therefore only specifies the recognition and measurement criteria and the disclosure requirements for separate financial statements concerning subsidiaries, joint ventures and associates. The retrospective application did not have a significant impact on these condensed interim consolidated financial statements.
- “IFRS 11 - Joint arrangements”, issued in May 2011; replaces “IAS 31 – Interests in joint ventures” and “SIC 13 – Jointly controlled entities – non-monetary contributions by ventures”. Unlike IAS 31, which assessed joint arrangements on the basis of the contractual form adopted, IFRS 11 assesses them on the basis of how the related rights and obligations are attributed to the parties. In particular, the new standard identifies two types of joint arrangement: joint operation, where the parties to the arrangement have pro-rata rights to the assets and pro-rata obligations for the liabilities relating to the arrangement; joint venture, where the parties have rights to a share of the net assets or profit/loss of the arrangement. In the consolidated financial statements, accounting for an interest in a joint operation involves the recognition of the assets/liabilities and revenues/expenses related to the arrangement on the basis of the associated rights/obligations, without taking account of the interest held. Accounting for an interest in a joint venture involves the recognition of an investment accounted for using the equity method. Therefore, proportionate consolidation, allowed but not required under the previous IAS 31 for cases such as this in place of the equity method, is no longer permitted. The retrospective application did not have impact on these condensed interim consolidated financial statements.
- “IAS 28 - Investments in associates and joint ventures”, issued in May 2011. Together with the issue of IFRS 11 and IFRS 12, the previous IAS 28 was amended, with changes to its title and its content. In particular, the new standard, which also includes the provisions of “SIC 13 – Jointly controlled entities – non-monetary contributions by ventures”, describes the application of the equity method, which in consolidated financial statements is used to account for associates and joint ventures. The retrospective application of the new provisions did not have a significant impact on these condensed interim consolidated financial statements.
- “IFRS 12 - Disclosure of interests in other entities”, issued in May 2011; IFRS 12 brings together in a single standard the required disclosures concerning interests held in subsidiaries, joint operations and joint ventures, associates and structured entities. In

particular, the standard includes and replaces the disclosures required by the previous versions of IAS 27, IAS 28 and IAS 31 in order to ensure a more consistent and uniform disclosure; it also introduces new disclosures requirements concerning subsidiaries with significant non-controlling interests and individually material associates and joint ventures. The retrospective application did not have a significant impact on these condensed interim consolidated financial statements.

- “Amendments to IAS 32 - Financial instruments: Presentation - Offsetting financial assets and financial liabilities”, issued in December 2011. The new version of IAS 32 establishes that financial assets and financial liabilities shall be offset and the net amount reported in the balance sheet if, and only if, both of the following conditions are met:
  - a) the entity currently has a legally enforceable right to set off the recognised amounts; and
  - b) it intends either to settle them on a net basis, or to realise the financial asset and settle the financial liability simultaneously.

Amendments to IAS 32 clarify that, in order to meet the first requirement, the right to offset must not be contingent on a future event; and it has to be legally enforceable both in the normal course of business, and in case of default, insolvency or bankruptcy.

The intention to settle financial assets and financial liabilities on a net basis can be proved by the normal business practice, the requirements of the financial markets and other circumstances that may limit the ability to settle net or to settle simultaneously. The amendments to IAS 32 clarifies that a gross settlement mechanism may be likened to net settlement or to simultaneously settling only if the gross settlement mechanism has features that eliminate or result in insignificant credit and liquidity risk and it processes receivables and payables in a single settlement process or cycle. The retrospective application did not have a significant impact on these condensed interim consolidated financial statements.

- “Amendments to IFRS 10, IFRS 11 and IFRS 12 - Transition guidance”, issued in June 2012. The amendments are intended to clarify some issues concerning the first-time adoption of IFRS 10, IFRS 11 and IFRS 12. In particular, IFRS 10 was amended to clarify that the date of initial application of the standard shall mean “the beginning of the annual reporting period in which IFRS 10 is applied for the first time” (i.e. January 1, 2013). In addition, the amendments limited the comparative disclosures to be provided in the first year of application. IFRS 11 and IFRS 12 were amended analogously, limiting the effects, both in terms of restatement of financial data and of disclosures, of initial application of IFRS 11. The retrospective application did not have a significant impact on these condensed interim consolidated financial statements.
- “Amendments to IFRS 10, IFRS 12 and IAS 27 - Investment entities”, issued in October 2012. The amendments introduce an exception to the requirement under IFRS 10 to consolidate all subsidiaries if the parent qualifies as an “investment entity”. More specifically, investment entities, as defined in the amendments, shall not consolidate their subsidiaries unless the latter provide services associated with the investment activities of the parent. Non-consolidated subsidiaries shall be measured in conformity with IFRS 9 or IAS 39. The parent of an investment entity shall, however, consolidate all of its subsidiaries (including those held through the investment entity) unless it is also qualified

as an investment entity. The retrospective application of the provisions did not have a significant impact on these condensed interim consolidated financial statements.

- “Amendments to IAS 36 - Recoverable amount disclosures for non-financial assets”, issued in May 2013. The amendments to IAS 36 as a consequence of the provisions of IFRS 13 did not reflect the intentions of the IASB concerning the disclosures concerning the recoverable amount of impaired assets. Consequently, the IASB amended the standard further, eliminating the disclosure requirements originally introduced by IFRS 13 and requiring specific disclosures concerning the measurement of fair value in cases in which the recoverable amount of impaired assets is calculated on the basis of fair value less costs of disposal. The amendments also require disclosures on the recoverable amount of assets or cash generating units for which an impairment loss has been recognized or reversed during the period. The retrospective application of the measure did not have impact on these condensed interim consolidated financial statements.
- “Amendments to IAS 39 - Novation of derivatives and continuation of hedge accounting”, issued in June 2013. The amendments are intended to allow entities, under certain conditions, to continue hedge accounting in the case of novation of the hedging instrument with a central counterparty as a result of the introduction of a new law or regulation. The retrospective application of the measure did not have impact on these condensed interim consolidated financial statements.

### 3. Financial risk management

The Group is exposed to a variety of risks arising from its operating and financial activities which can be summarized as follows:

- credit risk
- liquidity risk
- market risk

This section presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing these risks as well as the Group's management of capital. Further quantitative disclosures are also included throughout these financial statements. The Board of Directors has overall responsibility for the establishment of the Company's risk management framework and it is also responsible for developing and monitoring the Company's risk management policies.

The Group risk management policies are put in place in order to identify and analyze the risk faced by each company to set appropriate risk limits and control, and to monitor risks and adherence to limits. Both risk management policies and systems are regularly reviewed to reflect changes in market conditions and the Company's activities. Through its training and management standards and procedures, the Company aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

#### Credit risk

Credit risk is the risk of potential losses which might arise from counterparties of financial instruments or counterparties of non financial contracts in case of they fail in meeting their obligations toward the Group.

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.

As part of activities related to the sale and distribution of electricity to eligible customers, the Group grants trade credit to external counterparties which are carefully monitored through the assessment of the related credit risk, the pledge of suitable guarantees and/or security deposits to ensure adequate protection from default 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.

#### Liquidity Risk

Liquidity risk is managed by Enel Group Treasury unit at Enel SpA, which ensures adequate coverage of cash needs (through intercompany credit lines, issues of medium and long term bonds and commercial paper) and appropriate management of any excess liquidity. Furthermore, the excess of liquidity has been managed entering into four short term deposits with Enel Finance International NV for a total amount of EUR 1.055 million



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

## **Market risk**

Market risk is the risk that the fair value or cash flows of a financial instrument will fluctuate due to changes in market prices. Market risk reflects interest rate risk, currency risk and other price risks.

The Group is exposed to interest rate risk, mainly due to long term floating rate assets and liabilities and to exchange rates risk, due to foreign currency denominated assets and liabilities, commitments or forecasted transactions.

The Group, in order to hedge these exposures thus reducing the volatility of economic results, in compliance with financial risk policy defined at Group level, employs financial derivative instruments, generally over the counter transactions. The transactions compliant with IAS 39 requirements can be designated as cash flow hedge, otherwise are classified as trading.

The fair value of a financial derivative is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants in the market in which the reporting entity transacts. The fair value of quoted instruments is the market price as of the end of the accounting period. The fair value of over the counter (OTC) instruments is calculated with standard pricing models for each instrument typology. The expected future cash flows are discounted with market interest rate curves, while foreign currency amounts are converted to Euro using the European Central Bank exchange rates as of the end of the accounting period. No changes occurs in evaluation criteria over the year.

The notional amount of financial derivatives is the nominal on which payments are calculated. Foreign currency amounts are converted to Euro at European Central Bank exchange rates as of the end of the accounting period.

## **Interest rate risk**

Interest rate risk is the risk borne by an interest-bearing asset, such as a loan or a bond, due to variability of interest rates. The optimal debt structure results from the trade off between reducing the interest rate exposure and minimizing the average cost of debt.

In order to mitigate the exposure to interest rates fluctuation the Group employs interest rate derivatives such as interest rate swaps, collars and cross currency interest swaps.

Through an interest rate swap, the Group agrees with a counterparty to exchange, with a specified periodicity, floating rate interest flows versus fixed rate interest flows, both calculated on a reference notional amount. In order to ensure effectiveness, all the contracts have notional amount, periodicity and expiry date matching the underlying financial liability and its expected future cash flows.

However at 30 June 2014, excluding financial debt towards related parties amounting to EUR 215 million, only a 28% share of medium-long term debt was set at floating rates. Taking

into account interests rate derivatives designated as cash flow hedge considered effective pursuant to the IFRS-EU, 16% of such debt was exposed to interest rate risk.

### **Exchange rate risk**

Exchange rate risk is mainly generated by 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 concerning investments in foreign currency, dividends from unconsolidated foreign associates or the purchase or sale of equity investments.

Exchange rate risk is a type of risk that arises from the change in price of one currency against another. Enel Investment Holding BV exposure to such risk is mainly due to foreign currency denominated flows, originated by financial liabilities.

In order to reduce the exchange rate risk on these exposures, the Group 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.

At 30 June 2014, 46% of medium-long term debt was denominated in currencies other than the functional currency of the respective countries entered into by individual subsidiaries. Taking into account the hedging performed via foreign exchange derivatives, 2,7% of such debt was still exposed to exchange rate risk.

As regards the potential impact on equity of a change in foreign exchange rates assuming a 10% appreciation of Euro against Russian ruble, all other variables being equal, equity would have been about EUR 11 million higher as a result of the increase of the fair value of Cash Flow Hedge derivatives. Conversely, assuming a 10% depreciation of Euro against Russian ruble, all other variables being equal, equity would have been about EUR 13 million lower as a result of the decrease of the fair value of Cash Flow Hedge derivatives.

### **Capital management**

The board policy of the Group is to maintain a strong capital base so as to maintain creditor and market confidence and for sustaining the future development of the business. The Board of Directors monitors the return on capital, which the Group defines as total shareholders' equity and the level of dividends to ordinary shareholders. The board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

There were no changes in the Group's approach to capital management during the reporting period. Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

## 4. Segment information

The chief geographical areas of operation for Enel Investment Holding B.V. Group are:

- **Central Europe**, where the Group is active in electricity sales in France (Enel France) and the development of thermal power plants and support activities in Belgium (Marcinelle Energie).
- **South-Eastern Europe**, with the development of generation capacity (Enel Productie) and electricity distribution, sale and support activities in Romania (Enel Distributie Banat, Enel Distributie Dobrogea, Enel Energie, Enel Distributie Muntenia, Enel Energie Muntenia, Enel Romania and Enel Servicii Comune), and the development of thermoelectric and photovoltaic power plants in Greece (Enelco);
- **Russia**, with power generation and sales (Enel OGK-5);
- **Others**, with Enel Investment Holding B.V. as Group holding company and support services in the Russian Federation (Enel Gas Rus).

### Performance in the 1st Half of 2014

Millions of euro	1 <sup>st</sup> Half		
	2014	2013	Change
Revenues	1.487	1.684	(197)
Gross operating margin	401	238	163
Operating income	285	48	237
Employees at period-end (no.)	6.393	6.954	(561)
Capital expenditure	130	114	16

The table below shows the Group performance by geographical area:

Result for 1 <sup>st</sup> Half 2014					
Millions of euro	Central Europe	South-eastern Europe	Russia	Others	Total
Revenues from third parties and Enel Group affiliates	128	509	768	82	1.487
Revenues from other segments	-	-	-	-	-
<b>Total revenues</b>	<b>128</b>	<b>509</b>	<b>768</b>	<b>82</b>	<b>1.487</b>
Net income/(charges) from commodity risk management	-	-	-	-	-
<b>Gross operating margin</b>	<b>(11)</b>	<b>145</b>	<b>186</b>	<b>81</b>	<b>401</b>
Depreciation, amortization and impairment losses	(1)	42	75	-	116
<b>Operating income</b>	<b>(10)</b>	<b>103</b>	<b>111</b>	<b>81</b>	<b>285</b>
<b>Capital expenditure</b>	<b>-</b>	<b>39</b>	<b>91</b>	<b>-</b>	<b>130</b>

**Result for 1<sup>st</sup> Half 2013**

Millions of euro	Central Europe	South-eastern Europe	Russia	Others	Total
Revenues from third parties and Enel Group affiliates	302	570	811	1	1.684
Revenues from other segments	-	-	-	-	-
<b>Total revenues</b>	<b>302</b>	<b>570</b>	<b>811</b>	<b>1</b>	<b>1.684</b>
Net income/(charges) from commodity risk management	-	-	-	-	-
<b>Gross operating margin</b>	<b>(2)</b>	<b>161</b>	<b>204</b>	<b>(125)</b>	<b>238</b>
Depreciation, amortization and impairment losses	1	58	115	16	190
<b>Operating income</b>	<b>(3)</b>	<b>103</b>	<b>89</b>	<b>(141)</b>	<b>48</b>
<b>Capital expenditure</b>	<b>-</b>	<b>48</b>	<b>66</b>	<b>-</b>	<b>114</b>

**Revenues** in the first half of 2014 totaled EUR 1.487 million, down EUR 197 million compared with EUR 1.684 million in the first half 2013. This performance was related to the following factors:

- a decrease of EUR 174 million in revenues in Central Europe, attributable to Enel France following the exit from the Flamanville 3 project;
- a decrease of EUR 43 million in revenues in Russia, attributable to Enel OGK-5 essentially due to the negative exchange rate differences, partially offset by the higher prices of electricity in Russia;
- a drop of EUR 61 million in revenues in south-eastern Europe mainly attributable to Romanian companies following the decrease of distribution tariff, green certificates revenues and tariff decrease;
- an increase of EUR 81 million in revenues essentially due to Enel Investment Holding, following the adjustment of the purchase price of the sale of the 40% stake in Artic Russia BV.

The **gross operating margin** amounted to EUR 401 million, an increase of EUR 163 million, essentially as a result of the following factors:

- a decrease of EUR 9 million in the gross operating margin in Central Europe, essentially related to Enel France due to lower energy margin;
- a increase of EUR 206 million in Enel Investment Holding BV mainly due to the adjustment of the purchase price of the sale of Artic Russia B.V. (EUR 81 million) and the set up of the provision for litigation (EUR 125 million) recorded in the first-half 2013;
- a decrease in the margin in south-eastern Europe (EUR 16 million) mainly due to the lower energy margin performed by Romanian distribution companies;
- a drop of EUR 18 million in the gross operating margin in Russia, as a result of the negative exchange rate differences, partially offset by the improvement of the energy margin.

**Operating income** in the first half of 2014 amounted to EUR 285 million, an increase of EUR 237 million over the same period of 2013, primarily because of higher gross operating margin (EUR 163 million), lower impairment losses of trade receivables (EUR 44 million), mainly due to the write-off of the trade receivables performed by Enel OGK-5 in the first-half 2013 (EUR 27 million), and the impairment recorded on Marcinelle Energie (EUR 16 million) in the first-half 2013.

**Capital expenditure** totaled EUR 130 million, up EUR 16 million from the previous year. This increase is attributable to Enel OGK-5 (EUR 25 million), due to the restoring of SGRES

CCGT gas turbine and a more active phase of projects on filters reconstruction and life extension, partially offset by the decrease of the capital expenditure of the Romanian companies (EUR 9 million).

## Performance in the 2<sup>nd</sup> Quarter

Millions of euro	2 <sup>nd</sup> Quarter		
	2014	2013	Change
Revenues	658	765	(107)
Gross operating margin	156	32	124
Operating income	92	(81)	173
Capital expenditure	47	65	(18)

The table below shows performance by geographical area:

### Result for 2<sup>nd</sup> Quarter 2014

Millions of euro	Central Europe	South-eastern Europe	Russia	Others	Total
Revenues from third parties and Enel Group affiliates	62	237	359	-	658
Revenues from other segments	-	-	-	-	-
<b>Total revenues</b>	<b>62</b>	<b>237</b>	<b>359</b>	<b>-</b>	<b>658</b>
Net income/(charges) from commodity risk management	-	-	-	-	-
<b>Gross operating margin</b>	<b>(8)</b>	<b>80</b>	<b>84</b>	<b>-</b>	<b>156</b>
Depreciation, amortization and impairment losses	(2)	27	39	-	64
<b>Operating income</b>	<b>(6)</b>	<b>53</b>	<b>45</b>	<b>-</b>	<b>92</b>
<b>Capital expenditure</b>	<b>-</b>	<b>23</b>	<b>24</b>	<b>-</b>	<b>47</b>

### Result for 2<sup>nd</sup> Quarter 2013

Millions of euro	Central Europe	South-eastern Europe	Russia	Others	Total
Revenues from third parties and Enel Group affiliates	139	259	367	-	765
Revenues from other segments	-	-	-	-	-
<b>Total revenues</b>	<b>139</b>	<b>259</b>	<b>367</b>	<b>-</b>	<b>765</b>
Net income/(charges) from commodity risk management	-	-	-	-	-
<b>Gross operating margin</b>	<b>(10)</b>	<b>84</b>	<b>83</b>	<b>(125)</b>	<b>32</b>
Depreciation, amortization and impairment losses	1	31	65	16	113
<b>Operating income</b>	<b>(11)</b>	<b>53</b>	<b>18</b>	<b>(141)</b>	<b>(81)</b>
<b>Capital expenditure</b>	<b>-</b>	<b>27</b>	<b>38</b>	<b>-</b>	<b>65</b>

**Revenues** in the second quarter of 2014 totaled EUR 658 million, down EUR 107 million with respect to the same period of the previous year. The performance was related to the following factors:

- a decrease of EUR 77 million in revenues in Central Europe, essentially due to an decrease in volumes sold in France due to the exit from the Flamanville 3 project;
- a decrease of EUR 8 million in revenues in Russia, attributable to Enel OGK-5 essentially due to the negative exchange rate differences, partially offset by the higher prices of electricity in Russia;

- an drop of EUR 22 million in revenues in south-eastern Europe as a result of the decrease of green certificates revenues and tariff decrease of the Romanian supply companies.

The **gross operating margin** amounted to EUR 156 million, an increase of EUR 124 million, essentially as a result of the following factors:

- an increase of EUR 2 million in the gross operating margin in Central Europe;
- an increase of EUR 125 million in Enel Investment Holding BV mainly due to the set up of the provision for litigation (EUR 125 million) recorded in the first-half 2013;
- a decrease in the margin in south-eastern Europe (EUR 4 million) mainly due to the lower margin performed by Romanian supply and distribution companies.

**Operating income** in the second quarter of 2014 amounted to EUR 92 million, an increase of EUR 173 million over the same period 2013, mainly due to the improvement of the gross operating margin (EUR 124 million), the write-off of the trade receivables performed by Enel OGK-5 (EUR 27 million) and the impairment recorded on Marcinelle Energie (EUR 16 million) in the first-half 2013.

**Capital expenditure** came to EUR 47 million, down EUR 18 million from the same period of 2013 because of the main part of the investments in Enel OGK5 were performed in the first quarter 2014 (EUR 14 million).

# Information on the consolidated income statement

## Revenues

### 5. Revenues - EUR 1.487 million

Millions of euro	1 <sup>st</sup> Half		
	2014	2013	Change
Revenues from the sale of electricity	1.301	1.573	(272)
Revenues from the transport of electricity	51	52	(1)
Capital Gain on net assets disposal	81	-	81
Other sales and services	54	59	(5)
<b>Total</b>	<b>1.487</b>	<b>1.684</b>	<b>(197)</b>

“Revenues from the sale of electricity” amounted to EUR 1.301 million, down EUR 272 million on the same period of 2013. The variation was mainly due to:

- (i) Enel France (EUR 160 million) following the exit from the Flamanville 3 project;
- (ii) Enel OGC-5 (EUR 49 million) due to the negative exchange rate differences, partially offset by the higher prices of electricity in Russia;
- (iii) Enel Energie (EUR 28 million) and Enel Energie Muntenia (EUR 35 million) following the tariff decrease.

“Capital Gain on net assets disposal” related to the adjustment of the purchase price of the sale of the 40% stake in Artic Russia B.V. (EUR 81 million).

## Costs

### 6. Costs – EUR 1.202 million

Millions of euro	1 <sup>st</sup> Half		
	2014	2013	Change
Raw materials and consumables	818	1.029	(211)
Services	134	148	(14)
Personnel	82	93	(11)
Depreciation, amortization and impairment losses	116	190	(74)
Other operating expenses	65	193	(128)
Capitalized costs	(13)	(17)	4
<b>Total</b>	<b>1.202</b>	<b>1.636</b>	<b>(434)</b>

Costs for “raw materials and consumables” essentially refer to electricity purchases for EUR 408 million (EUR 594 million in the 1st Half of 2013), to fuel purchases for electricity production for EUR 384 million (428 million at 30 June 2013) and to other materials purchases for EUR 18 million (EUR 20 million in the 1st Half of 2013). The change (EUR 211 million) is primarily attributable to lower energy purchased by Enel France (EUR 157 million) and to the Romanian companies Enel Energie Muntenia and Enel Energie (EUR 43 million) following the tariff decrease.

"Depreciation, amortization and impairment losses" amounted to EUR 116 million in the 1st half of 2014, down EUR 74 million on the corresponding period of 2013. The decrease is attributable to the effect of the following events:

- (i) lower depreciation and amortization respectively on tangible and intangible assets (EUR 14 million);
- (ii) lower impairment losses of trade receivables (EUR 44 million), mainly due to the write-off of the trade receivables performed by Enel OGK-5 in the first-half 2013 (EUR 27 million);
- (iii) the impairment recorded on Marcinelle Energie net assets classified "held for sale at the end of June 2013 (EUR 16 million).

"Other operating expenses" amounted to EUR 65 million, a decrease of EUR 128 million over the first half of 2013, mainly as a result of the provisions for litigation (EUR 125 million) accounted by Enel Investment Holding B.V. in the first-half 2013.

## 7. Financial income/(expense) - EUR 2 million

Millions of euro	1 <sup>st</sup> Half		
	2014	2013	Change
<b>Interest and other income on financial assets (current and non-current):</b>			
- interest income at effective rate on non-current securities and receivables	27	26	1
- interest income at effective rate on short-term financial investments	12	13	(1)
<b>Total interest and other income from financial assets</b>	<b>39</b>	<b>39</b>	<b>-</b>
<b>Foreign exchange gains</b>	<b>42</b>	<b>24</b>	<b>18</b>
<b>Income from derivative instruments</b>	<b>28</b>	<b>30</b>	<b>(2)</b>
<b>Other interest and income</b>	<b>9</b>	<b>9</b>	<b>-</b>
<b>Total</b>	<b>118</b>	<b>102</b>	<b>16</b>

Millions of euro	1 <sup>st</sup> Half		
	2014	2013	Change
<b>Interest expense and other charges on financial debt (current and non-current):</b>			
- interest expense on bank loans	16	19	(3)
- interest expense on bonds	11	16	(5)
- interest expense on other loans	7	12	(5)
<b>Total interest expense and other charges on financial debt</b>	<b>34</b>	<b>47</b>	<b>(13)</b>
<b>Foreign exchange losses</b>	<b>56</b>	<b>51</b>	<b>5</b>
<b>Expense from derivative instruments</b>	<b>22</b>	<b>8</b>	<b>14</b>
<b>Other interest expense and financial charges</b>	<b>4</b>	<b>3</b>	<b>1</b>
<b>Total</b>	<b>116</b>	<b>109</b>	<b>7</b>

Net Financial income totaled EUR 2 million, an increase of EUR 9 million over the first half of 2013, mainly as a result of positive effect of the lower interest expense on bonds in Enel OGK-5 (EUR 5 million) and lower interest expense on other loans in Enel Investment Holding



B.V. (EUR 4 million) due to the repayment of the short term revolving facility with Enel Finance International N.V. in November 2013.

#### **8. Share of income/(expense) from equity investments accounted for using the equity method - EUR 31 million**

The balance at 30 June 2014 reflects the contribution of the joint ventures primarily referred to Rusenergosbyt (EUR 28 million) and the associate Enel Insurance NV for EUR 3 million.

#### **9. Income taxes – EUR 40 million**

Millions of euro	1 <sup>st</sup> Half		
	2014	2013	Change
Current taxes	41	29	12
Deferred tax liabilities	9	21	(12)
Deferred tax assets	(11)	(11)	-
<b>Total</b>	<b>40</b>	<b>39</b>	<b>1</b>

**Income taxes** totaled EUR 40 million as of 30 June 2014, with no significant change reported.

# Information on the consolidated financial position

## Assets

### Non-current assets

#### 10. Non-current assets – EUR 6.195 million

**Property, plant and equipment** amounted to EUR 4.079 million at 30 June 2014, a decrease of EUR 34 million over 31 December 2013. This decrease is primarily the result of depreciation and impairment losses accounted for EUR 114 million, the negative exchange rate effects (EUR 39 million), the ordinary disposal for EUR 11 million, partially offset by the capital expenditure carried out over the period (EUR 128 million).

**Intangible assets** decreased by EUR 3 million to EUR 259 million as a consequence of amortization (EUR 9 million) partially offset by the positive exchange rate differences (EUR 4 million) recorded in the current reporting period and the capital expenditures performed (EUR 2 million).

**Goodwill** fell to EUR 902 million, down EUR 20 million over 31 December 2013. This decrease is the result of negative exchange rate differences regarding Enel OGK5 goodwill (EUR 24 million), partially compensated by the positive exchange rate differences regarding Enel Distributie Muntenia and Enel Energie Muntenia goodwill (EUR 4 million).

Millions of euro

	30 June 2014	31Dec. 2013	Change
Enel OGK-5	238	262	(24)
Enel Distributie Muntenia	550	546	4
Enel Energie Muntenia	114	114	-
<b>Total</b>	<b>902</b>	<b>922</b>	<b>(20)</b>

**Equity investments accounted for using the equity method** amounted to EUR 163 million, down EUR 5 million over the previous year. The variation is essentially the result of the decrease of EUR 8 million of the equity investment in Res Holdings BV as a net effect of dividends paid to the Company during the current year (EUR 19 million), its share of net income for the period (EUR 28 million) and the losses recognized directly in equity and referring to exchange rate differences (EUR 17 million).

Millions of euro

	31Dec 2013	%	Dividends	Income effect	Other changes	30 June 2014	%
Res Holdings <sup>(1)</sup>	77	49,5	(19)	28	(17)	69	49,5
Enel Insurance NV	91	50,0	-	3	-	94	50,0
<b>Total</b>	<b>168</b>		<b>(19)</b>	<b>31</b>	<b>(17)</b>	<b>163</b>	

<sup>(1)</sup> includes Rusenergosbyt held for 100%

**Non-current financial assets** amounted to EUR 562 million, up EUR 235 million over 31 December 2013. This increase is primarily the result of the reclassification of Marcinelle Energie from assets held for sale (EUR 239 million).

## Current assets

### 11. Current assets – EUR 2.817 million

**Inventories** totaled EUR 88 million as of 30 June 2014, with no significant change reported.

**Trade receivables** decreased by EUR 89 million to EUR 317 million with the variation mainly due to Enel OGK-5 (EUR 23 million), thanks to the offsetting with the advances received from customers, and to Enel Energie and Enel Energie Muntenia (EUR 65 million), due to the change in payment schedule.

Trade receivables from customers are recognized net of allowance for doubtful accounts, which totaled EUR 112 million as of 30 June 2014, as detailed in the table below:

Millions of euro

<b>Total at 31 Dec. 2013</b>	<b>117</b>
Accruals and reversals to income statement	(7)
Other changes	2
<b>Total at 30 June 2014</b>	<b>112</b>

**Current financial assets** dropped to EUR 848 million, down EUR 317 million on 31 December 2013 with the variation mainly due to lower financial receivables of Enel Investment Holding B.V. (EUR 465 million) following the reclassification of the Short-term deposits with Enel Finance International NV into cash and cash equivalents, partially offset by the increase of the intercompany current account held with Enel S.p.A. (EUR 80 million) and capital gain related to the adjustment of the purchase price of the sale of the 40% stake in Artic Russia B.V. (EUR 81 million).

**Cash and cash equivalents** rose by EUR 499 million to EUR 1.520 million as a result of the reclassification of the Short-term deposits of Enel Investment Holding B.V. with Enel Finance International NV into cash and cash equivalents (EUR 465 million), greater cash balances of Romanian companies (EUR 125 million) mainly thanks to their better operating performances, partially offset by the payment of commercial papers of Enel OGK-5 (EUR 104 million).

### 12. Assets held for sale – EUR 0 million

Millions of euro

	<b>30 June 2014</b>	31Dec. 2013	Change
Property, plant and equipment	-	198	(198)
Financial receivables	-	36	(36)
Inventories	-	5	(5)
<b>Total</b>	<b>-</b>	<b>239</b>	<b>(239)</b>

Assets held for sale amounted to nil as of 30 June 2014 after the reclassification of Marcinelle Energie from assets held for sale, following the loss of the requirements in accordance with IFRS 5.

## Liabilities and shareholders' equity

### 13. Equity attributable to the shareholders of the Company – EUR 4.318 million

#### 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.

#### Other reserves – EUR 1.855 million

##### a. Share premium reserve – EUR 2.410 million

##### b. Fair value reserve and sundry reserves – EUR 116 million

This item mainly includes net cumulative and unrealized gains/ (losses) recognized directly in equity resulting from the measurement at fair value of cash flow hedge derivatives (EUR 2 million) as well as the measurement at fair value of available-for-sale financial assets mainly referring to the investments in Bayan Resources T.b.K and Echelon Corporation (EUR 114 million).

##### c. Reserve for equity investments accounted for using equity method – EUR (37) million

This reserve includes the Company's share of the equity movements of equity not recognized directly in income statement. The current year saw a drop of EUR 17 million which is primarily due to the net appreciation of the Group functional currency against the Russian ruble used by the Russian associated company Rusenergosbyt.

##### d. Reserve from translation of financial statements in currencies other than euro – EUR (606) million

The decrease in this aggregate for the year totaling EUR 16 million is attributable to the appreciation of the functional currency against the foreign currencies used by subsidiaries between two reporting periods (in particular the Russian ruble and the Romanian leu).

##### e. Reserve for employee benefits – EUR (28) million

This reserve receives the remeasurements of the net liabilities (assets) related to employee's defined benefit plans.

## Non-current liabilities

### 14. Non-current liabilities – EUR 1.768 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 30 June 2014 compared to 31 December 2013, grouped by loan and interest rate type:

Millions of euro	Maturing	Balance	Nominal value	Balance	Nominal value	Current portion	Portion falling due at more than 12 months	Maturing in			
		30 June 2014		31Dec. 2013				2015 2 <sup>nd</sup> half	2016	2017	Beyond
<b>Bonds:</b>											
- listed, fixed rate	2023	298	300	408	410	-	298	-	-	-	298
<b>Bank loans:</b>											
- fixed rate	2026	274	283	283	292	21	253	24	35	31	134
- floating rate	2021	86	87	93	95	12	74	10	13	13	26
- use of revolving credit lines		129	129	132	132	21	108	108	-	-	-
<b>Non-bank loans:</b>											
- with related parties		215	215	21	21	-	215	215	-	-	-
<b>Total</b>		<b>1.002</b>	<b>1.014</b>	<b>937</b>	<b>950</b>	<b>54</b>	<b>948</b>	<b>357</b>	<b>48</b>	<b>44</b>	<b>458</b>

The table below also reports long-term financial debt by currency and interest rate:

Millions of euro	Balance	Nominal Value	Balance	Current average interest rate	Current effective interest rate
	30 June 2014		31Dec. 2013	30 June 2014	
Euro	873	884	695	3,9%	3,9%
Russian Ruble	129	129	242	8,1%	8,4%
<b>Total</b>	<b>1.002</b>	<b>1.014</b>	<b>937</b>		

The following chart sets out changes in the nominal value of long-term debt:

Millions of euro	Nominal value	Repayments	New financing	Exchange rate differences	Reclassification from/to "Liabilities held for sale"	Nominal value
	31Dec. 2013					30 June 2014
Bonds	410	(104)	-	(6)	-	300
Bank loans	519	(17)	-	(3)	-	499
Non-banks loans with related parties	21	(3)	-	-	197	215
<b>Total financial debt</b>	<b>950</b>	<b>(124)</b>	<b>-</b>	<b>(9)</b>	<b>197</b>	<b>1.014</b>

"Provisions for risk and charges" including their current portion amounted to EUR 144 million with a decrease over 31 December 2013 (down EUR 11 million) primarily due to the decrease of the extra-margin provision of the Romanian companies Enel Energie and Enel Energie Muntenia (EUR 7 million). The following table provides a breakdown of this aggregate:

Millions of euro	30 June 2014	31Dec. 2013	Change
<b>Provision for risk and charges:</b>			
- production order charges	14	14	-
- termination incentive	19	24	(5)
- other	111	117	(6)
<b>Total</b>	<b>144</b>	<b>155</b>	<b>(11)</b>

**Other non-current liabilities** comprise post-employment and other employees benefits for EUR 112 million, other non-current liabilities totalling EUR 139 million and deferred tax liabilities for EUR 456 million.

## Current liabilities

### 15. Current liabilities – EUR 1.458 million

**Other Current liabilities** include trade payables for EUR 286 million (EUR 430 million at 2013 year end), current financial liabilities for EUR 20 million (EUR 8 million at 31 December 2013), other current liabilities totalling EUR 1.053 million (EUR 940 million at 31 December 2013) and income tax payable for EUR 14 million (EUR 5 million at 31 December 2013).

### 16. Liabilities held for sale– EUR 0 million

Millions of euro			
	30 June 2014	31 Dec. 2013	Change
Medium/Long term loans	-	210	(210)
Deferred tax liabilities	-	6	(6)
Other non-current liabilities	-	3	(3)
Trade payables	-	2	(2)
Payables for income taxes	-	1	(1)
<b>Total</b>	<b>-</b>	<b>222</b>	<b>(222)</b>

“Liabilities held for sale” amounted to nil as of 30 June 2014 after the reclassification of Marcinelle Energie from assets held for sale, following the loss of the requirements in accordance with IFRS 5.

## 17. Related parties

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.

Transactions between Enel Investment Holding B.V. and other companies of the Enel 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	
	Receivables	Payables	Cost	Income
	30 june 2014	30 june 2014	1 <sup>st</sup> Half	
<b>Shareholder</b>	95	24	9	1
Enel Spa				
<b>Associated Company</b>				
Rusenergosbyt LLC	-	-	-	6
<b>Other affiliated companies</b>				
Blu Line Valea Nucarilor	-	-	3	-
Elcomex	-	-	6	-
Enel Distribuzione	-	16	-	-
Enel Energia	-	1	-	-
Enel Finance International	1.462	302	4	13
Enel Green Power France	27	1	-	1
Enel Green Power Romania	1	1	14	-
Enel Green Power Espana	1	-	-	-
Enel Ingegneria e Innovazione	-	8	2	-
Enel Produzione	1	5	1	-
Enel Servizi	2	8	1	-
Enel Trade	364	8	7	57
Enel Trade Romania	1	-	8	-
Targusor Wind Farm	-	-	1	-
Total Electric	-	-	-	-
	<b>1.954</b>	<b>374</b>	<b>56</b>	<b>78</b>

	Balance sheet		Income statement	
	Receivables	Payables	Cost	Income
	31 dec 2013	31 dec 2013	1 <sup>st</sup> Half	
<b>Shareholder</b>	10	36	8	1
Enel Spa				
<b>Associated Company</b>				
Rusenergosbyt LLC	-	-	-	7
<b>Other affiliated companies</b>				
Blu Line Valea Nucarilor	-	5	1	-
Elcomex	37	15	11	102
Enel Distribuzione	1.438	232	8	9
Enel Finance International	29	-	-	1
Enel Green Power France	-	-	2	-
Enel Green Power Romania	-	2	2	-
Enel Ingegneria e Innovazione	-	5	29	-
Enel Produzione	-	9	1	-
Enel Servizi	-	35	2	-
Enel Trade	-	1	8	-
Enel Trade Romania	1	1	16	-
Total Electric	-	17	-	-
	<b>1.515</b>	<b>358</b>	<b>88</b>	<b>120</b>



## Compensation of Directors

The emoluments of the Company Directors as intended in Section 2:383 (1) of the Dutch Civil Code, which were charged in the first half of 2014, amounted to EUR 36 thousand (EUR 38 thousand in 2013) and they are summarized in the following table:

(all amounts in thousands of Euro)	30 June 2014	30 June 2013
Mr. A.J.M. Nieuwenhuizen	9	9
Mr. F. Mauritz	9	9
Mr. H. Marseille	9	9
Mr. E. Di Giacomo	9	8
Mr. K.J. Shell	-	3
Mr. A. Canta	-	-
Mr. M. Saleme	-	-
Mr. C. Palasciano Villamagna	-	-
	<hr/>	<hr/>
	36	38

## Board of Directors composition

Taking into account the new 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 the Board members of the Company are currently all men. 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 fulfill its responsibilities and properly execute its duties.

## 18. Contractual commitments and guarantees

The contractual commitments and guarantees as of 30 June 2014 can be specified as follows:

- in relation to the development of a project by the subsidiary Enel OGK-5 for the construction of a CCGT power plant in Russia using a former Power Train pertaining to Enelco SA, the Company issued two Parent Company Guarantees for a cumulative amount of EUR 94,7 million in favour of the suppliers Ansaldo and Nooter Eriksen (EUR 69,7 million and EUR 25 million respectively) as security to the timely payment of the due invoices. Following the payment of invoices for a cumulative amount of EUR 56,9 million, the value of the residual guarantee was accordingly reduced to EUR 37,7 million. Due to the revised capital expenditure planning of the Enel Group, Enel OGK-5 requested Nooter Eriksen to postpone the ex works delivery date and maintain the property of the heat recovery steam generator (HRSG) until December 31<sup>st</sup>, 2015. Nooter Eriksen has replied to the proposal by indicating to Enel OGK-5 a specific methodology for the preservation of the equipment, meant to mitigate the risks associated to the prolonged storage period. Finally the parties, on June 4<sup>th</sup>, 2013 executed the Addendum n. 4 to the Supply Agreement whereby they agreed that the Company and Enel OGK-5 shall issue a second parent company guarantee which shall materially replace the First Comfort Letter and reproduce each and any guarantee obligation indicated in the First Comfort Letter for a cumulative amount of EUR 16 million.

- in December 2009 the Company entered into a share premium contribution agreement with its Parent Company Enel S.p.A. and also entered into a share sale and purchase agreement with Enel Distribuzione S.p.A. relating to the Romanian companies. More specifically Enel S.p.A. contributed 80% of Enel Romania S.r.l., 64,43% of Enel Distributie Muntenia S.A. and 64,43% of Enel Energie Muntenia S.A. to the Company, through a voluntary non-cash share premium contribution; while the Company acquired the 51% of Enel Distributie Dobrogea S.A. from Enel Distribuzione S.p.A. for EUR 160 million, 51% of Enel Distributie Banat S.A. for EUR 220 million, the 51% of Enel Energie S.A. for EUR 80 million and 20% of Enel Romania S.r.l. for EUR 11 thousand. According to the Privatization Agreement (initially signed between Enel S.p.A. and the Romanian S.C. Electrica SA), S.C. Electrica S.A. has the right (Put Option) to require the Company to purchase - during the periods between 1 July and 31 December of 2008, 2009, 2010, 2011 and 2012 the remaining 23,6% stake still held by S.C. Electrica S.A. in Enel Distributie Muntenia S.A. and Enel Energie Muntenia S.A. at a price equal to a) the Adjusted Purchase Price divided by the number of Sale Shares or b) a multiple of the Adjusted Purchase Price dividend by the number of Sale Shares (equal to the Adjusted Purchase Price divided by the number of Sale Shares \* RAB on 1 January in the year in which the put option is exercised). Purely for information purposes at the time of publication of this document, the value of consolidated debt associated to the put option (exercised on December 4<sup>th</sup>, 2012) granted to minority shareholders was estimated at around EUR 778 million.

- In October 2011 the Company resolved to issue a guarantee for an unlimited amount in favour of Sonatrach, the Algerian state-owned oil company, and in the interest of Enel Trade SpA, fully owned by Enel SpA, for the proper execution of Enel Trade SpA obligations arising from its entering into a Production Sharing Contract (PSC) for the acquisition of a 18,375% stake in the Isarene project, especially with regards to the operations to be performed during the exploration and exploitation phases.

## **19. Contingent liabilities**

Compared with the consolidated financial statements as at 31 December 2013, which the reader is invited to consult, there are not significant contingent liabilities to be reported.

## **20. Subsequent events**

There are not significant post balance sheets events to be reported.



**Enel Investment Holding B.V.**

**Non-consolidated condensed interim  
financial statements**

**Prepared in accordance with the  
International Financial Reporting Standards  
as adopted by the European Union  
for the period ended 30 June 2014**

# Enel Investment Holding B.V. non-consolidated income statement for the period ended 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	Notes	1 <sup>st</sup> Half	
		2014	2013
<b>Revenues</b>			
Revenues from sales and services		1	1
Other revenues	24	81	-
	[Subtotal]	82	1
<b>Costs</b>			
Services	25	2	1
Depreciation, amortization and impairment losses		-	5
Other operating expenses		-	125
	[Subtotal]	2	131
<b>Operating Income</b>		<b>80</b>	<b>(130)</b>
Income/Loss from equity investments	26	43	52
Financial Income	27	13	8
Financial expense	27	(11)	(12)
	[Subtotal]	45	48
<b>Income/(Loss) before taxes</b>		<b>125</b>	<b>(82)</b>
Income Taxes		-	-
<b>NET INCOME/(LOSS) FOR THE PERIOD (attributable to the shareholder)</b>		<b>125</b>	<b>(82)</b>

The Notes on pages 59 to 78 are an integral part of these non-consolidated financial statements

# Enel Investment Holding B.V. non-consolidated statement of comprehensive income for the period ended 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	1 <sup>st</sup> Half	
	2014	2013
<b>Net income/(loss) for the period</b>	<b>125</b>	<b>(82)</b>
<b>Other comprehensive income recyclable to profit or loss:</b>		
Change in the fair value of financial investments available for sale	(19)	(30)
<b>Income/(Loss) recognized directly in equity</b>	<b>(19)</b>	<b>(30)</b>
<b>Comprehensive income for the period</b>	<b>106</b>	<b>(112)</b>
Attributable to:		
- Equity shareholder of the Company	106	(112)

The Notes on pages 59 to 78 are an integral part of these non-consolidated financial statements

# Enel Investment Holding B.V. non-consolidated statement of financial position as at 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	Notes	30 June 2014	31 Dec. 2013
<b>ASSETS</b>			
<b>Non-current assets</b>			
Equity investments in subsidiaries and associates companies	28	3.766	3.753
Equity investments available for sale	29	154	173
Equity investments in other companies		-	2
Other non-current financial assets	30	296	296
	(Total)	<b>4.216</b>	<b>4.224</b>
<b>Current assets</b>			
Current financial assets	31	732	1.029
Other current assets	32	28	4
Cash and cash equivalents	33	510	16
	(Total)	<b>1.270</b>	<b>1.049</b>
<b>Assets classsified as held for sale</b>		<b>-</b>	<b>18</b>
<b>TOTAL ASSETS</b>		<b>5.486</b>	<b>5.291</b>

The Notes on pages 59 to 78 are an integral part of these non-consolidated financial statements

# Enel Investment Holding B.V. non-consolidated statement of financial position as at 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	Notes	30 June 2014	31 Dec. 2013
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
<b>Equity attributable to the shareholders of the Parent Company</b>	<b>34</b>		
Share capital		1.593	1.593
Share premium		2.410	2.410
Fair value reserve - Available for sale		114	133
Retained earnings (losses carried forward)		(15)	(28)
Net income for the period		125	13
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<b>4.227</b>	<b>4.121</b>
<b>Non-current liabilities</b>			
Long-term loans	35	298	298
Provisions for risks and charges	36	86	86
	(Subtotal)	<b>384</b>	<b>384</b>
<b>Current liabilities</b>			
Current financial liabilities	37	13	5
Other current liabilities	38	862	781
	(Subtotal)	<b>875</b>	<b>786</b>
<b>TOTAL LIABILITIES</b>		<b>1.259</b>	<b>1.170</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>5.486</b>	<b>5.291</b>

The Notes on pages 59 to 78 are an integral part of these non-consolidated financial statements



# Enel Investment Holding B.V. non-consolidated statement of changes in shareholders' equity as at 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	Share capital	Share premium reserve	Available-for-sale reserve <sup>(1)</sup>	Retained earnings/(losses carried forward)	Net income for the period	Total shareholders' equity
<b>at 1 January 2013</b>	<b>1.593</b>	<b>2.410</b>	<b>187</b>	<b>12</b>	<b>(40)</b>	<b>4.162</b>
Profit appropriation	-	-	-	(40)	40	-
Comprehensive income for the period of which:						
Net income/(loss) for the period recognized in equity	-	-	(30)	-	-	(30)
Net income/(loss) for the period	-	-	-	-	(82)	(82)
<b>at 30 June 2013</b>	<b>1.593</b>	<b>2.410</b>	<b>157</b>	<b>(28)</b>	<b>(82)</b>	<b>4.050</b>
<b>at 1 January 2014</b>	<b>1.593</b>	<b>2.410</b>	<b>133</b>	<b>(28)</b>	<b>13</b>	<b>4.121</b>
Profit appropriation	-	-	-	13	(13)	-
Comprehensive income for the period of which						
Net income/(loss) for the period recognized in equity	-	-	(19)	-	-	(19)
Net income/(loss) for the period	-	-	-	-	125	125
<b>at 30 June 2014</b>	<b>1.593</b>	<b>2.410</b>	<b>114</b>	<b>(15)</b>	<b>125</b>	<b>4.227</b>

<sup>(1)</sup> This reserve is not freely distributable

The Notes on pages 59 to 78 are an integral part of these non-consolidated financial statements

# Enel Investment Holding B.V. non-consolidated cash flows statement for the period ended 30 June 2014

Prepared in accordance with the IFRS as adopted by the European Union

Millions of euro	1 <sup>st</sup> Half	
	2014	2013
<b>Cash flows from operating activities (a)</b>	<b>88</b>	<b>(42)</b>
Dividend received	19	52
Investments in equity investments	-	-
Divestments in equity investments	7	-
<b>Cash flows from investing/disinvesting activities (b)</b>	<b>26</b>	<b>52</b>
Loan and borrowings (borrowed)	465	90
<b>Cash flows from financing activities (c)</b>	<b>465</b>	<b>90</b>
<b>Increase/(Decrease) in cash and cash equivalents (a+b+c)</b>	<b>579</b>	<b>100</b>
Cash and cash equivalents at beginning of the period <sup>(1)</sup>	21	(66)
Cash and cash equivalents at the end of the period <sup>(1)</sup>	600	34

<sup>(1)</sup> It also includes the balance of intercompany current account held with Enel S.p.A.

The Notes on pages 59 to 78 are an integral part of these non-consolidated financial statements

# Notes to the Enel Investment Holding B.V. non-consolidated financial statements as of 30 June 2014

## 21. Form and content of the non-consolidated financial statements

### Relationship with Parent Company and principal activities

Enel Investment Holding B.V. (hereinafter: 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 Herengracht 471 in Amsterdam, The Netherlands, was incorporated on 15 December 2000 under the 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.

### Statement of compliance

These 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 statements 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 July 2014.

### Basis of preparation

These non-consolidated financial statements consist of the non-consolidated income statement, the non-consolidated statement of other comprehensive income, the non-consolidated financial position, the non-consolidated statement of changes in shareholder's equity and cash flows and the related notes.

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 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.

Non-current assets (or disposal groups) whose carrying amount will be mainly recovered through sale, rather than through ongoing use, are classified as held for sale and shown separately from other balance sheet assets and liabilities.

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:

- derivative financial instruments;
- available-for-sale financial assets;

The accounting policies as well as the recognition and measurement criteria adopted in preparing the interim non-consolidated financial statement at 30 June 2014 are consistent with those used to prepare the non-consolidated financial statement at 31 December 2013, to which the reader should refer for more information.

These non-consolidated half year financial statement may not include all the information required to be reported in the annual financial statements and must be read together with the financial statements for the year ended 31 December 2013.

### **Functional and presentation currency**

These non-consolidated financial statements are presented in Euro, which is the Company's functional currency. All financial information is presented in millions of Euro unless stated otherwise.

## **22. Summary of significant accounting policies**

Please see page 28 to 31 of the notes to consolidated financial statements for a description of the significant accounting principles.

The following IFRS accounting principle (IAS 27) has been used only in drawing up Enel Investment Holding B.V. non-consolidated financial statements as of 30 June 2014 for evaluating the equity investments in subsidiaries, associated and joint ventures:

"Subsidiaries comprise those entities for which the Company has the direct or indirect power to determine their financial and operating policies for the purposes of obtaining the benefits of their activities. Associated companies comprise those entities in which the Company has a significant influence. Joint ventures are enterprises in which the Company exercises joint control with other entities. In assessing the existence of a situation of control, significant influence and joint control, account is also taken of potential voting rights that are effectively

exercisable or convertible. These equity investments are measured at cost. The cost can also include as additional charge any put option granted to former shareholders of an acquired entity when the Company is obliged to acquire additional stakes of the entity. Cost is adjusted for any impairment losses. Adjustments for impairment losses are reversed where the reasons for their recognition no longer apply. The reversal may not exceed the original cost.”

Please see page 28 of the notes of consolidated financial statements for a description of the new IFRS standards and interpretations.

### **Use of estimates**

Preparing the financial statements under IFRS-EU requires management to make judgments and use estimates and assumptions that impact the application of accounting policies, the carrying amount of assets and liabilities and the related information on the items involved as well as the disclosure required for contingent assets and liabilities at the balance sheet date. The estimates and the related assumptions are based on previous experience and other factors considered reasonable in the circumstances. They are formulated when the carrying amount of assets and liabilities is not easily determined from other sources. The actual results may therefore differ from these estimates. 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 an impact on future results.

### **Segment reporting**

The Company is the Holding Company of the Group. According to IFRS 8, segment reporting is disclosed in note 4 of the notes to the consolidated financial statements.

## 23. Risk management

The Company could be exposed to the following risks arising from its activities:

- credit risk;
- liquidity risk;
- market risk.

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these consolidated financial statements including all subsidiaries belonging to Enel Investment Holding BV scope of consolidation.

### Credit risk

In its commercial and financial activities, the Company is exposed to the risk that its counterparties might not be able to discharge all or part of their obligations arising from payments for goods already delivered and services rendered as well as payments 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.

### Liquidity Risk

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. Furthermore, the excess of liquidity has been managed entering into four short term deposits with Enel Finance International NV for a total amount of EUR 1.055 million

The repayment of bonds issued by the Company according to the GMTN Program is guaranteed by Parent Company Enel S.p.A. and therefore there is no impact on the Group's liquidity risk.

### Market risk

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

In order to contain this exposure within the limits set at the start of the year as part of its risk management policies, Enel S.p.A. may enter into derivative contracts, on behalf of the Company, 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 derivatives, mainly related to hedging the exchange rate risk in the cash flows associated with transactions in currencies other than euro;
- 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 as well as proprietary trading activities.

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.

### **Interest rate risk**

Interest rate risk management is designed to balance 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. As of 30 June 2014 there are no outstanding interest rate derivatives pertaining to the Company.

### **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 regarding 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 Group 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. As of 30 June 2014 there is an exchange rate derivative pertaining to the Company.

### **Capital management**

The Board policy of the Company is to maintain a strong capital base for maintaining creditor and market confidence and sustaining the future development of the business. The Board of

Directors monitors the return on capital, which the Group defines as total shareholders' equity and the level of dividends to ordinary shareholders.

The return of capital is calculated as a percentage of net income over the total equity, net of available-for-sale reserve excluded in this key performance indicator because Company's management has preferred to exclude those equity reserves which might be rather volatile over the periods:

Millions of euro		
	30 June 2014	31 Dec. 2013
Total Equity	4.227	4.121
Fair value reserve- Available for sale	114	133
Adjusted Equity	4.113	3.988
Net Income	125	13
<b>Return of capital (*)</b>	<b>3 %</b>	<b>0 %</b>

\* Key Performance Indicator determined on year basis

The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

There were no changes in the Group's approach to capital management during the year. Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.



## Information on non-consolidated income statement

### Revenues

#### 24.a Revenues from sales and services – EUR 1 million

Other revenues mainly relate to the service fees recharged to other Enel Group Dutch companies according to contracts duly signed and agreed upon.

#### 24.b Other revenues – EUR 81 million

Other revenues totaling EUR 81 million exclusively relate to the adjustment of the purchase price of the sale of the 40% stake in Artic Russia BV as a consequence of the agreement entered into by LLC OGC Itera and the Company in 2013.

### Costs

#### 25. Services – EUR 2 million

The service costs essentially relate to “Other expenses” for sundry services for housing and utilities, professional fees and legal consultancy.

#### 26. Income/(loss) from equity investments – EUR 43 million

This item exclusively refers to dividends resolved by the subsidiaries Res Holdings BV (EUR 52 million in the first half 2013) and Enel OGK-5 as detailed below:

Millions of euro	1st Half		
	2014	2013	Change
Enel OGK-5	24	-	24
Res Holdings B.V.	19	52	(33)
<b>Total</b>	<b>43</b>	<b>52</b>	<b>(9)</b>

## 27. Financial income/(expense) – EUR 2 million

Millions of euro	1st Half		
	2014	2013	Change
<b>Interest and other income from non-current financial assets:</b>			
- Assumption of GMTN bond - Enel Finance International N.V.	8	8	-
<b>Interest and other income from current financial assets:</b>			
- Enel Finance International N.V.	4	-	4
- other financial receivables	1	-	1
<b>Total financial income</b>	<b>13</b>	<b>8</b>	<b>5</b>
<b>Interest and other charges on non-current financial debt:</b>			
- Interest on GMTN bonds	8	8	-
<b>Interest and other charges on current financial debt:</b>			
- Revolving Facility Agreement - Enel Finance International NV	-	4	(4)
<b>Foreign exchange losses:</b>			
- on other receivables	1	-	1
<b>Expense on financial derivative instruments:</b>			
- from trading derivatives - Enel S.p.A.	1	-	1
<b>Other charges</b>	<b>1</b>	<b>-</b>	<b>1</b>
<b>Total financial charges</b>	<b>11</b>	<b>12</b>	<b>(1)</b>
<b>Total</b>	<b>2</b>	<b>(4)</b>	<b>6</b>

Financial income rose by EUR 5 million to EUR 13 million with the variation essentially referring to the interest income of the I/C Short Term deposit Agreement between the Company and Enel Finance International N.V. (EUR 4 million).

## Information on the non-consolidated financial position

### Assets

#### Non-current assets

##### **28. Equity investments – EUR 3.766 million**

The following table shows the changes occurred during the first half year 2014 for each equity investment held by the Company in subsidiaries, associates, joint ventures and other companies:

Millions of euro	Original cost	(Write downs)/ revaluations	Reclassified to held for sale	Carrying amount	%Holding	Impairment	Other changes	Acquisitio ns/dispos als	Capital contributions/re imbursement	Reclassified from held for sale	Net change	Original cost	(Write downs)/ revaluations	Reclassified to held for sale	Carrying amount	%Holding
31 Dec. 2013				Changes in first-half 2014								30 June 2014				
A) Subsidiaries																
Marcinelle Energie SA	-	-	-	-		-	-	-	-	1316	1316	1316	(114,0)	-	17,6	100,0%
Pragma Energy S.A.	6,5	(2,1)	-	4,4	100,0%	-	(4,4)	-	-	-	(4,4)	2,1	(2,1)	-	-	100,0%
Enelco S.A.	27,4	(17,8)	-	9,6	75,0%	-	-	-	-	-	-	27,4	(17,8)	-	9,6	75,0%
Enel France SAS	34,9	-	-	34,9	100,0%	-	-	-	-	-	-	34,9	-	-	34,9	100,0%
Enel OGK 5	2.497,6	(1067,1)	-	1.430,5	56,4%	-	-	-	-	-	-	2.497,6	(1067,1)	-	1.430,5	56,4%
Enel Gas Rus LLC	9,1	(5,0)	-	4,1	100,0%	-	-	-	-	-	-	9,1	(5,0)	-	4,1	100,0%
Enel Productie SRL (GPI)	6,6	(6,4)	-	0,2	100,0%	-	-	-	-	-	-	6,6	(6,4)	-	0,2	100,0%
Enel Albania SHPK	15	(12)	-	0,3	100,0%	-	-	-	-	-	-	15	(12)	-	0,3	100,0%
Enel Romania SRL	0,1	-	-	0,1	99,9%	-	-	-	-	-	-	0,1	-	-	0,1	99,9%
Enel Distributie Muntenia S.A.	1399,7	-	-	1.399,7	64,4%	-	-	-	-	-	-	1399,7	-	-	1.399,7	64,4%
Enel Energie Muntenia S.A.	247,0	-	-	247,0	64,4%	-	-	-	-	-	-	247,0	-	-	247,0	64,4%
Enel Distributie Dobrogea S.A.	160,0	-	-	160,0	51,0%	-	-	-	-	-	-	160,0	-	-	160,0	51,0%
Enel Distributie Banat S.A.	220,0	-	-	220,0	51,0%	-	-	-	-	-	-	220,0	-	-	220,0	51,0%
Enel Energie S.A.	80,0	-	-	80,0	51,0%	-	-	-	-	-	-	80,0	-	-	80,0	51,0%
Braila Power	0,1	-	-	0,1	29,9%	-	-	-	-	-	-	0,1	-	-	0,1	29,9%
Total subsidiaries	4.690,6	(1.099,7)	-	3.590,9		-	(4,4)	-	-	131,6	127,2	4.817,8	(1.213,7)	-	3.604,1	
B) Associated companies																
Res Holdings B.V. (49,5%)	84,1	-	-	84,1	49,5%	-	-	-	-	-	-	84,1	-	-	84,1	49,5%
Enel Insurance NV (50%)	77,8	-	-	77,8	50,0%	-	-	-	-	-	-	77,8	-	-	77,8	50,0%
Total associated companies	161,9	-	-	161,9		-	-	-	-	-	-	161,9	-	-	161,9	
C) Equity investment Held for sale																
Marcinelle Energie SA	1316	(114,0)	-	17,6	100,0%	-	-	-	-	(1316)	(1316)	-	-	-	-	-
Total Equity investment Held for sale	131,6	(114,0)	-	17,6	100,0%	-	-	-	-	(131,6)	(131,6)	-	-	-	-	-
Total	4.984,1	(1.213,7)	-	3.770,4		-	(4,4)	-	-	-	(4,4)	4.979,7	(1.213,7)	-	3.766,0	

## **28.a Investments in subsidiaries**

### **Pragma Energy**

Pragma Energy S.A., existing under the laws of Switzerland, was originally engaged in the coal trading business in the international markets but at present this activity is being performed by other Enel Group companies. In December 2012 the Board of Directors of the Company decided to dissolve it and the liquidation procedure was completed on 3 June 2014 with the transfer of its remaining funds (EUR 4,4 million ) to the Company.

### **Enelco**

This Greek company, established by Enel SpA in November 2006, was engaged in the construction of a combined cycle gas plant of 430 Mw at Livadia in Central Greece.

In December 2010 the Board of Directors approved the cancellation of the project further to several constraints encountered. Following the termination of the activities, the Enel Group has decided in 2011 to move the Power Train under construction from Greece to Russia because the turbine can be effectively utilized in a CCGT plant by Enel OGK-5, another subsidiary of the Company.

Accordingly the new text of the articles of association of Enelco, states that the objects are the design, procurement, construction, expansion, maintenance and operation of thermoelectric and photovoltaic power plants in Greece and any commercial and industrial activity linked to them.

On 16 April 2012 a share capital decrease from EUR 7,16 million to EUR 60.109 has been approved becoming effective in September 2012 and resulting in a repayment of EUR 5,3 million from Enelco to the Company.

### **Enel France**

The company, having its registered office in France, operates primarily as electricity trader in France buying electricity from Electricité de France (EdF) and from the market.

In December 2012 Enel Group has notified the exercise of its exit right on its participation in the project in EPR (European Pressurized Reactor) nuclear power plant project in Flamanville, as well as in other five power plants in France, thus terminating the Strategic Partnership Agreement the two companies agreed upon in November 2007.

Nevertheless Enel France will continue to operate on the French market keeping access to MW anticipated capacity still granted by EDF.

### **Enel OGK-5**

Established in 2004 as part of the industry reform, Enel 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.

### **Enel Gas Rus**

Enel Rus LLC. was incorporated by the Company in February 2008 to support the integration of Enel's partly-owned companies and future subsidiaries in Russia.

On 26 March 2012 the Enel Rus LLC's Ordinary General Meeting approved the change of the name into Enel Gas Rus LLC.

### **Enel Albania**

Enel Albania SHPK was incorporated by the Company in June 2008 to construct one or two coal power plants in Albania each with a capacity of 800MW. After giving up the project Management has decided to start its liquidation which is still underway as of 30 June 2014.

### **Enel Romania**

Enel Romania Srl, wholly owned by the Company, provides management services for all other companies within Enel Group located in Romania.

### **Enel Productie**

Enel Productie, established in March 2008, is responsible for the construction of a coal power plant in the free Trade Zone of the city of Galati, under the terms of the Cooperation Agreement signed with Global International 2000 and Romelectro.

In September 2013 the Company resolved in an equity contribution divided into a share capital increase for LEI 0,1 million (EUR 22.497) and a share premium increase for LEI 2,6 million (EUR 584.927 million), bringing the equity investment in the company to EUR 6,6 million as of 31 December 2013. In December 2013, the Board of Directors of the Company resolved the exit of Galati Project and the relative write-off of the assets.

### **Enel Distributie Dobrogea**

Enel Distributie Dobrogea S.A., held by the Company at 51%, distributes electricity in the eastern Romanian counties of Constanta, Tulcea, Calarasi and Ialomita.

### **Enel Distributie Banat**

Enel Distributie Banat S.A., held by the company at 51%, distributes electricity in the eastern Romanian counties of Timisoara, Arad, Hunedoara and Caras-Serverin.

### **Enel Energie**

Enel Energie S.A., held by the Company at 51%, supplies electricity to captive consumers, whose place of consumption is in the locations determined by the distribution licenses of Enel Distributie Dobrogea S.A. and Enel Distributie Banat S.A.; it also supplies electricity to free market customers.

### **Enel Distributie Muntenia**

This subsidiary, based in Romania, is owned by the Company for 64,4% and performs the distribution of electricity in Bucharest, Ilfov and Giurgiu counties.

In December 2009 Enel S.p.A. contributed 64,43% to the Company of its shares in the Romanian company Enel Distributie Muntenia S.A. as a voluntary non-cash share premium contribution for EUR 738 million.

Following the contribution of shares, Enel S.p.A. also transferred to the Company all rights and obligations included in the Privatization Agreement signed by and between Enel S.p.A. and the Romanian company Electrica S.A. on 11 June 2007. Under the Privatization Agreement Electrica S.A. (and its shareholders employees) has the right to ask the Company to purchase till to 23,57% of the shares in Enel Distributie Muntenia S.A. Total debt associated with the exercise of the put option amounts to EUR 661 million as at 30 June 2014.

### **Enel Energie Muntenia**

This subsidiary, based in Romania, is owned by the Company for 64,4% and supplies electricity to both regulated and free market consumers whose place of consumption is in the location determined by Enel Distributie Muntenia S.A.'s distribution license.

In December 2009 Enel S.p.A. contributed 64,43% to the Company of its shares in the Romanian company Enel Distributie Muntenia S.A. as a voluntary non-cash share premium contribution for EUR 130 million.

Following the contribution of shares, Enel S.p.A. also transferred to the Company all rights and obligations included in the Privatization Agreement signed by and between Enel S.p.A. and the Romanian company Electrica S.A. on 11 June 2007. Under the Privatization Agreement Electrica S.A. (and its shareholders employees) has the right to ask the Company to purchase till to 23,57% of the shares in Enel Energie Muntenia S.A. Total debt associated with the exercise of the put option amounts to EUR 117 million as at 30 June 2014.

### **Marcinelle**

Marcinelle Energie S.A. was incorporated for the construction of a CCGT power plant in the Wallonia region Marcinelle (Belgium). In June 2008 the Company acquired 80% of the corporate capital of the Belgian special purpose company Marcinelle Energie S.A. for EUR 37 million. During 2010 the Company recapitalized Marcinelle Energie S.A. for EUR 86 million by converting an existing financial receivable into a new equity investment increase.

The Company also granted Duferco, the former owner of Marcinelle, a "put option" for the remaining 20% of the shares (considered as a further element of the acquisition price) to be exercised within 72 months and 12 months after the "provisional acceptance". In December 2012 this put option has been executed by Duferco for EUR 36 million while the payment was carried out in January 2013.

Moreover the management of Enel Group decided to sell its entire 100% stake in Marcinelle and accordingly the equity investment has been reclassified to "assets held for sale" on a separate line of financial position of Enel Investment Holding B.V. as from 31 December 2012. At 30 June 2014, the assets and liabilities of Marcinelle Energie have been reclassified in its corresponding previous accounts, following the loss of the requirements in accordance with IFRS 5.

## **28.b Associated companies**

### **Res Holding**

In June 2006 the Company bought 49,5% of the shares in Res Holding B.V., a company existing under the laws of the Netherlands which owns 100% of the shares in the Russian electricity trading company, Rusenergosbyt LLC.

### **Enel Insurance**

In order to reorganize the reinsurance business activities within the Enel Group as carried out by the Company's former subsidiary Enel. Re. Ltd and Compostilla Re SA (wholly owned by Endesa S.A.) in August 2011 the Company established a new wholly owned company named Enel.Re N.V. under the laws of the Netherlands with an initial share capital of EUR 50 thousand. Subsequently 50% of the shares issued were sold and transferred to Endesa S.A. for a value of EUR 25 thousand.

Furthermore, in November 2011, both the shareholders of Enel.re NV, Enel Investment Holding BV and Endesa SA, contributed their entire stakes in Enel.Re Ltd and in Compostilla Re SA to Enel.Re N.V.

The value of the contribution of Enel.Re Ltd was set at its fair value as of 30 November 2011 which is broadly comparable, at the same date, with its consolidated net equity value as stated in the IFRS consolidated financial statement of the Company Enel S.p.A totalling EUR 78 million. The difference between this value and the book value in the books of the Company of Enel.re Ltd totalling EUR 56 million was recorded in the 2011 income statement under other revenues.

The shares in Enel.Re Ltd, a reinsurance company existing under the laws of Ireland, were acquired by the Company in 2004 following the liquidation of the Company's subsidiary Enel Holding Luxembourg S.A., a Luxembourg company incorporated as a holding company carrying out financial activities for the Enel Group, which ceased operations.

On 28 June 2012 Enel.Re N.V. was renamed Enel Insurance N.V.

## 29. Equity investments available-for-sale – EUR 154 million

The following table lists equity investment classified as available for sale at 30 June 2014 and 31 December 2013.

Millions of euro										
30 June 2014						31 Dec. 2013				
Name	Cost Price	recognized in equity	Accumulated Impairment	Fair Value	% Held	Cost Price	recognized in equity	Accumulated Impairment	Fair Value	% Held
Echelon Corporation	20	(15)	-	5	7,9	20	(16)	-	4	7,9
PT Bayan Resources	138	129	(118)	149	10,0	138	149	(118)	169	10,0
<b>Total</b>	<b>158</b>	<b>114</b>	<b>(118)</b>	<b>154</b>		<b>158</b>	<b>133</b>	<b>(118)</b>	<b>173</b>	

### Echelon Corporation

The 7,9% stake in corporate capital of Echelon was bought in December 2005 from Enel S.p.A. for USD 25 million (EUR 20 million). Echelon is listed on the NASDAQ stock market in the USA and 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 recorded directly in other comprehensive income.

### Bayan Resources

The 10% stake in corporate capital of Bayan Resources T.b.k. was acquired in August 2008 for a total consideration of IDR 1.933 billion (EUR 138 million). 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.

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.



Shares in Bayan Resources T.b.k. are recognized at fair value with any gains or losses recorded directly in other comprehensive income.

### 30. Other non-current financial assets – EUR 296 million

Financial receivables relate to an internal agreement between the Company and Enel Finance International NV based on which the latter undertook to the Company to assume all the Company's payment obligations under the notes issued (a 5,25% fixed-rate bond instalment maturing in 2023).

In 2011 further to a reorganization whereby all international financial activities of the Enel Group were centralized in Enel Finance International N.V., the Company terminated the initial agreement with Enel S.p.A. as of 29 September 2011 and entered into a new agreement for the assumption of debt with Enel Finance International N.V.

## Current assets

### 31. Current financial assets – EUR 732 million

Millions of euro

	30 June 2014	31 Dec. 2013	Change
<b>Financial receivables due from Group companies:</b>			
- accrued income on GMTN debt assumption	12	6	6
- intercompany current amount with Enel SpA	90	5	85
- other financial receivables	548	1.010	(462)
<b>Financial receivables due from others:</b>			
- other financial receivables	82	8	74
<b>Total</b>	<b>732</b>	<b>1.029</b>	<b>(297)</b>

The decrease of the financial receivables due from Group companies is primarily the result of the reclassification of the Short Term deposits between the Company and Enel Finance International N.V. (EUR 465 million) into cash and cash equivalents, partially offset by the increase of the intercompany current account held with Enel S.p.A. (EUR 85 million), essentially due to a payable related to a forex transaction with Enel Finance International NV (EUR 81 million) not yet paid as of 30 June 2014.

Other financial receivables due from others mainly relate to a financial receivable from LLC OGC Itera after the sale of Artic Russia BV (EUR 81 million), as a consequence of the agreements entered into by LLC OGC Itera and the Company before the completion of the transaction.

### 32. Other current assets – EUR 28 million

"Other current assets" mainly relate to the dividends resolved by Enel OGK-5 in June 2014 and collected by the Company in July 2014 (EUR 24 million).

### 33. Cash and cash equivalents – EUR 510 million

The item includes the Short Term deposit Agreement between the Company and Enel Finance International N.V. for EUR 510 million.

## Liabilities and shareholders' equity

### 34. Shareholders' equity – EUR 4.227 million

#### 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.

#### Share premium reserve – EUR 2.410 million

#### Fair value reserve AFS – EUR 114 million

This items includes the accumulated income recognized directly in equity referring to available-for-sale financial assets measured at fair value held in Bayan Resources T.b.K and Echelon Corporation.

## Non-current liabilities

### 35. Long-term loans – EUR 298 million

Millions of euro	Maturing	Carrying amount	Nominal value	Carrying amount	Nominal value
30 June 2014			31 Dec. 2013		
<b>Bonds:</b>					
- listed, fixed rate 5,25%	2023	298	300	298	300

At 30 June 2014 the Company had one outstanding issued bond, listed on the Luxembourg stock exchange, for a nominal value of EUR 300 million maturing in 2023.

In June 2006 the Company signed an agreement for the assumption of debt with its shareholder Enel S.p.A.; based on this agreement Enel S.p.A. agreed to assume all of the Company's payment obligations regarding of the aforementioned bonds. In September 2011 this agreement was terminated and a new agreement was signed under the same conditions with Enel Finance International N.V.

### 36. Provision for risks and charges – EUR 86 million

The item mainly reflects the disputes with partners concerning acquisitions made in previous years.

## Current liabilities

### 37. Current financial liabilities – EUR 13 million

Millions of euro			
	30 June 2014	31 Dec. 2013	Change
Accrued expenses on GMTN bond	12	4	8
Accrued expenses from Shareholder	1	1	-
<b>Total</b>	<b>13</b>	<b>5</b>	<b>8</b>

### 38. Other current liabilities – EUR 862 million

Millions of euro			
	30 June 2014	31 Dec. 2013	Change
Payables owed to related parties:			
- shareholder	-	2	(2)
- Enel Finance International NV	82	-	82
Payables due to third parties:			
- Put option liability - Enel Distributie Muntenia S.A.	661	661	-
- Put option liability - Enel Energie Muntenia S.A.	117	117	-
- Other sundry payables	2	1	1
<b>Total</b>	<b>862</b>	<b>781</b>	<b>81</b>

“Other current liabilities” mainly relate to the put options granted to minority shareholders of already owned entities Enel Distributie Muntenia S.A. (23,6%) and Enel Energie Muntenia S.A. (23,6%) as specified in the table above. The item came to EUR 862 million, up EUR 81 million over 31 December 2013. The increase is the result of a payable related to a forex transaction with Enel Finance International NV (EUR 81 million) not yet paid as of 30 June 2014.

Being exercised the put option right over Muntenia companies by Electrica the fair value of the put option as at 30 June 2014 is equal to zero (zero as of 31 December 2013) and therefore the amount of current payables accounted for by the Company in its separate financial position is totally aligned with its related consolidated current liability as of 30 June 2014 (EUR 778 million).

## 39. 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 its related parties at 30 June 2014 and 31 December 2013 respectively.

Millions of euro	Receivables	Payables	Cost	Income	Dividends
	30 June 2014		1st Half 2014		
<b>Shareholder:</b>					
Enel S.p.A	90	2	2	-	-
<b>Associated Companies:</b>					
Res Holding B.V.	-	-	-	-	19
Enel OGK-5	24	-	-	-	24
<b>Other affiliated companies:</b>					
Enel Trade	1	-	-	1	-
Enel Finance International NV	1.071	82	1	12	-
<b>Total</b>	<b>1.186</b>	<b>84</b>	<b>3</b>	<b>13</b>	<b>43</b>

Millions of euro	Receivables	Payables	Cost	Income	Dividends
	31 dec 2013		1st Half 2013		
<b>Shareholder:</b>					
Enel S.p.A	5	3	1	-	-
<b>Associated Companies:</b>					
Res Holding B.V.	-	-	-	-	52
<b>Other affiliated companies:</b>					
Enel Trade	1	-	-	-	-
Enel Finance International NV	1.032	-	4	8	-
<b>Total</b>	<b>1.038</b>	<b>3</b>	<b>5</b>	<b>8</b>	<b>52</b>

## Compensation of Directors

The emoluments of the Company Directors charged in 2014, as per Section 2:383 (1) of the Dutch Civil Code, amounted to EUR 36 thousand (EUR 38 thousand in 2013) and are summarized in the following table:

(all amounts in thousands of Euro)	30 June 2014	30 June 2013
Mr. A.J.M. Nieuwenhuizen	9	9
Mr. F. Mauritz	9	9
Mr. H. Marseille	9	9
Mr. E. Di Giacomo	9	8
Mr. K.J. Shell	-	3
Mr. A. Canta	-	-
Mr. M. Saleme	-	-
Mr. C. Palasciano Villamagna	-	-
	<hr/>	<hr/>
	36	38

## Board of Directors composition

Taking into account the new 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 the Board members of the Company are currently all men. 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 fulfill its responsibilities and properly execute its duties.

## 40. Subsequent events

There are not significant post balance sheets events to be reported.

Amsterdam, 28 July 2014

The Board of Directors:

M. Salemme

A. Canta

C. Palasciano

H. Marseille

F. Mauritz

A.J.M. Nieuwenhuizen

E. Di Giacomo

## Annex

## **Subsidiaries and associated companies of Enel Investment Holding B.V. at 30 June 2014**

Below is a list of the subsidiaries and associates of Enel Investment Holding B.V. at 30 June 2014. The Company has full title to all investments.

The following information is included for each company: name, registered office, activity, share capital, currency, Group companies that have a stake in the company and their respective ownership share, and the Group's ownership share.



## Subsidiaries consolidated on a line-by-line basis at 30 June 2014

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
<b>30 June 2014</b>								
<b>Parent company:</b>								
Enel Investment Holding BV	Amsterdam	Netherlands	Holding company	1.593.050.000	EUR	Enel SpA	100,00%	100,00%
<b>Subsidiaries:</b>								
Enel Distributie Banat SA	Timisoara	Romania	Electricity distribution	382.158.580	RON	Enel Investment Holding BV	51,00%	51,00%
Enel Distributie Dobrogea SA	Costanza	Romania	Electricity distribution	280.285.560	RON	Enel Investment Holding BV	51,00%	51,00%
Enel Distributie Muntenia SA	Bucharest	Romania	Electricity distribution	271.635.250	RON	Enel Investment Holding BV	64,43%	64,43%
Enel Energie Muntenia SA	Bucharest	Romania	Electricity sales	37.004.350	RON	Enel Investment Holding BV	64,43%	64,43%
Enel Energie SA	Bucharest	Romania	Electricity sales	140.000.000	RON	Enel Investment Holding BV	51,00%	51,00%
Enel France Sas	Paris	France	Electricity trading	34.937.000	EUR	Enel Investment Holding BV	100,00%	100,00%
Enel Gas Rus LLC	Moscow	Russian Federation	Electricity services	350.000	RUB	Enel Investment Holding BV	100,00%	100,00%
Enel Lease Eurl	Lyon	France	Electricity generation from renewable resources	500.000	EUR	Enel France Sas	100,00%	100,00%
Enel OGK-5 OJSC	Ekaterinburg	Russian Federation	Electricity generation	35.371.898.370	RUB	Enel Investment Holding BV	56,43%	56,43%
Enel Productie Srl	Bucharest	Romania	Electricity generation	20.210.200	RON	Enel Investment Holding BV	100,00%	100,00%
Enel Romania Srl	Judetul Ilfov	Romania	Business services	200.000	RON	Enel Investment Holding BV	100,00%	100,00%
Enel Servicii Comune SA	Bucharest	Romania	Energy services	33.000.000	RON	Enel Distributie Banat SA Enel Distributie Dobrogea SA	50,00% 50,00%	51,00%
Enelco SA	Athens	Greece	Plant construction, operation and maintenance	60.108,80	EUR	Enel Investment Holding BV	75,00%	75,00%
Marcinelle Energie SA	Charleroi	Belgium	Electricity generation, transport, sale and trading	110.061.500	EUR	Enel Investment Holding BV	100,00%	100,00%
OGK-5 Finance LLC	Moscow	Russian Federation	Finance	10.000.000	RUB	Enel OGK-5 OJSC	100,00%	56,43%
Prof-Energo LLC	Sredneuralsk	Russian Federation	Energy services	10.000	RUB	Sanatorium-Preventorium Energetik OJSC	100,00%	56,43%
Sanatorium-Preventorium Nevinomyssk Energetik OJSC		Russian Federation	Energy services	10.571.300	RUB	OGK-5 Finance LLC Enel OGK-5 OJSC	0,01 % 99,99%	56,43%
Société Du Parc Eolien Grandes Terres Ouest Eurl	Lyon	France	Electricity generation from renewable resources	21.000	EUR	Enel France Sas	100,00%	100,00 %
Teploprogress OJSC	Sredneuralsk	Russian Federation	Electricity sales	128.000.000	RUB	OGK-5 Finance LLC	60,00%	33,86%

## Associated companies accounted for using the equity method at 30 June 2014

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
<b>30 June 2014</b>								
<b>Parent company:</b>								
Enel Insurance NV	Amsterdam	Netherlands	Reinsurance	60.000	EUR	Endesa SA Enel Investment Holding BV	50,00% 50,00%	50,00%
<b>Subsidiaries of Enel Insurance NV:</b>								
Compostilla Re SA	Luxembourg	Luxembourg	Reinsurance	12.000.000	EUR	Enel Insurance NV	100,00%	50,00%
<b>Parent company:</b>								
Res Holdings BV	Amsterdam	Netherlands	Holding company	18.000	EUR	Enel Investment Holding BV	49,50%	49,50%
<b>Subsidiaries of Res Holding BV:</b>								
Lipetskennergosbyt LLC	Lipetskaya Oblast	Russian Federation	Electricity sales	7.500	RUB	Rusenergoby C LLC	75,00%	18,93%
Rusenergoby LLC	Moscow	Russian Federation	Electricity trading	2.760.000	RUB	Res Holdings BV	100,00%	49,50%
Rusenergoby C LLC	Khanty-Mansiyskiy	Russian Federation	Electricity sales	5.100	RUB	Rusenergoby C LLC	51,00%	25,25%
Rusenergoby Siberia LLC	Krasnoyarskiy kray	Russian Federation	Electricity sales	4.600.000	RUB	Rusenergoby LLC	50,00%	24,75%
Rusenergoby Yaroslav	Yaroslavl	Russian Federation	Electricity sales	100.000	RUB	Rusenergoby LLC	50,00%	50,00%

## Other equity investments at 30 June 2014

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% Group holding	% holding
<b>30 June 2014</b>								
Echelon Corporation	Wimintgon	USA (Delaware)	Energy control networking platform	424.128,16	USD	Enel Investment Holding BV	7,9%	7,9%
Bayan Resources Tbk	Jakarta	Indonesia	Coal producer	333.333.350.000	IDR	Enel Investment Holding BV	10,00%	10,00%
Braila Power S.A.	Sat Chiscani	Romania	Electricity generation	90.000	RON	Enel Investment Holding BV	28.50%	29.93%

## Companies in liquidation at 30 June 2014

Company name	Registered office	Country	Activity	Share capital	Currency	Held by	% holding	Group % holding
<b>30 June 2014</b>								
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 %