

# 2002 results Strategy & business review

Analyst presentation  
Madrid, February 26<sup>th</sup> 2003



- 1. 2002 results
- 2. Strategy & Business Review
  - Spain
  - Europe
  - Latin America
  - Telecoms
- 3. Financial review
- 4. Conclusions

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# 2002: Performance in Challenging Times

## Performance 2002

### **Solid business base:**

- Output 149,665 GWh
- Electricity sales 155,042 GWh

### **Strong Cash Flow generation:**

- €5.3 bn EBITDA
- €4.3 bn Cash Flow

### **Improving quality of earnings:**

- +43,4% Ordinary Income
- Provisions –€1.2 bn; net - €0.8 bn.
- €1.3 bn Net Income

### **Strengthen balance sheet:**

- Debt reduction= €2.3 bn
- Debt to EBITDA from 5.0 to 4.3

## Decisions Related to Closing of 2002 Accounts

- **Extraordinary provisions and write-downs:** € 1,169 M in P&L and €2,126 M equity write-downs

Apply conservative criteria and manage for the long term through:

- Aligning book value with fair value
- Improving quality of earnings
- Strengthening the balance sheet
- Covering against future contingencies

- **Dividend 2002:** €0.6825 per share total dividend against 2002 earnings, same dividend as in 2001.

- 56.9% pay-out

# Highlights for 2002

## Consolidated results

€M	2002	2001	Change (%)
Revenues	17,238	16,085	+7.2%
EBITDA	5,278	5,004	+5.5%
EBIT	3,582	3,175	+12.8%
Ordinary Income	1,500	1,046	+43.4%
Extraordinary gain	1,745	1,212	+44.0%
Provisions & Extraordinary losses	-1,674	-633	+164.5%
Net Income	1,270	1,479	-14.1%
Cash Flow	4,285	3,347	+28.0%
EPS	1.20	1.40	-14.1%
Employees	26,354	26,885	-2.0%
Generation Output	149,665	130,821	+14.4%

# Highlights for 2002

## Consolidated results – Breakdown by line of business

€M	Domestic Electr.	Europe Electr.	LatAm Electr.	Other Businesses
Revenues	11,075	1,760	4,084	319
EBITDA	3,205	263	1,735	75
EBIT	2,131	150	1,268	33
Ordinary Income	1,726	15	31	-272
Net Income	2,026	21	-281	-496
Cash Flow	2,537	179	1,444	125
Employees	13,548	1,168	11,166	472
Generation Output (GWh)	89,417	17,551	42,697	-

## 2002 Results: Solid Performance in a Challenging Environment

- **Net income:** -14.1% to €1,270 M, after €802 M net provisions.
- **Net extraordinary income** fell from €579 M to €71 M (including €930 M capital gain on Viesgo, accounting for deficit €139 M and provisions)
- **Ordinary income:** +43% to €1,500 M consolidated EBIT +13% to €3,582 M.
- **Cash flow:** +28% to €4,285 M
- **Financial result:** 5.1% better than in 2001
  - 9% Debt reduction of € 2.3 bn and lower cost of debt (5.1%) resulted in €222 M lower net financial expenses that fully compensates net FX losses after minorities



## Provisions and Write-downs Provide Adequate Coverage for the Future

€1,169 M gross provisions in the P&L account, €802 M net

- €317 M goodwill write down in Smartcom
- €304 M provisions in domestic business, including €128 M for new meters regulation and liberalization, and €134 M pensions
- €396 M write downs in Latin American business for lower asset values derived from uncertain future scenarios including €145 M for full provisioning of Argentinean assets
- €152 M for the deferral of tax losses in telecoms
- 4Q provisions €882 M

Additionally, equity write-down of €2,126 M in the balance sheet due to currency depreciation

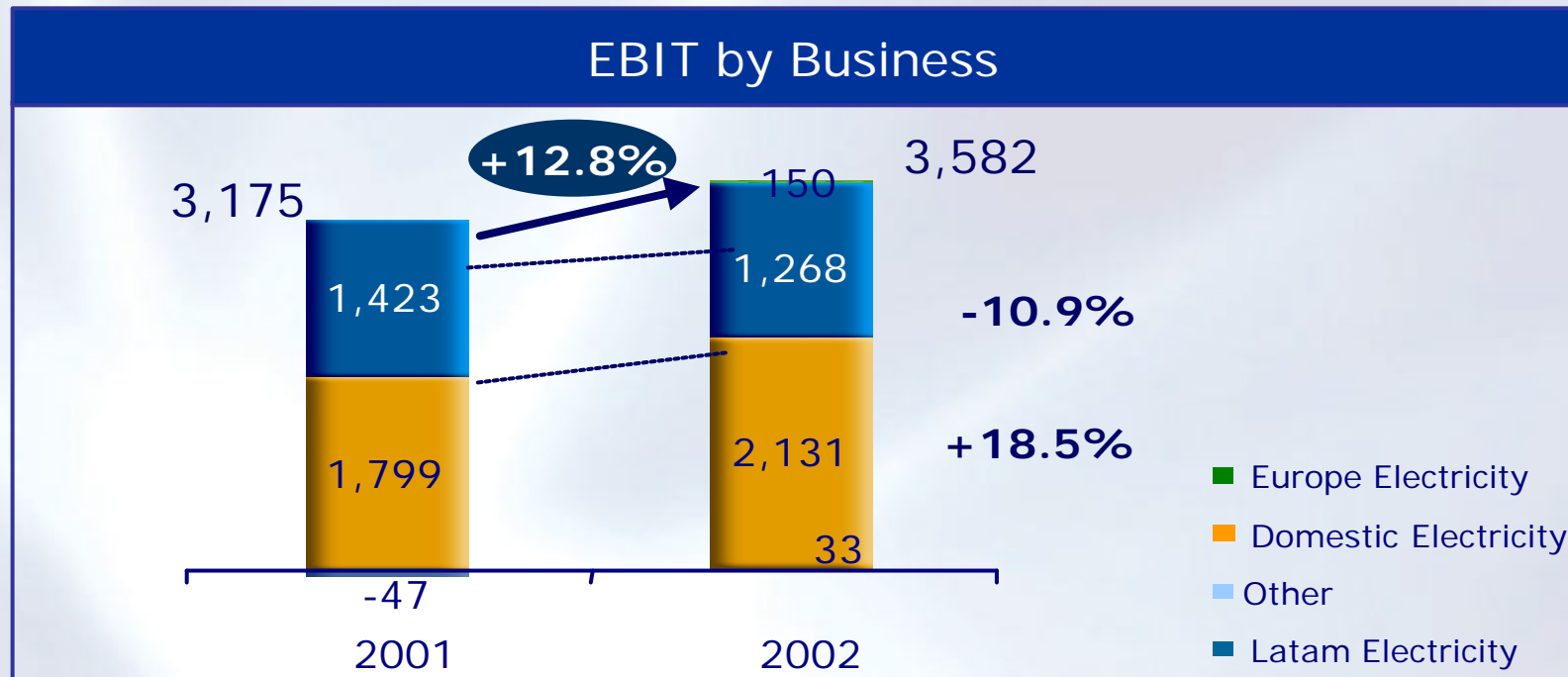
2002 goodwill written down and amortised: € 693 M

## Positive Performance in the 4<sup>th</sup> Quarter

- **Domestic Business:** EBIT + 184% to €953 M reflects:
  - Better hydro conditions and full recognition of accrued revenues in 2002.
  - 4Q 2001 reversion of €174 M island remuneration
- **Europe:** EBIT of € 55 M, 37% of full year EBIT
  - Tariff seasonality and efficiency program despite exceptional items in Italy
- **Latin America:** EBIT of €301 M, ex-ARTE +26%
  - Demand recovery +7%
  - Argentina EBIT +16%, from previous quarter.
- **Financial results:** improve by €602 M
  - Net FX gain of € 286 M in 4Q02 against net FX loss of € 298 M in 4Q01 due to stronger currencies vs US\$
- **Extraordinary results:**
  - Net extraordinary loss of €503 M after €882 M provisions in the quarter

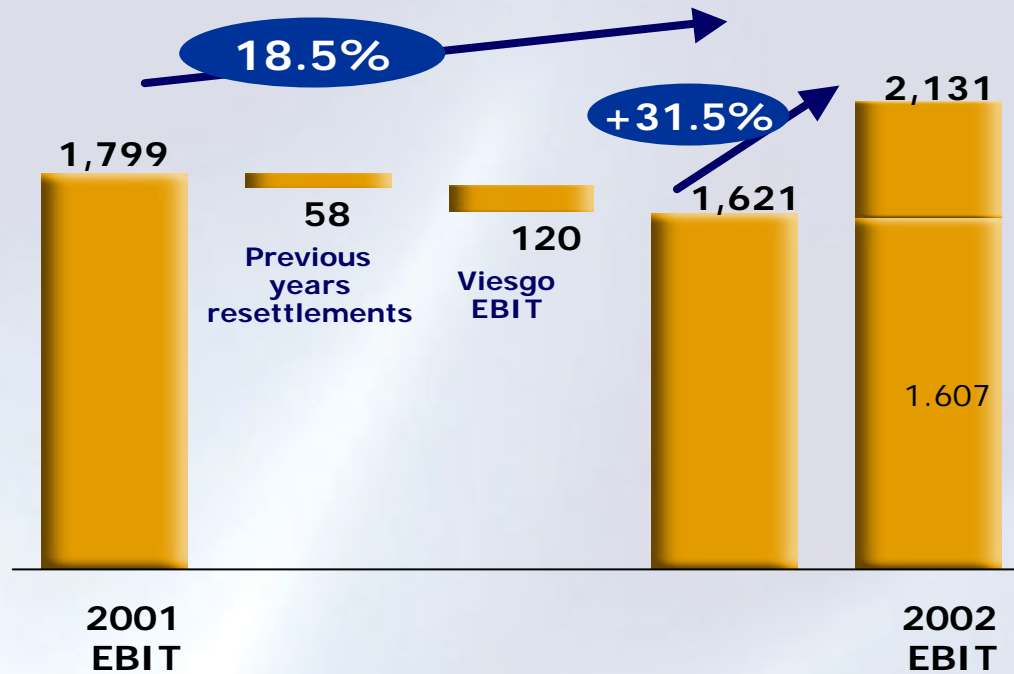
# 2002 EBIT: +12.8%, Change in Trend

- **Domestic Business** +18.5% EBIT :
  - Generation: Higher volumes and prices more than offset higher fuel cost
  - Included all revenues accrued in 2002 after RD1432/2002 recognised tariff deficit
- **Europe:** EBIT €150 M
  - In line with business plan due to efficiency gains.
  - Compensates €120 M EBIT Viesgo in 2001
- **Latin America:** EBIT –10.9% After devaluations in the region.
  - EBIT +25% in local currency.
  - Ex-Argentina EBIT + 3.8%



# Domestic Business: Solid Performance, EBIT +18.5%

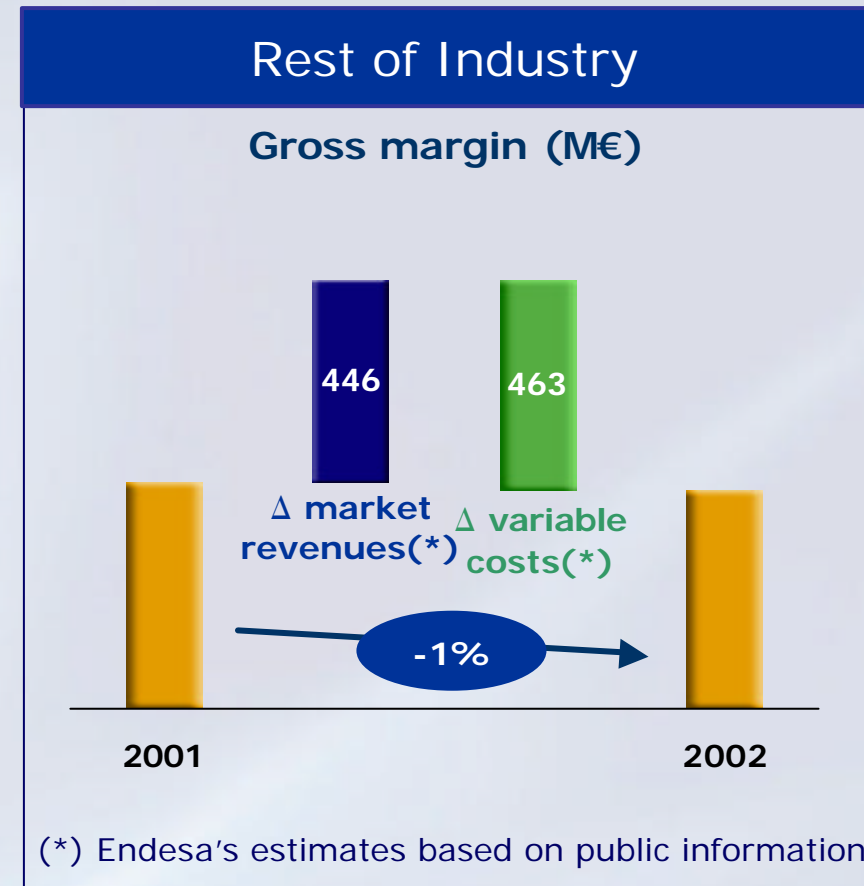
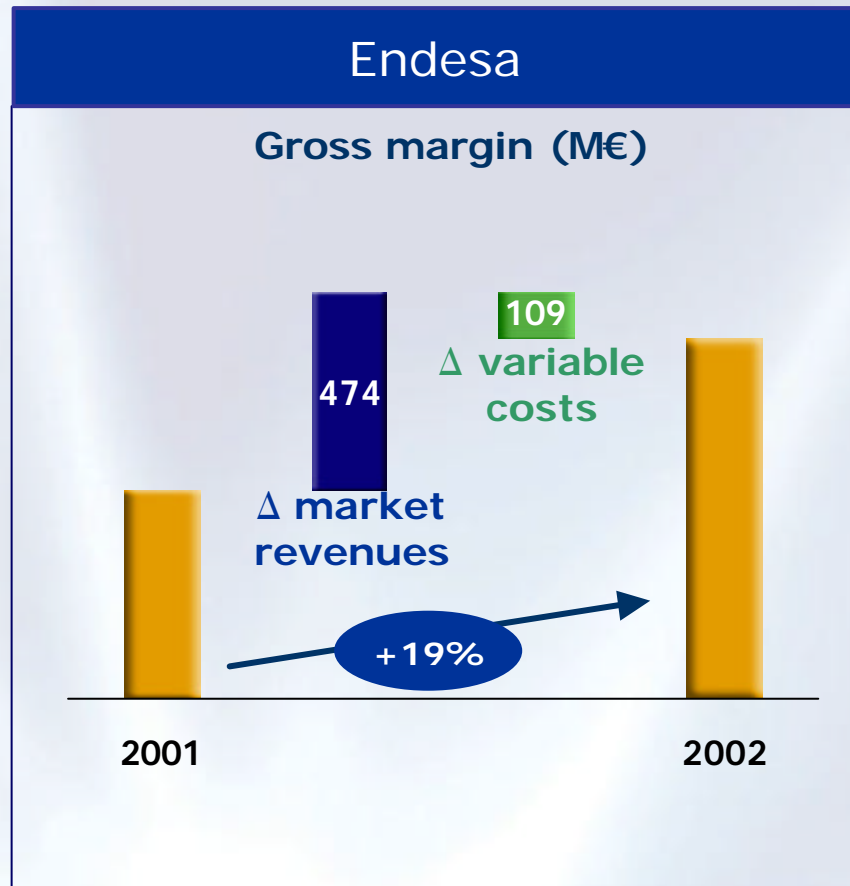
2002/2001 underlying EBIT performance (M€)



Domestic business has shown a strong performance in 2002 with 18.5% growth in EBIT

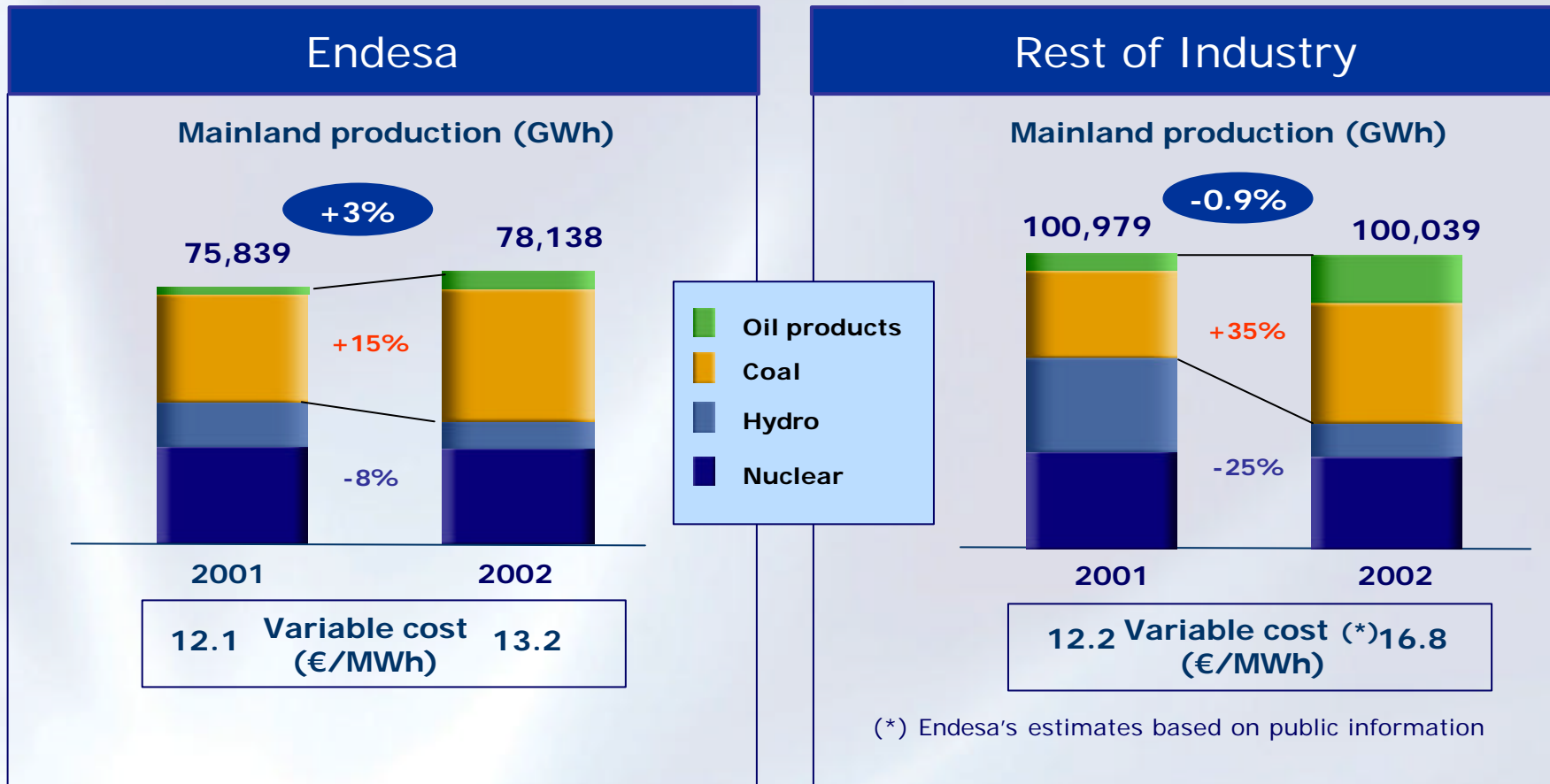
Stripping out the non-recurrent items from 2001 accounts, underlying growth of EBIT is 31.5%

# Spain: Benefit from Higher Prices in the Pool (Mainland)



**ENDESA has increased market revenues without increasing fuel costs to the same extent**

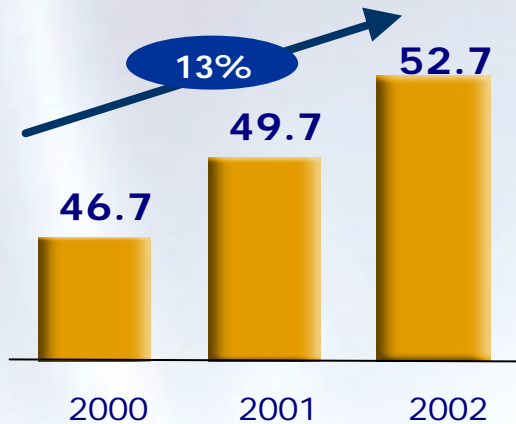
# Spain: Better Performance due to Flexible and Competitive Generation Mix (Mainland)



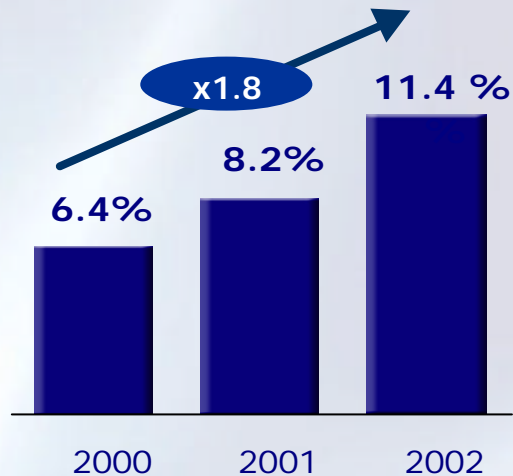
Our total production and our generation mix are more stable than the rest of the industry's, allowing to respond to changing hydro conditions. As a consequence, ENDESA's fuel costs are also more stable

# Spain: Supply Based on Profitable Retention of Market Leadership

Price to eligible customers (€/MWh)

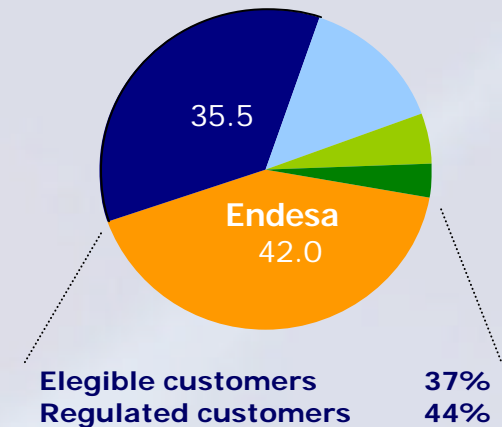


Gross margin in liberalized supply (% over sales)



Market share in the supply business

Total market share



Retention rate(\*)  
95.9%

Focus on profitability: Gross margin nearly doubled in two years  
Maintaining the leadership position through retention of customers

(\*) Retention rate = GWh of ENDESA in total liberalized market/GWh of liberalized market in ENDESA's distribution areas

# Gas in Spain: Largest Electricity Player in the Gas Market

- Gas market of ENDESA: 20,500 GWh
- Market share of 8% over total national supply
- ENDESA the most relevant gas player among the electric utilities

## Regulated market

- Market of 4,000 GWh in 2002
- 4% market share in supply to regulated customers
- 300,000 customers
- Main electricity company in the gas distribution business
- Joint management of gas and grid to extract synergies

## Liberalized customers

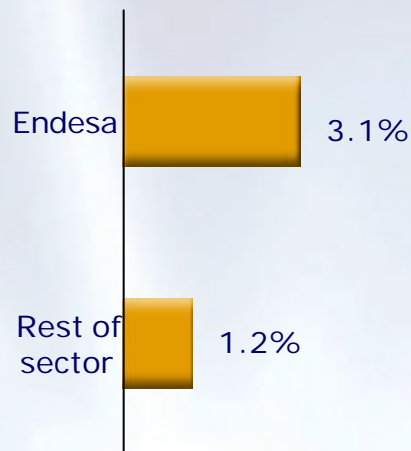
- Market of 16,500 GWh
- 12% market share including generation consumptions
- 400% increase in sales to industrial customers, to 4,300 GWh
- Positive margin from the first year of operation (>€5 M)



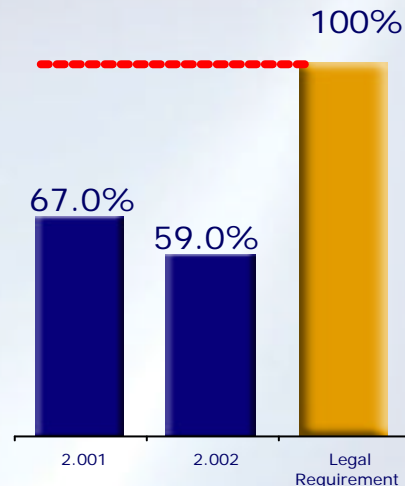
# Spain Regulated Businesses: Healthy Growth and Quality

## Distribution business in Spain

**Demand growth 2002 above sector average**

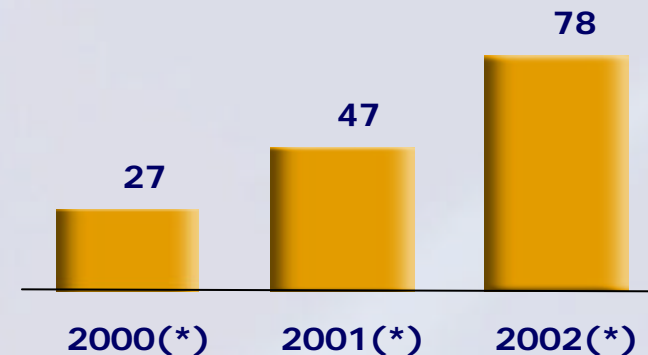


**Interruption time (ICEIT) within legal requirements**



## Generation in the islands

**EBIT evolution (M€)**



Output (GWh)	2000(*)	2001(*)	2002(*)
	9,838	10,560	10,948

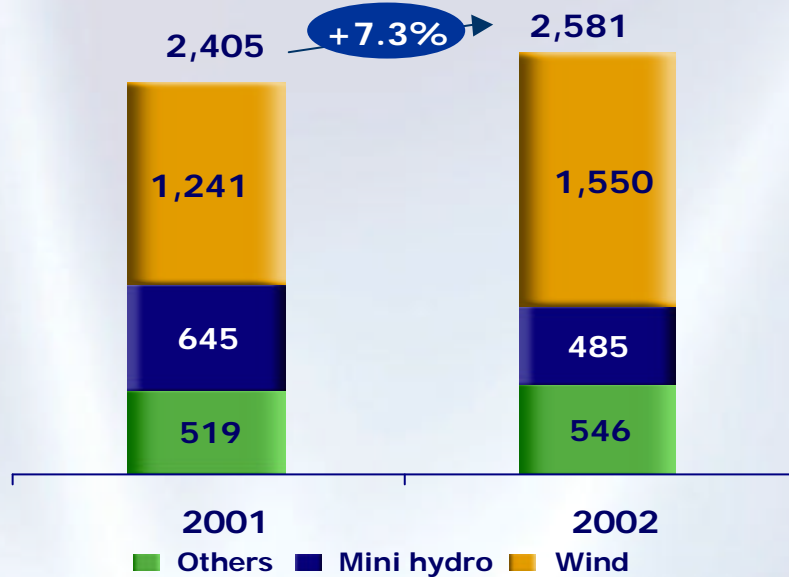
(\*) Not including recognized deficit of past years remuneration, provisionally established at 128 M€ for 2001

- Serving the highest growth areas
- Quality of service within legal requirements

- Islands generation starting to recover
- New regulation should add stability and increase profitability

# Spain Cogeneration and Renewables: Growth and Flexibility

## Renewable generation (GWh)



Continuous growth in renewables, particularly wind.

Growth through development of new projects (6 new wind farms - 150 MW)

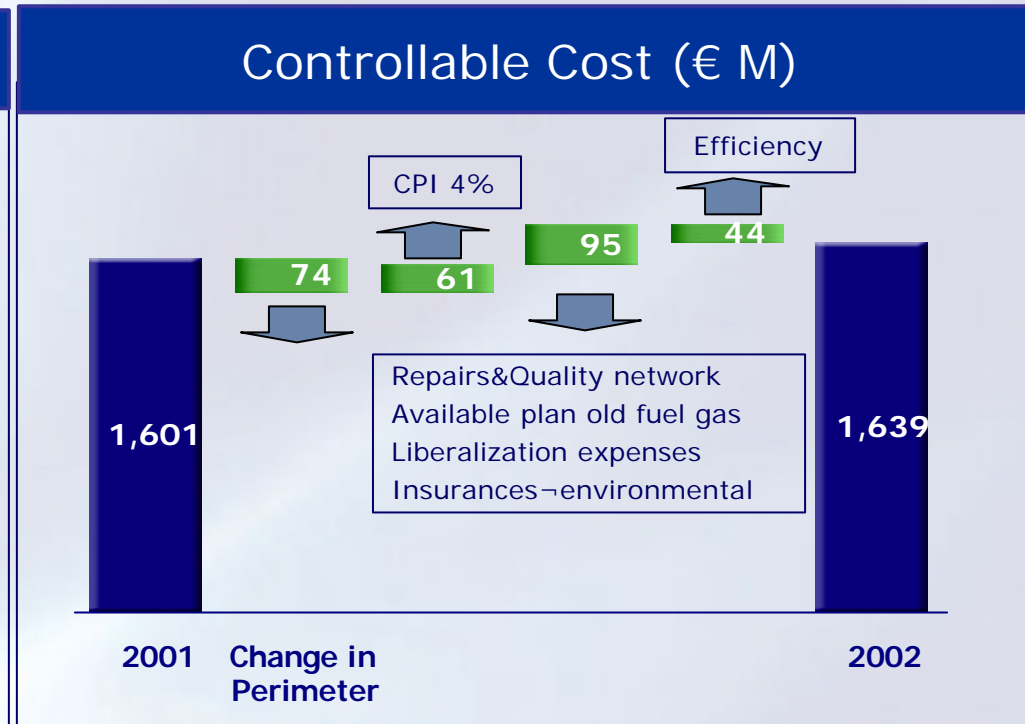
## Cogeneration (GWh)



Flexible strategy, divesting non profitable projects due to the reduction in regulated margins

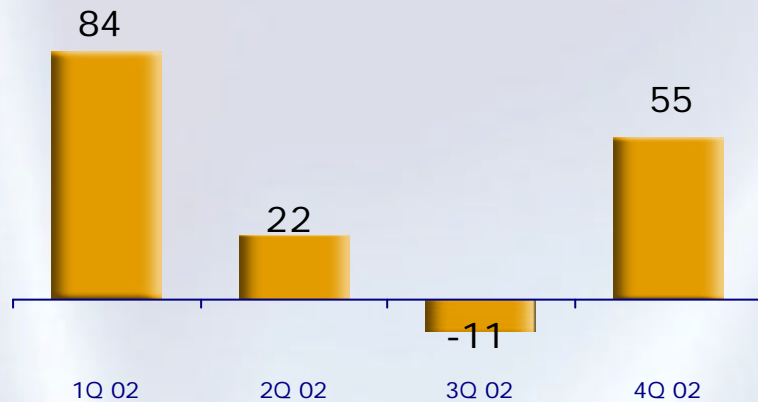
# Spain: Controllable Costs

- Controllable costs affected by extraordinary costs related to:
  - New CCGTs, 2003 full liberalisation and improvement of TIEPI and oil gas plants
- Generation O&M/MWh = € 5.5
- Distribution O&M/MWh = € 11.9
- Headcount –3.6% YoY ex Viesgo



# Endesa Europa: Italy Performing to Plan

## Quarterly EBIT evolution (€M)



## Negative impact of exceptional items:

- Tariff freeze: Sept-Dec. Delay high fuel cost recognition.
- Drought
- Green certificates and hydro penalties

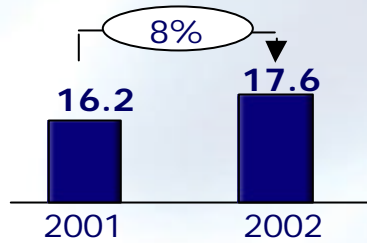
## Operating improvements

- Increased utilization of operating capacity (output +8%)
- Lower fixed costs (-15%)
- Lower unitary fuel costs (-16%)
- Workforce reduction (-30%)

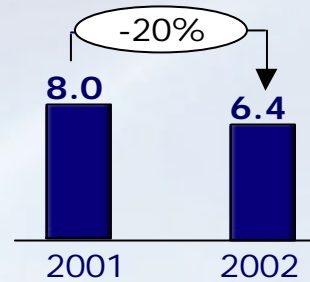
## Operating thermal capacity



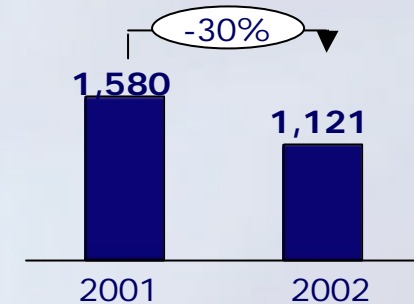
## Generation (TWh)



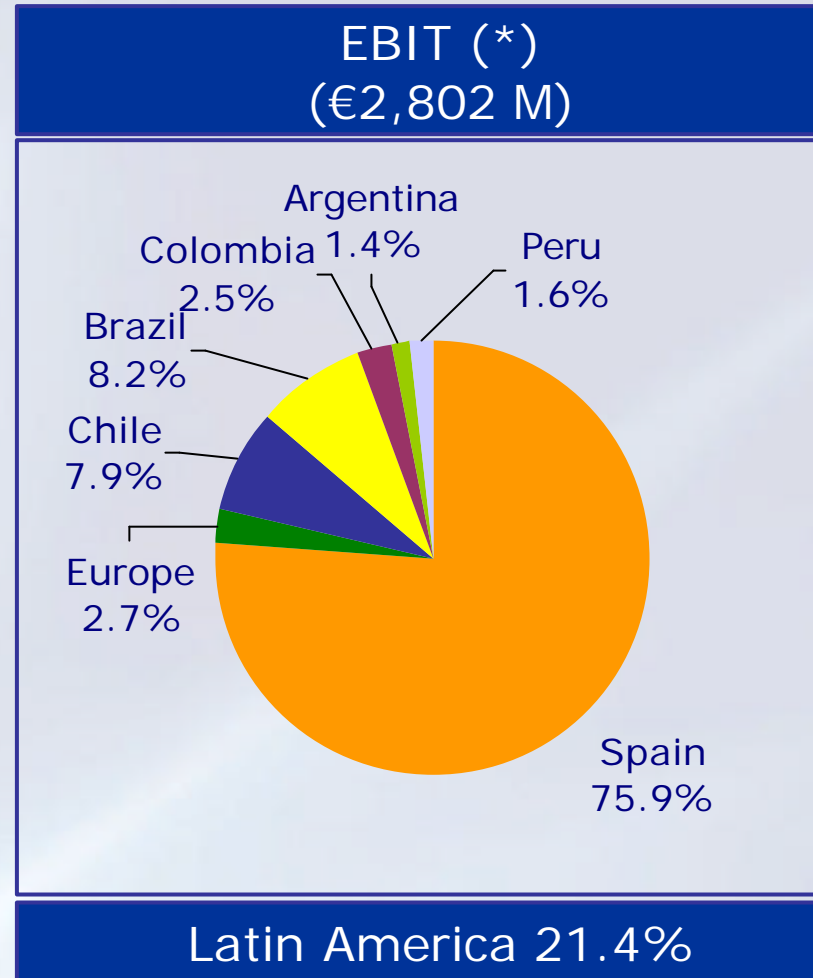
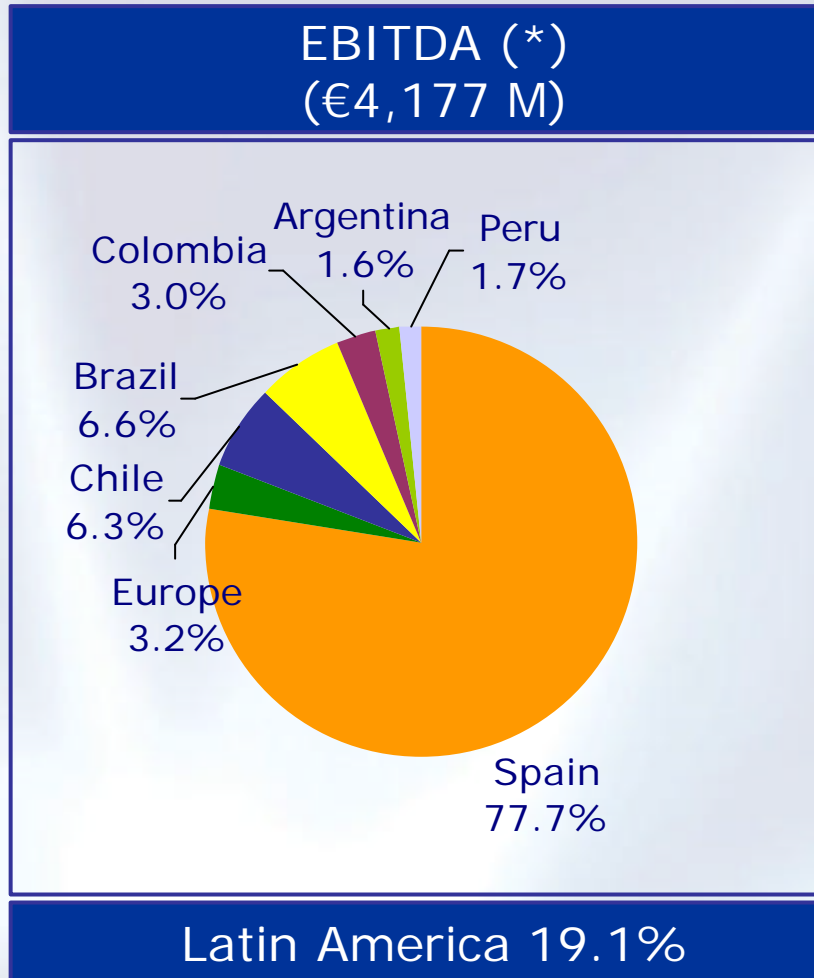
## O&M (Eur/MWh)



## Workforce reduction



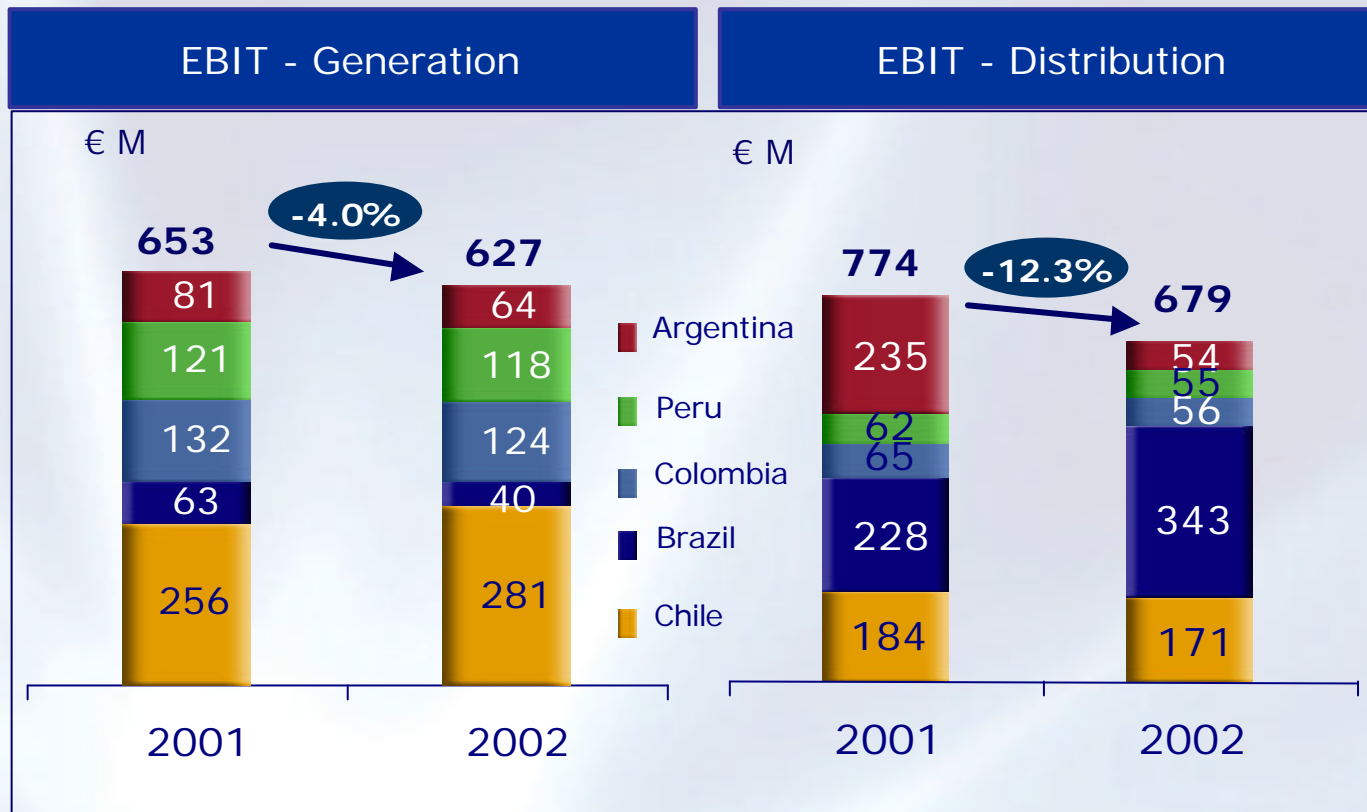
# Latin America: Contribution in 2002 Adjusted by Minority Interest



(\*) Proportionally consolidated

# Latin America: Overall Positive Operating Performance

- Despite tough environment and currency depreciation, EBIT only –11% in Euro
- EBIT in local currencies +25%
- EBIT in Euro ex-Argentina +4%



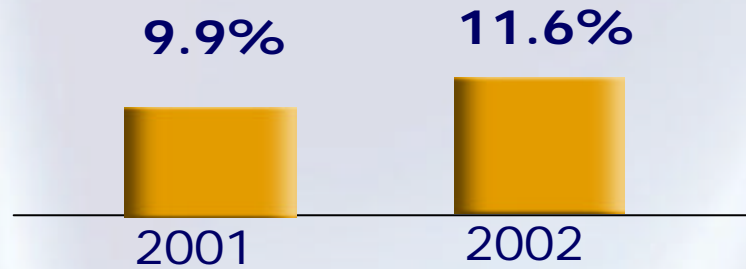
- Cash Flow  
€1,444 M, +4.4%
- Strong performance of Chile, Colombia and Peru offsets currency devaluations
- Chilean generation +10% despite 13% average devaluation
- Brazil includes €177 M from CIEN, €67 M capitalized expenses

Latam results benefit from efficiency gains and limited impact of recession on electricity business

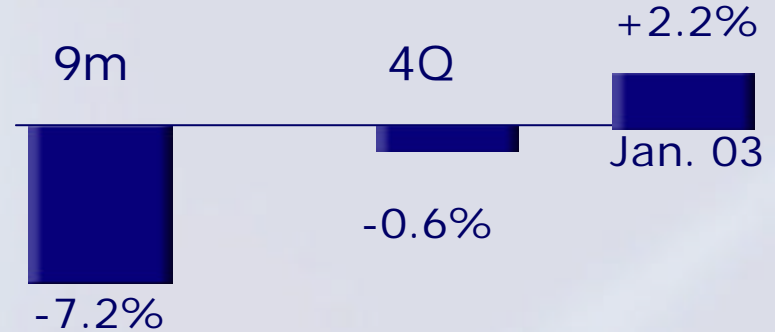


# Argentina: Stable Situation and Upside Potential

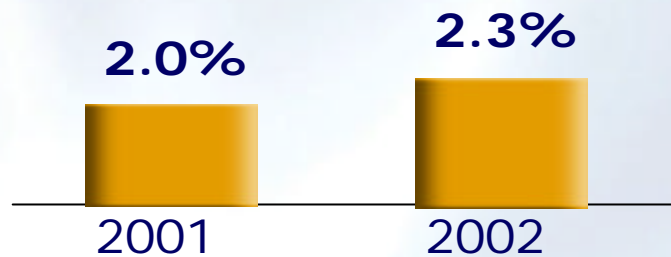
Losses



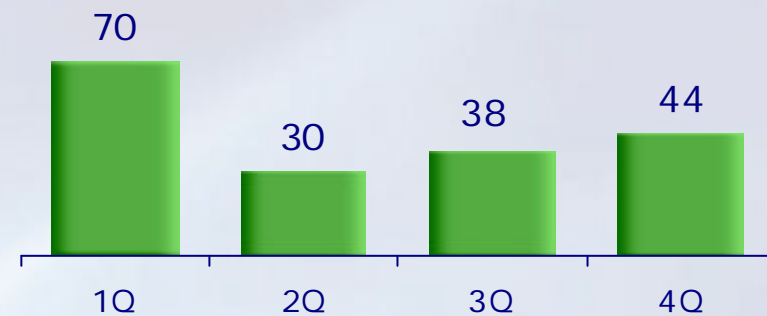
GWh distributed (02 vs. 01)



Uncollectable accounts



2002 EBITDA by quarter (€ M)

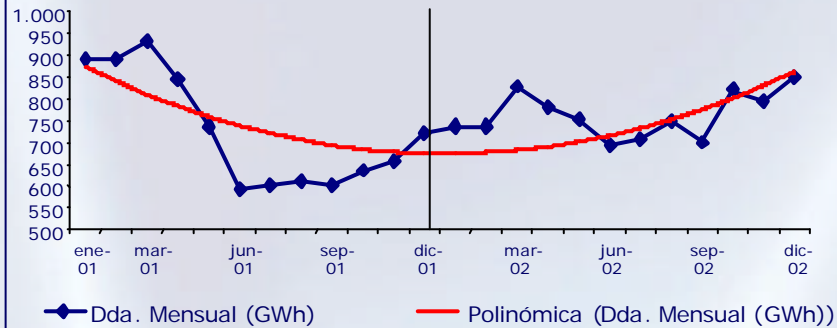


Arg/US\$: - September 02: 3.75

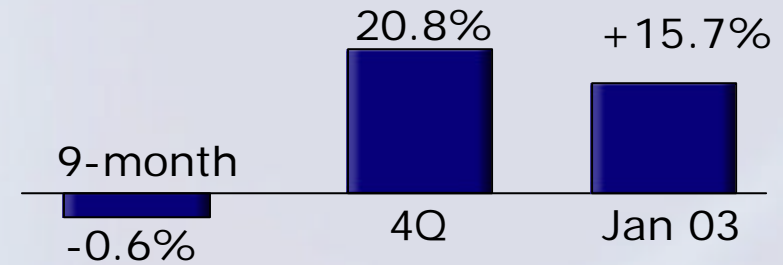
- December 02: 3.37

# Brazil: Demand Starts to Grow Steadily

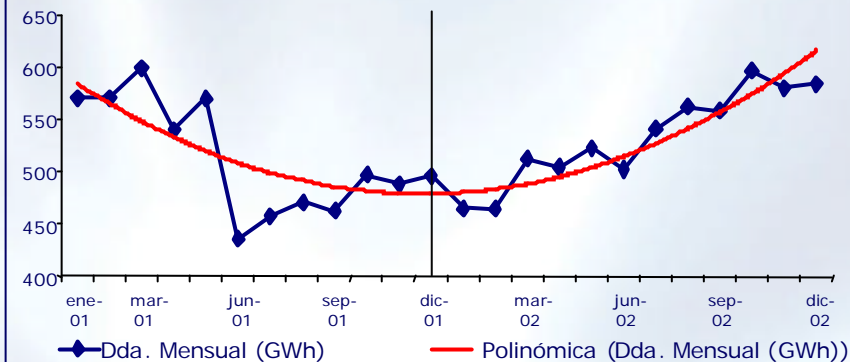
## Monthly Energy Demand - CERJ



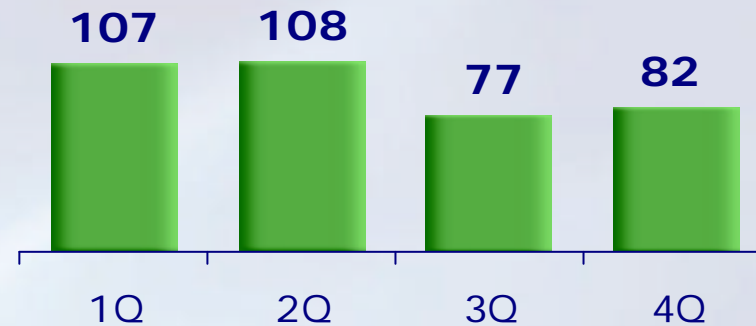
## GWh distributed (02 vs. 01)



## Monthly Energy Demand - COELCE



## Quarterly EBITDA (€ M), adjusting from capitalised FX expenses at CIEN



R\$/US\$: - September 02: 3.895

- December 02: 3.53



# Latin America: 51% of Initial Investment Written Down

**Net Initial Investment**

**€ 6,424 M**

**Writedowns adjusting investment to currency depreciations**

**Up to 2001**

**€ 1,181 M**

**In 2002**

**€ 2,126 M**

**Lat Am electricity book value as of December 02**

**€ 3,117M**

## Breakdown by country

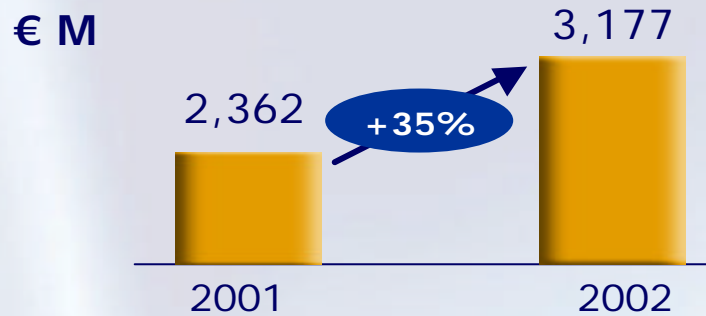
	€ million
Chile	1,070
Colombia	1,090
Brazil	707
Peru	250
Argentina	0

## Breakdown by concept

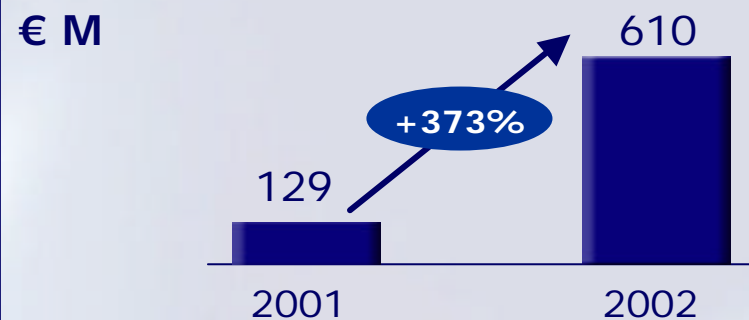
	€ million
Equity+ Goodwill	1,370
Intercompany loans	1,747

# Telecoms: Strong Financial Performance in Line with Plan

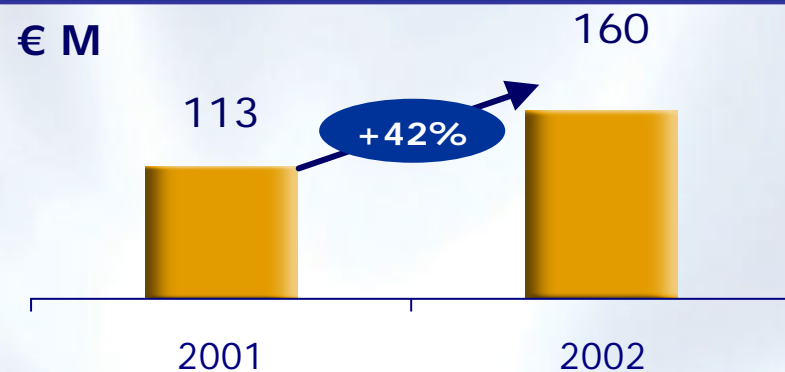
## AUNA Revenues



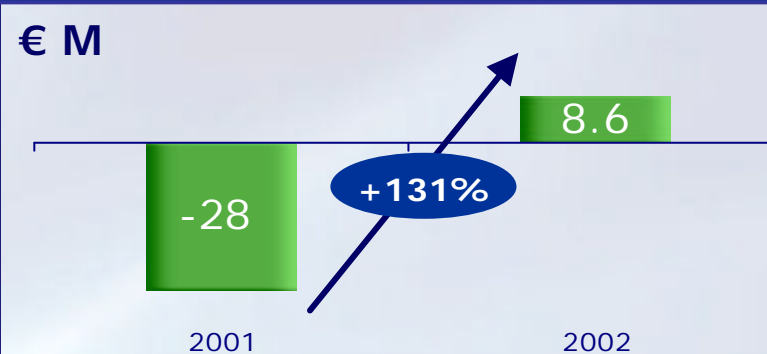
## AUNA EBITDA



## SMARTCOM Revenues



## SMARTCOM EBITDA

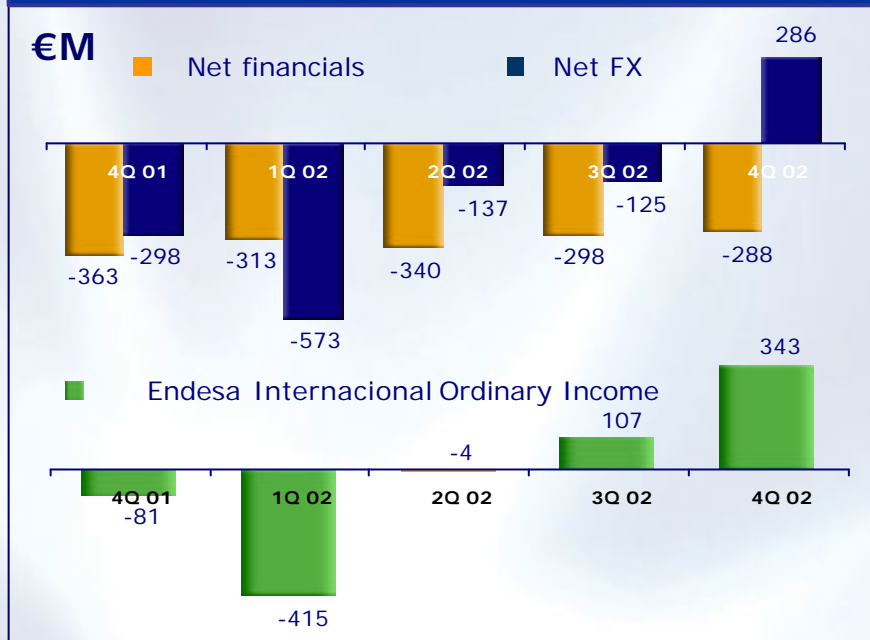


Amena positive net income for the first time: +€101 M vs € 120 M losses in 2001  
Towards AUNA breakeven in 2003 and self-financing

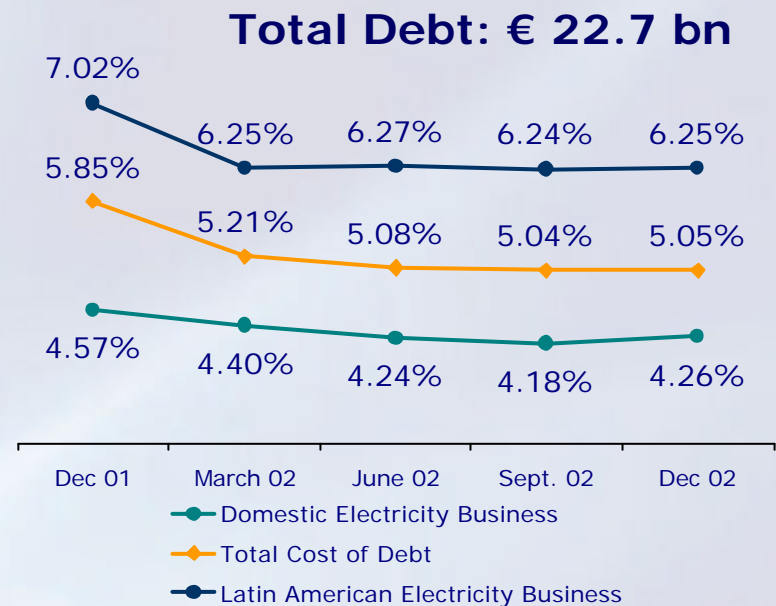
# Financial Results: Positive Trend Along the Year

- Financial expenses –7.9% as cost of debt was reduced from 5.85% to 5.05% and debt went down by € 2.26 bn
- Net FX losses of € 549 M, €392 M from Argentinean peso. €98 M net FX impact after minorities and taxes.
- Latin American currencies recovery in 4Q resulted in €286 M net FX gains in the quarter

## 2002 Quarterly Financial Results

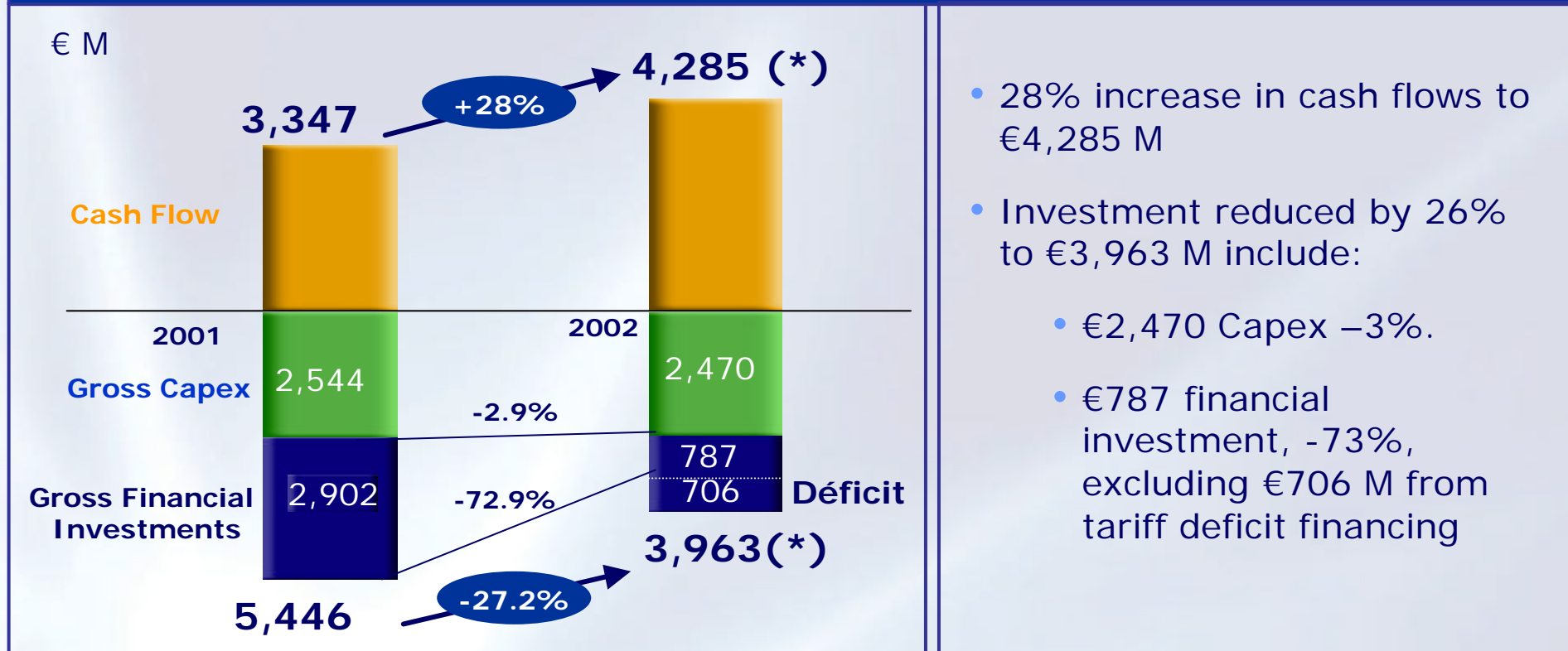


## 2002 Cost of Debt



# Higher Cash Flow / Investment Coverage

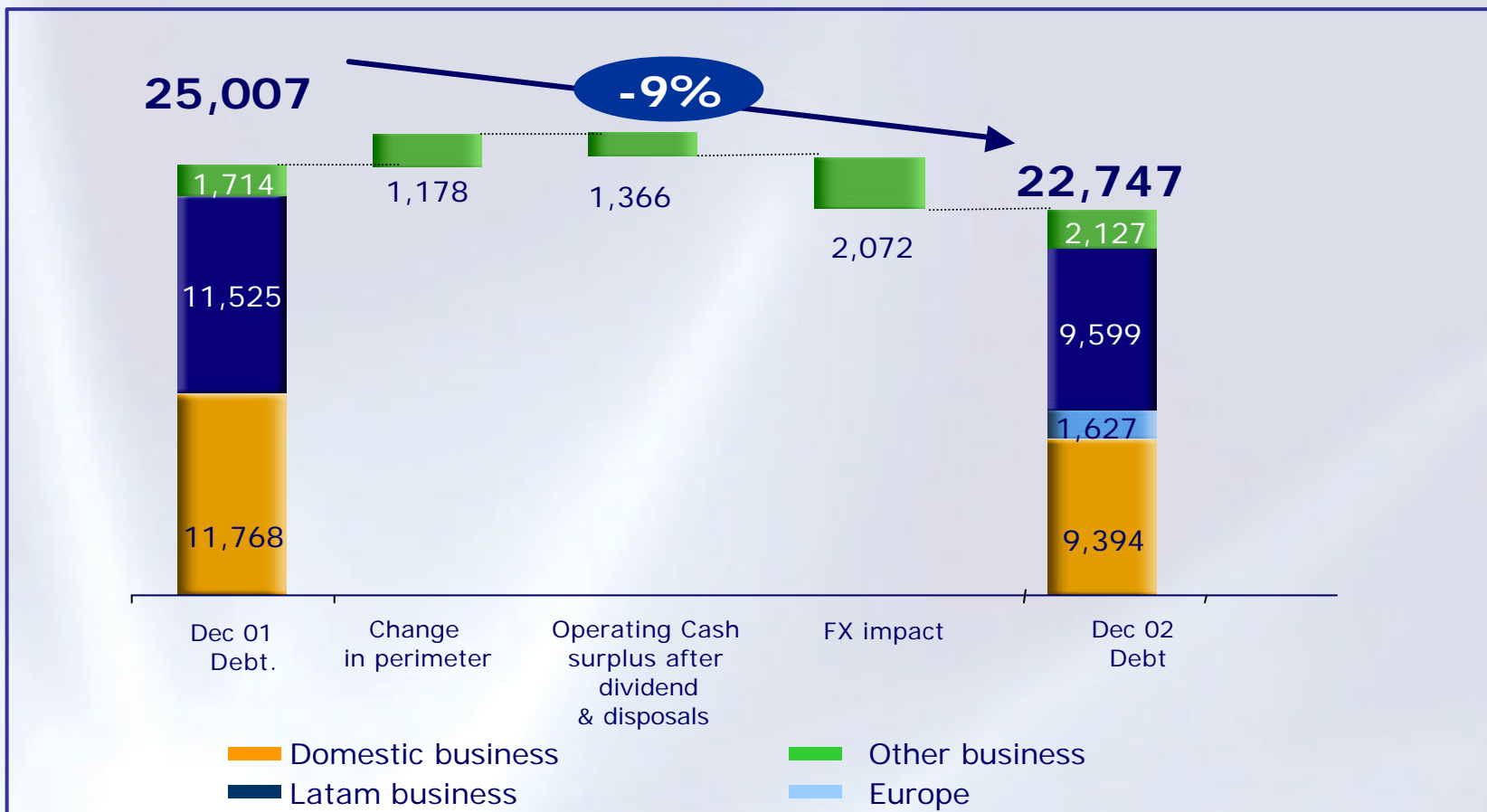
Available cash benefited from both lower investments and higher cash flow



...and will continue to improve with lower investment in coming years

(\*) Including tariff deficit

# Lower Debt Driven by Higher Cash Surplus and FX Impact



- Debt was reduced in domestic and Latin American business by 20% and 17% respectively
- Debt increased in Telecoms and Europe after changes in consolidation perimeter

Conclusions 2002 Results:  
Solid Performance in a Challenging  
Environment

## Better Outlook for 2003

- **Domestic business:**
  - 1.65% increase in tariff
  - Demand recovery in the first two months (+5.2% according to REE)
  - Higher island remuneration
  - Current hydro should result in lower fuel cost
  - Business hedge should provide stability to margins and results
- **Latin America:** Demand recovery and expected lower volatility of exchange rates.
  - Argentina and Brazil: Positive tariff outlook
  - Enersis: Accomplishment of strengthening plan
- **AUNA** to reach break-even and self-financing
- **Financial:**
  - Debt reduction process to continue (€930 M to be cashed from 2002 disposals)
  - Improving liquidity position
  - Possible securitization of tariff deficit
- **Capital gains** assured from grid and real estate disposals

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# Endesa in the New Environment

**Shift in market sentiment:  
higher perceived risk in the  
industry**

## **Key features of Endesa's business portfolio:**

- Strong and very stable cash flow
- Robust European activities with a balanced portfolio
- Resilient Latin American business
- Telecoms: positive contribution with no further cash needs

## **Endesa's priorities in current strategic plan:**

- Increase financial flexibility
- Exploit solid business platforms for medium and long-term success



# Overview of Strategic Priorities

## Increase Financial Flexibility

- Reduce debt levels:
  - Higher operating cash flows
  - Lower investments
  - Selected divestments
- Lengthen debt maturities
- Favour fixed rate vs. floating rate debt
- Limit financial risks in Latin America and AUNA given non-recourse debt and prudent accounting practices

## Exploit our Solid Business Platforms

- Leading positions in Spain and Latin America
- Significant presence in desired European markets (Italy, Portugal, France)
- Limited investment needs to capture high growth potential
- Potential upside in Telecoms as investment matures

Robust foundation for future growth, significant upside potential

# Strategy Overview by Business

## Spain and Europe

- Healthy industry environment based on strong market fundamentals and improved regulatory outlook
- Stable cash flow, low risk business profile
- Sustain leadership in Spain with minor capital expenditures
- Consolidate current presence in European target markets

**Sustain  
leadership**

## Latin America

- Endurance and upside potential based on quality of business portfolio:
  - Resilient business even in the tough current environment
  - Solid platform for future growth and profitability
- Financial strengthening well underway, without recourse to parent company

**Endure  
downcycle**

## Telecoms

- Investment completed, drain in P&L overcome, positive contribution going forward
- Business plan focused on profitability and self financing
- Exit if and when market conditions reflect business plan's underlying value

**Extract  
value**

# Strategy Overview for Spain: Sustain Leadership

## Strong starting point

- Healthy industry environment:
  - Attractive market fundamentals: demand growth, reserve margins
  - Improved regulatory outlook
- Stable cash flow, low risk business profile:
  - Cash flow unaffected by risk drivers
  - Balanced business portfolio
  - Diversified generation mix

## For the future: Sustained leadership with minor capital expenditure

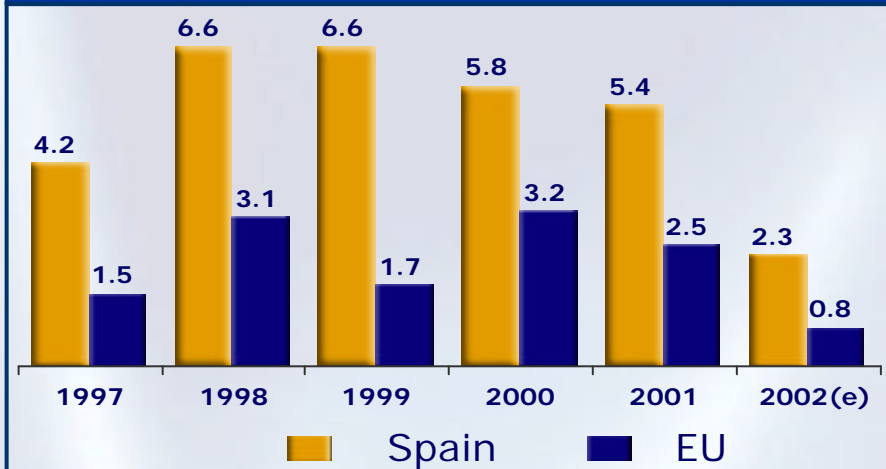
- Preserve balanced portfolio without significant generation investments given unbeatable plant portfolio
- Develop gas activities linked to electricity business: flexible sourcing, dual fuel offering
- Maintain market share in supply in fully liberalized market
- Capture upside potential of regulated businesses: distribution, islands generation
- Respond efficiently to environmental challenges

# Spain: One of the Most Attractive Markets

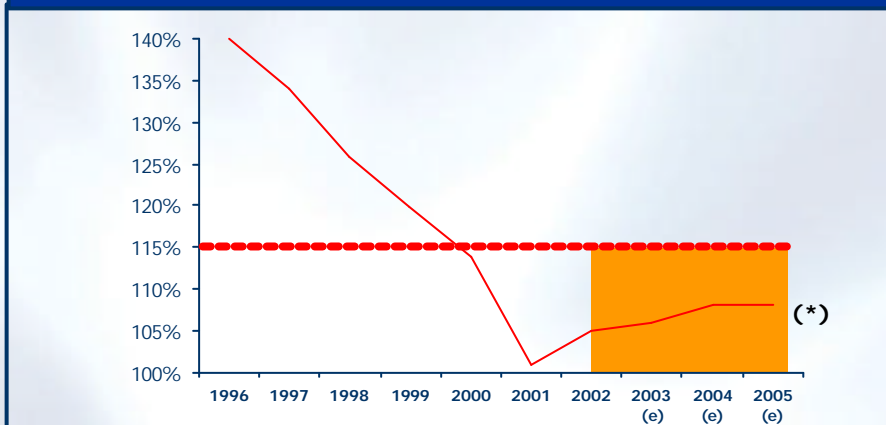
## Market fundamentals

### Domestic Business

#### Demand Evolution



#### Evolution of reserve margin



(\*) Source: REE

#### New tariff framework

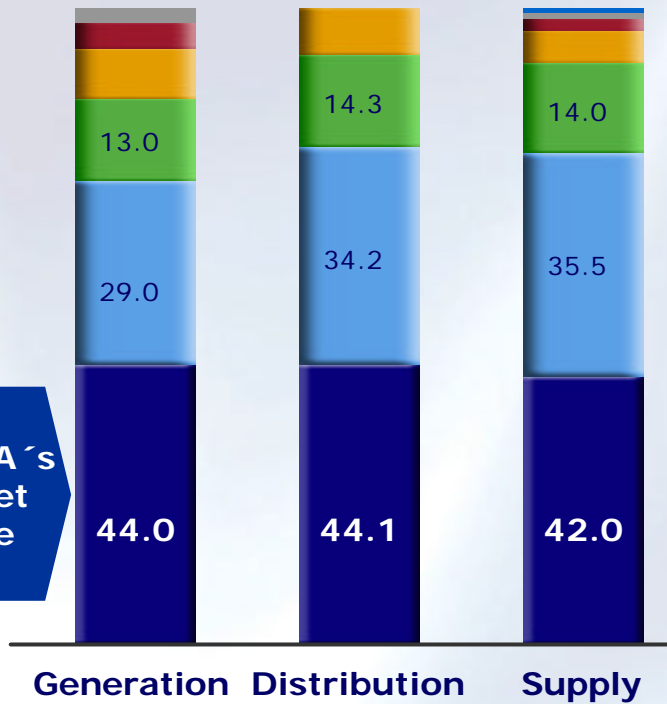
- Tariff framework approved with 1.4% annual tariff increase (1.65% in 2003)
  - 0.6% additional tariff for deviations
  - Nuclear moratorium levy in tariff ends in 2006, leaving 3.54% revenues for the sector
- Increased island remuneration in 2003
- Transmission and distribution remuneration for the island (€311 M) established by Royal Decree
- Recognition of tariff deficit and pending island compensation
  - Tariff deficit ( ENDESA 43.22%)
  - Island compensation ( ENDESA 100%)
- Legal support provided for tariff deficit securitization

# Balanced and Leading Position With Very Solid Performance

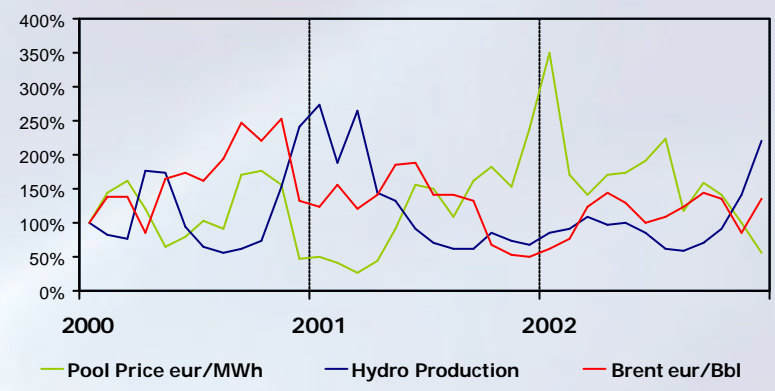
*Domestic Business*

Leadership position and well balanced portfolio

ENDESA's market share



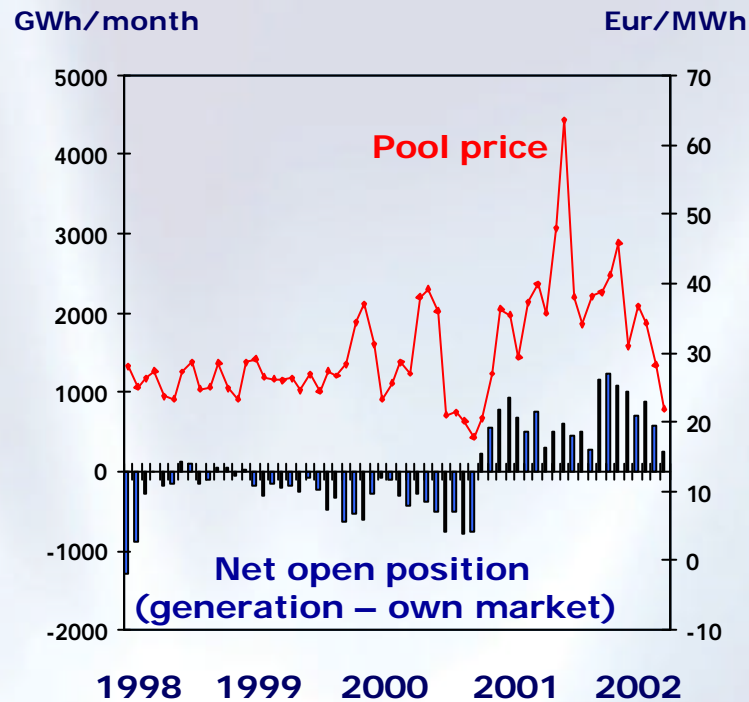
Evolution of EBIT (M€), independent of external factors



# Position in Pool Based on Hedged Portfolio and Flexible Generation Mix

Domestic Business

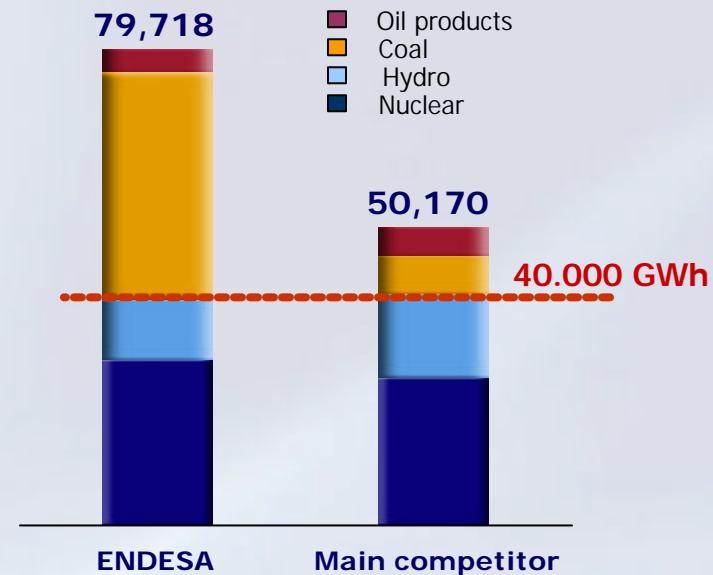
## Hedged position in the wholesale market



- Hedged position
- Limited exposure to pool price, and positive correlation between price and net position

## Mainland generation mix

### Average production 1998-2002 (GWh)

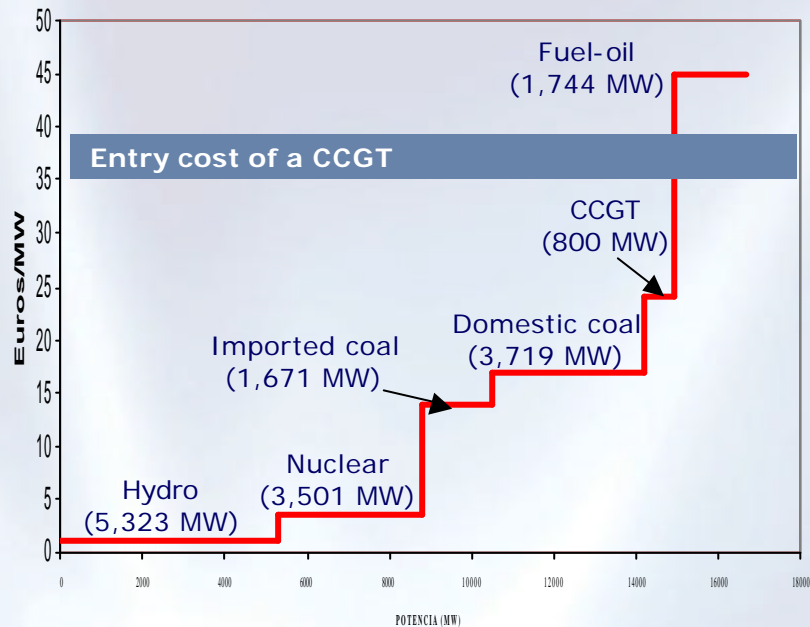


- As much high margin production (hydro+nuclear) as any other competitor
- Thermal production absorbs hydro variations, not depending on external factors

# Endesa's Competitive Mainland Generation Portfolio with an Unbeatable Cost Base

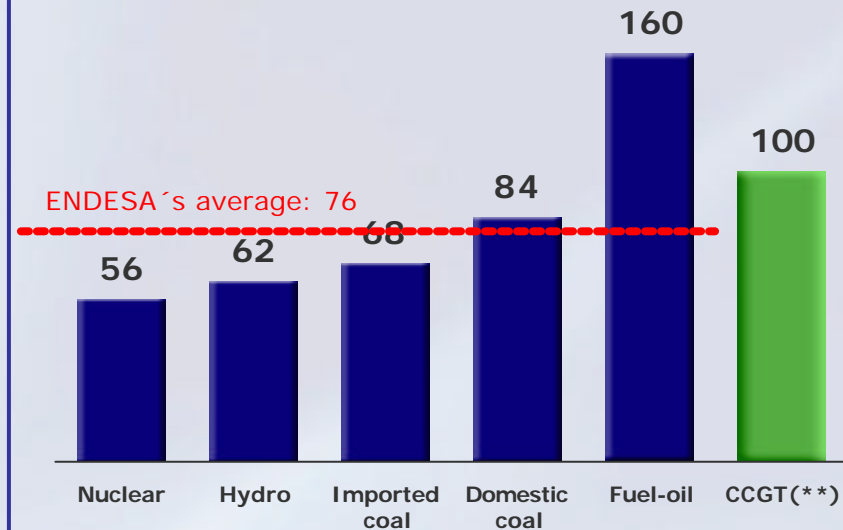
*Domestic Business*

Variable costs by fuel type (ENDESA's supply curve)



Full cost by fuel type (\*)

Base 100: Full cost of CCGT in €/MWh



Portfolio capable of producing up to 80.000 GWh without recourse to oil products

The new CCGT will replace oil-gas plant in the merit order, but not coal

Generation portfolio prepared for the market environment

Current plant competitive with the new CCGT

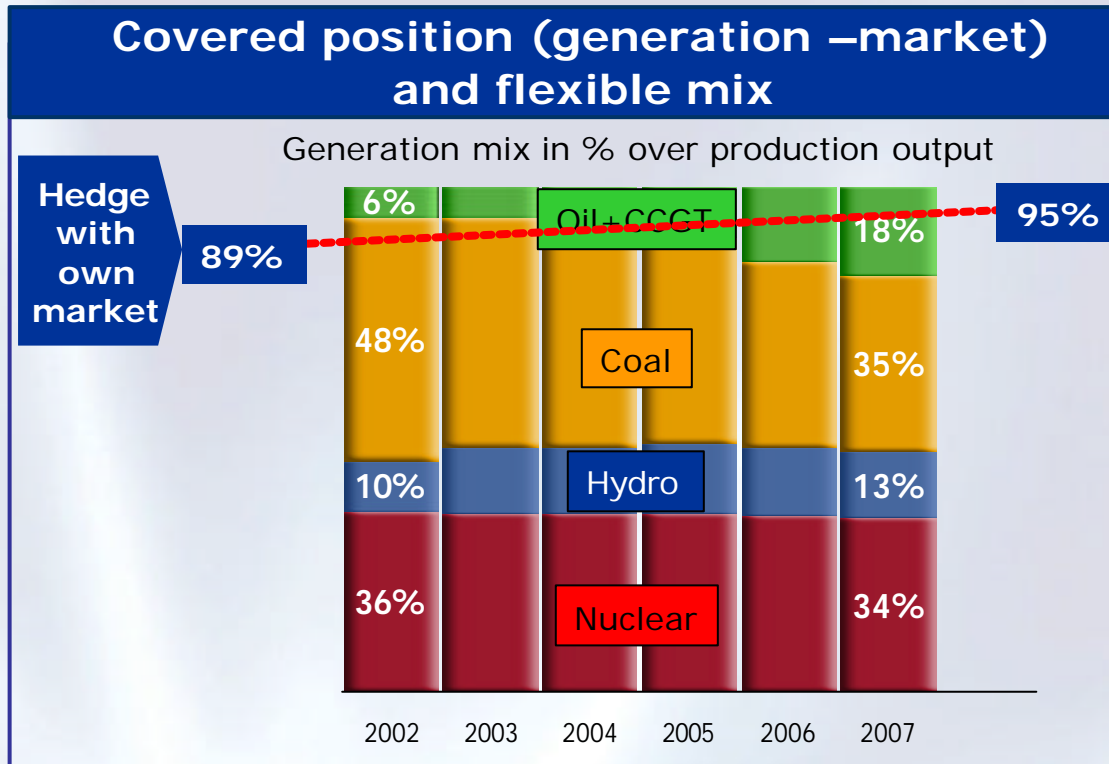
(\*) Fuel + O&M + depreciation + financial expenses.

(\*\*) CCGT costs based on reference of 22-24 US\$/oil bl



# ENDESA Will Exploit its Portfolio Without Significant Generation Investment

## Domestic Business



- Limited investments needed:
  - 2,800 MW of CCGT in operation by 2007
  - Investments of €1 bn in new capacity in 2002-2006 (mainland)
- Operating costs(\*) improved due to limited exposure to CCGT
- Capital invested in generation reduced, improving profitability

(\*) Operating costs = fuel + O&M

# Supply Business: Leadership and Profitability

## Commercial strategy:

- Profitable margins
- Retention of customers
- Increased revenues from other services

## Current position

- Gas margin 2002 >€5 M
- Value added services (VAD) margins 2002 >€10 M

- 2000-2002 most competitive segments of customers have been already liberalized
- Retention rate to date: 95.9%
  - Retention rate >100% if sales to international customers considered
  - Customer retention positive vis a vis all relevant competitors

- Plan to extend additional services to all customers

## Domestic Business Objective

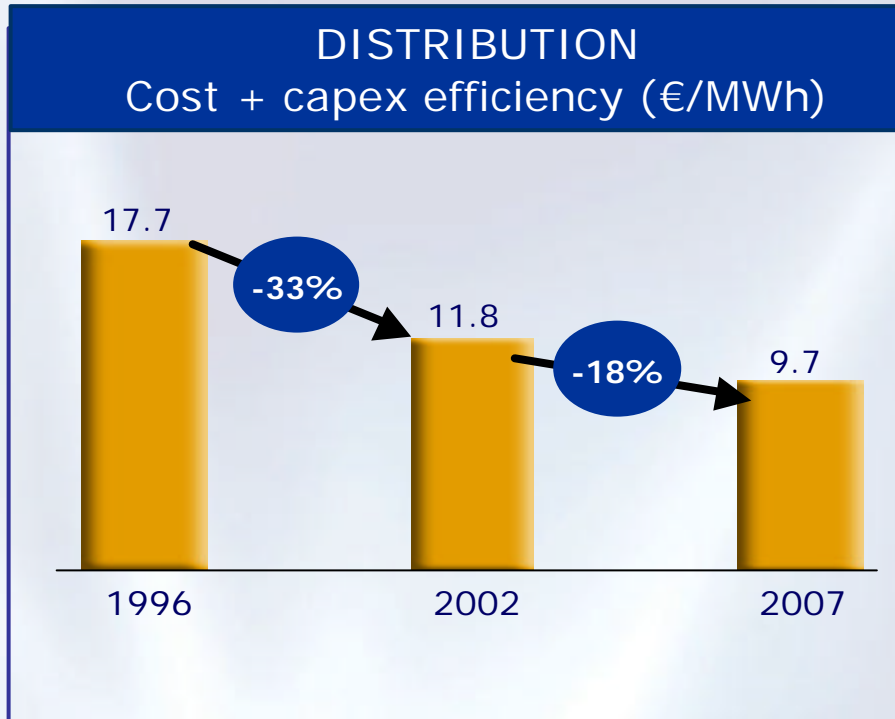
Positive margin in all products and services from first year

Maintain retention rate in similar levels

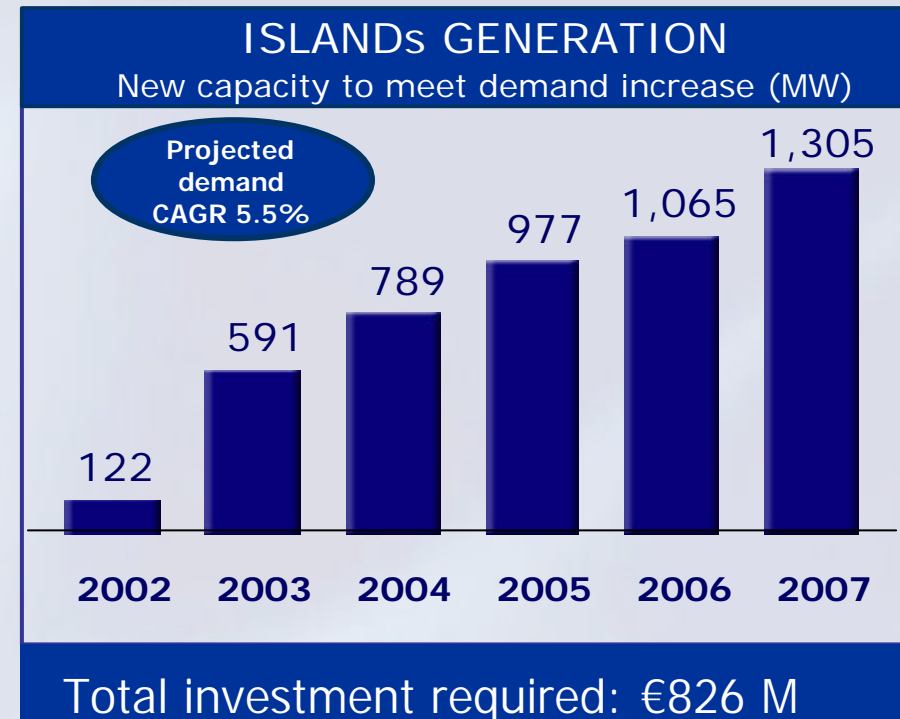
Total non-energy margin 2007 >€60 M

# Regulated Activities: Upside Potential in Distribution and Island Generation

*Domestic Business*



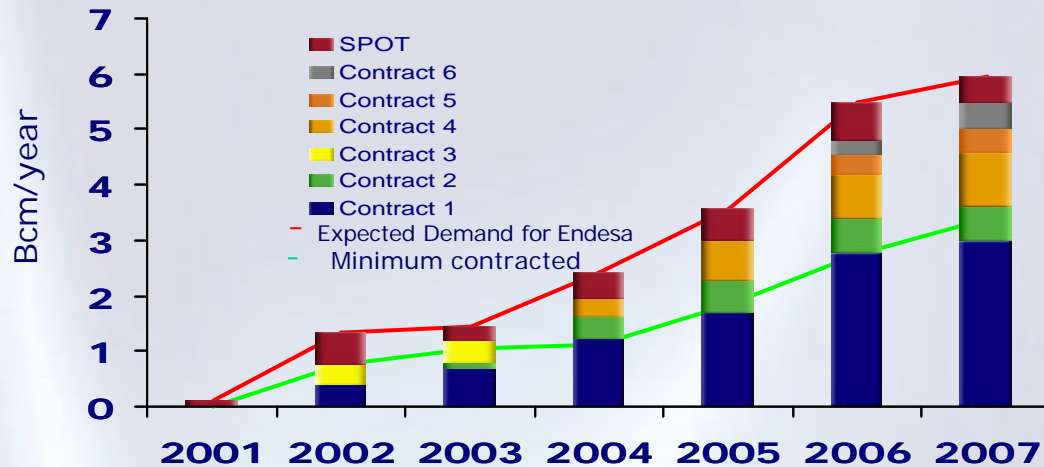
Growth, added efficiency and quality of service



Highest growth business in Spain, and additional certainty through new regulation

# Gas Strategy Will Be Linked to the Electricity Business

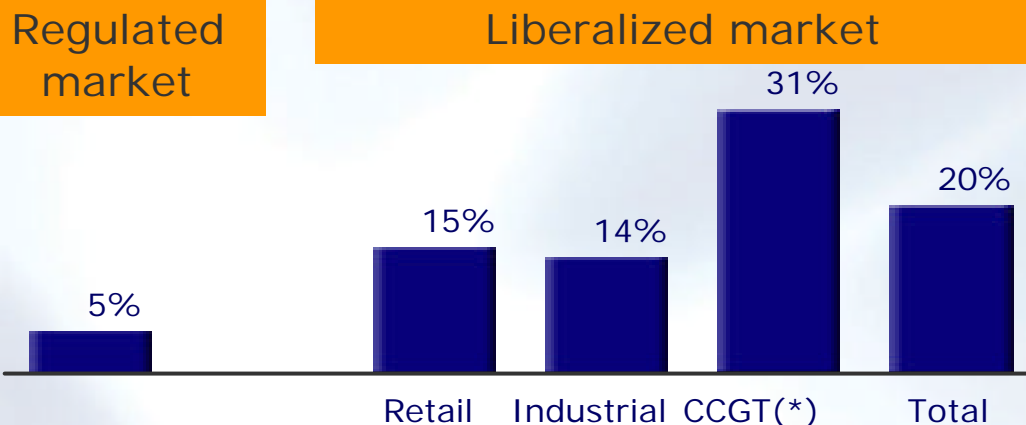
## Diversified sources of gas



## Domestic Business

- Priority on flexible conditions (take or pay, build-up, etc)
- Diversified sources and indexations
- Commitments signed only when consumptions are secured

## Market share objective for gas supply 2007



- Objective of a total of 1 million retail customers (regulated + liberalized)
- 15% market share in supply to liberalized customers

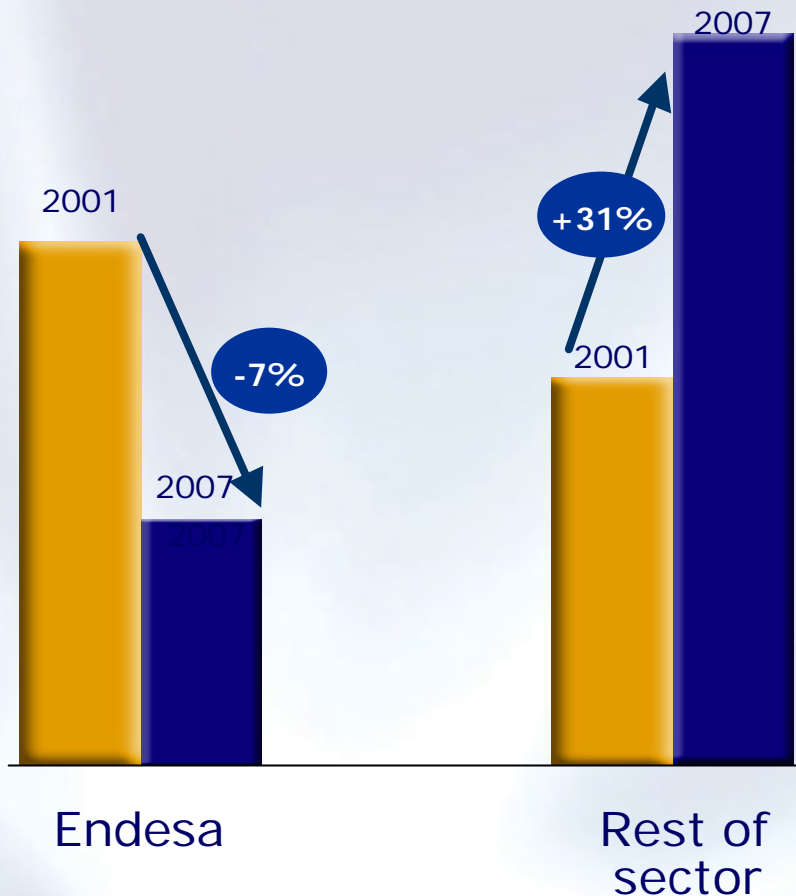
(\*)Includes CCGT in the islands



# ENDESA is Prepared to Respond Efficiently to Environmental Challenges

*Domestic Business*

CO2 emissions of Spanish utilities

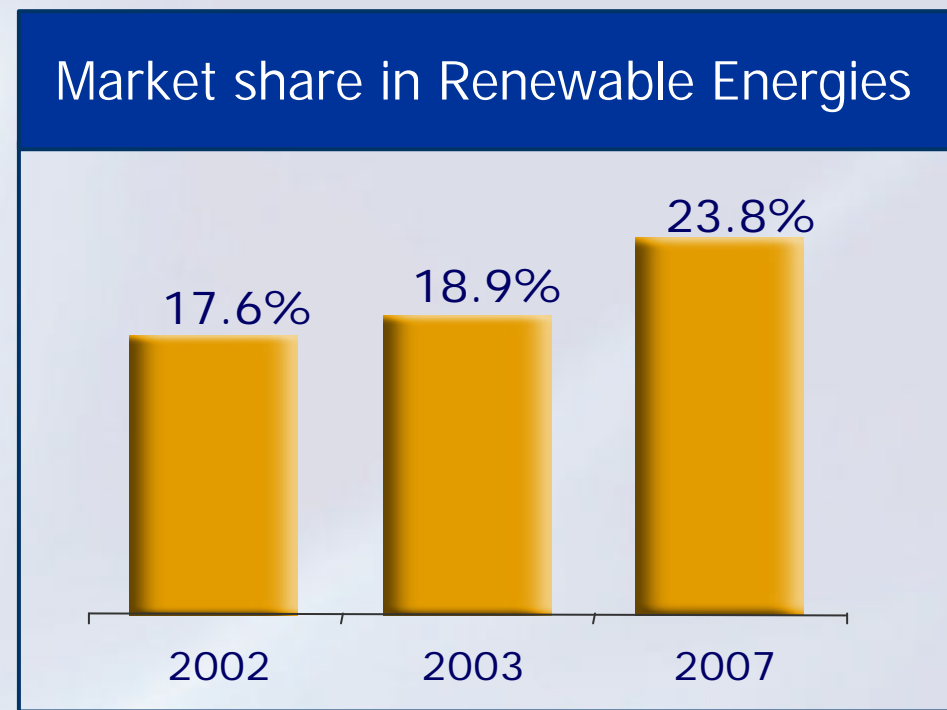
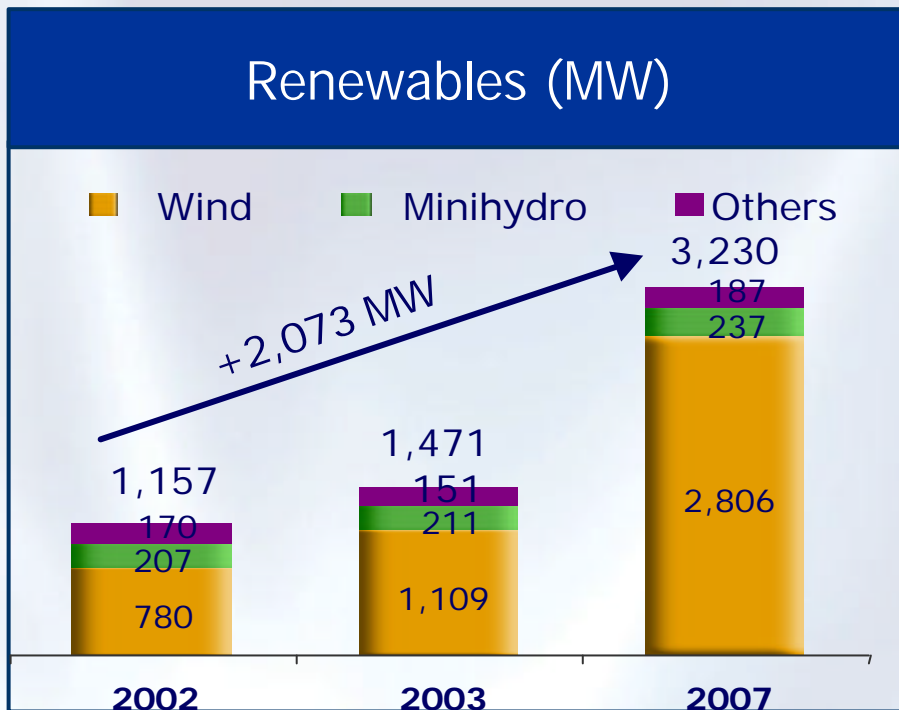


- Spanish utility with smallest increase in emissions since 1990, and with highest reduction of emissions 2001-2007
- Highest score in sustainability among the world utility sector by DJS Index
- Full compliance with large Combustion Plants Directive (SO<sub>2</sub> and NO<sub>x</sub> emissions), with investments already included in the plan



# Renewables: Growth Potential Sharing Risk and Investment

*Domestic Business*



Total investment of € 2 bn  
Shared 50% ownership

# Strategy Overview for Europe: Consolidate Current Presence in Target Markets

*European Business*

- Entry realized in target markets: Italy, Portugal, France
- Structural fit:
  - Protected environments given pace of deregulation and competitive dynamics
  - Links with domestic business: energy management, commercial activity
- Organic growth around current asset base:
  - Cost-cutting programs underway
  - Self-financed repowering plan in Italy
  - Repositioning of Snet's investment
  - Increased customer penetration in Portugal

# Italy Repowering: Organic Growth Around Asset Base

*European Business*

## Endesa Italia

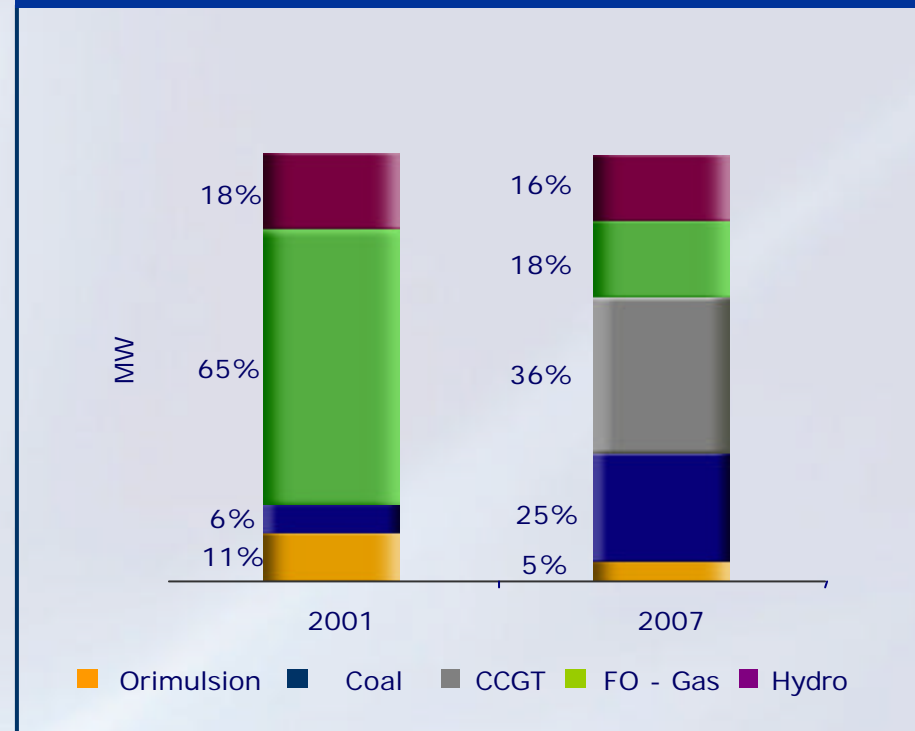
	<u>2002</u>	<u>2007</u>
Capacity (MW)	5,720	6,440
Output (GWh)	17,551	32,800
Workforce ('000)	1,121	964



### Consolidate business

- Execution of repowering
- Efficiency programme
- Lower cost and emissions

## Fuel Mix



- Repowering programme will allow to nearly duplicate output in 2007 versus 2002
- Better mix by technology allows to soften the impact of falling prices on margins



# Strategy Overview by Business

## Spain and Europe

- Healthy industry environment based on strong market fundamentals and improved regulatory outlook
- Stable cash flow, low risk business profile
- Sustain leadership with minor capital expenditures
- Consolidate current presence in European target markets

**Sustain  
leadership**

## Latin America

- Endurance and upside potential based on quality of business portfolio:
  - Resilient business even in the tough current environment
  - Solid platform for future growth and profitability
- Financial strengthening well underway, without recourse to parent company

**Endure  
downcycle**

## Telecoms

- Investment completed, drain in P&L overcome, positive contribution going forward
- Business plan focused on profitability and self financing
- Exit if and when market conditions reflect business plan's underlying value

**Extract  
value**

# Strategy Overview for Latin America: Endure Downcycle Through Financial Strengthening

## *Latin American Business*

### Endurance and upside potential based on quality of business portfolio

- Resilient business even in the tough current environment:
  - Limited EBIT downside despite devaluations
  - Positive Cash Flows for parent company
  - Continued debt reduction
- Solid platform for future growth:
  - Leadership position in key markets
  - Balanced, vertically integrated portfolio (overall and in each country)
  - Diversified exposure to country risk
  - Very competitive asset base

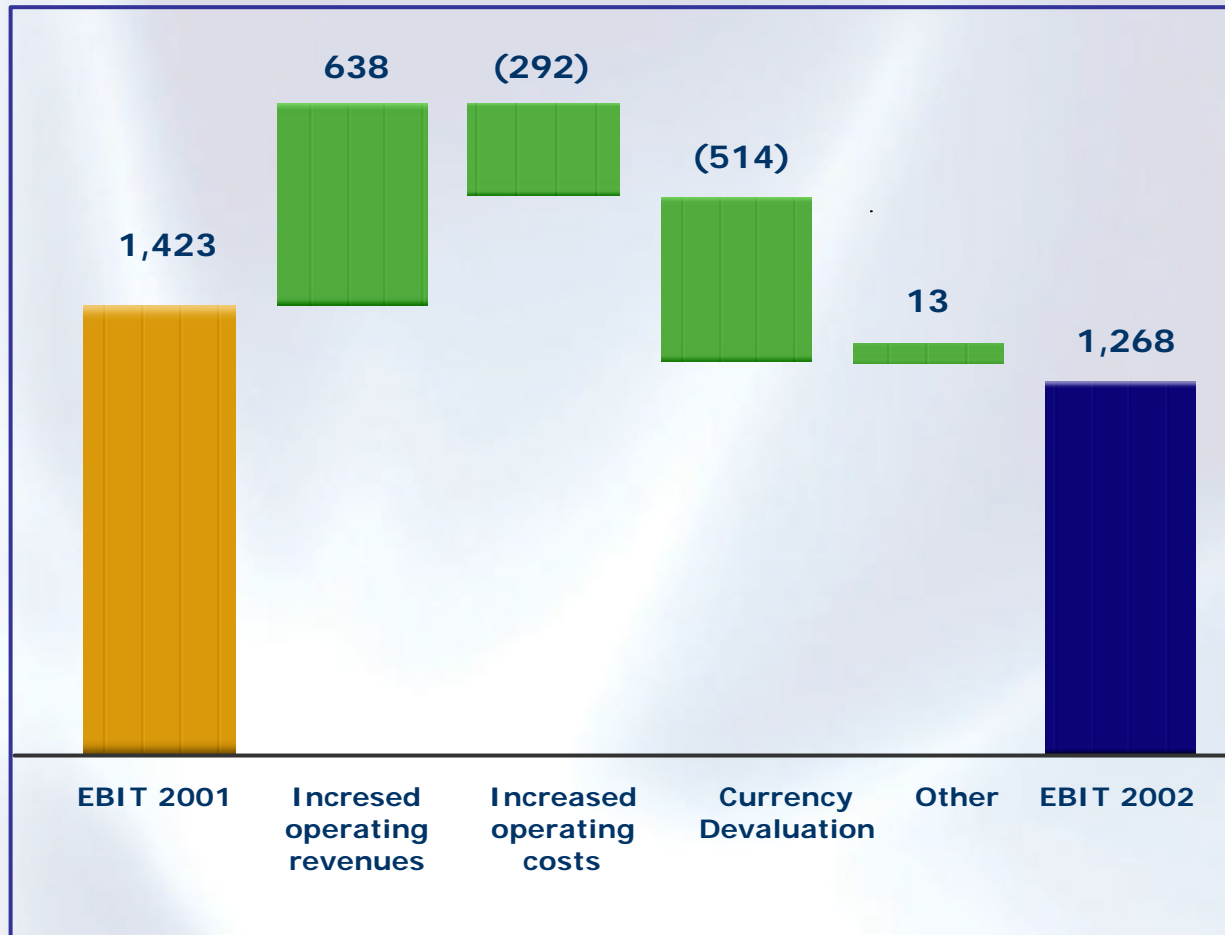
### Financial strengthening well underway, without recourse to parent company

- Reduced investment plans
- Increased efficiency
- Debt refinancing \$2.3 bn
- Asset disposals underway
- Enersis capital increase \$2 bn
- ... and first encouraging signs

# Limited EBIT Downside Despite Currency Devaluation

- Generation revenues highly dollarized
- Distribution revenues linked to inflation, indirectly hedged against devaluations

*Latin American Business*

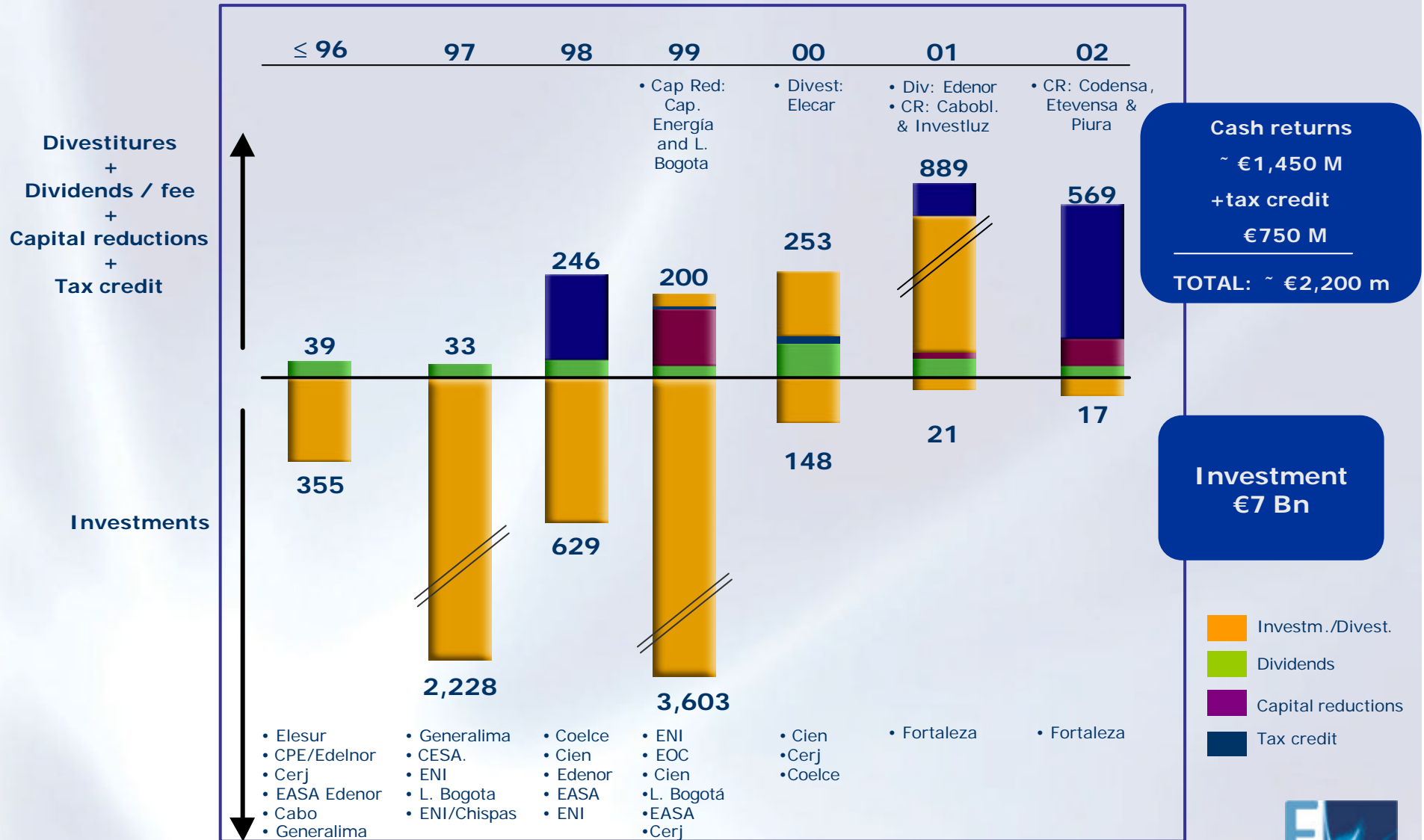


Euro year average exchange rates			
Argentina- peso	3.03	0.90	-70.5%
Brazil- Real	2.79	2.11	-24.4%
Chile- peso	654.26	569.51	-13.0%
Colombia-Peso	2,389.31	2,062.43	-13.7%
Perú- Sol	3.33	3.14	-5.7%

2002 Latin American EBIT -10.9%  
 EBIT in local currencies +25.2%

# Positive Cash Flows for Endesa since 2000

## Latin American Business



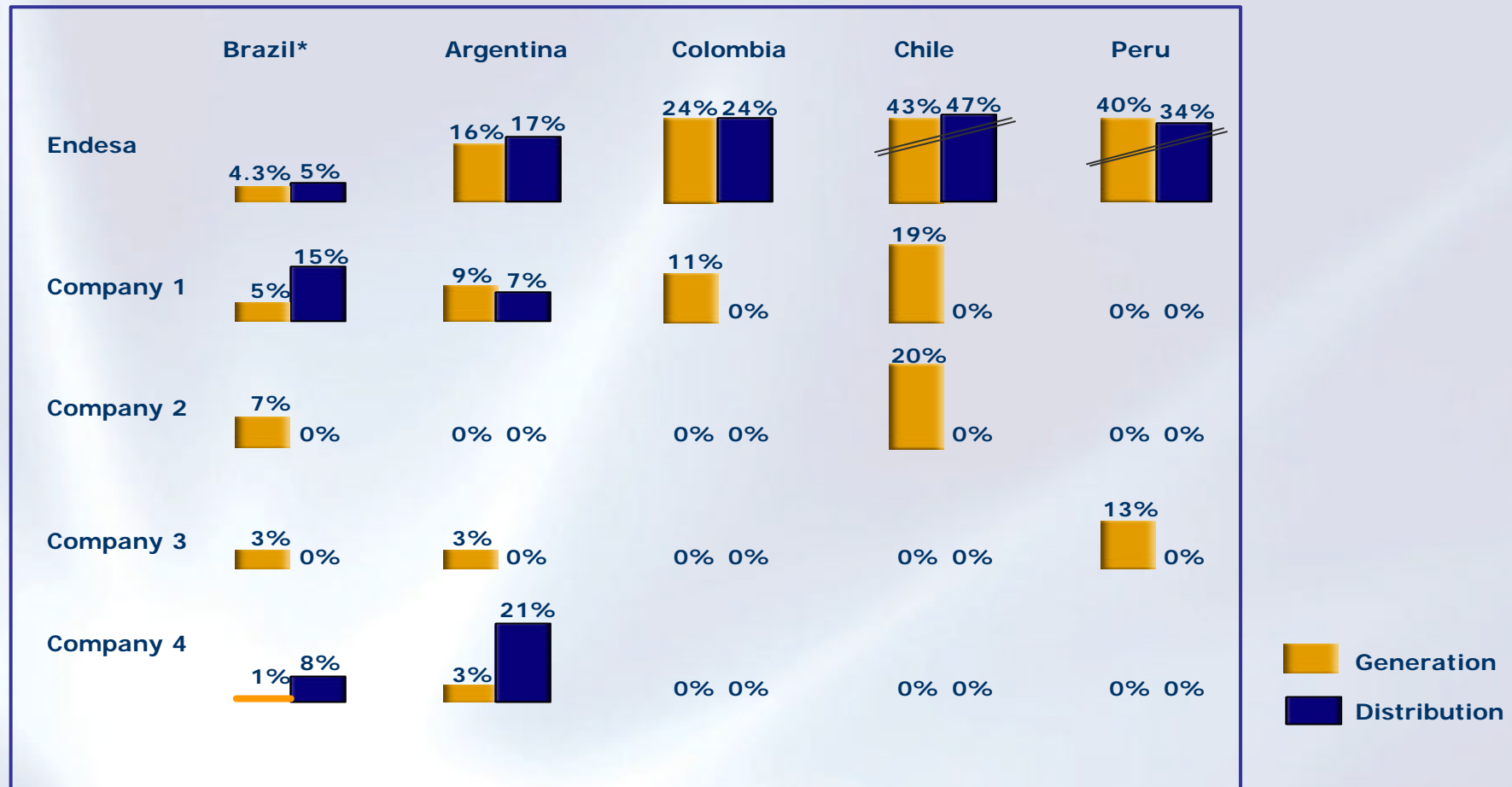
\*: Accumulated October 2002



# Leadership Position in Key Market with a Balanced Portfolio

*Latin American Business*

## Market shares by GWh sold and installed capacity



\*Incl. CIEN (2000 MW) and Fortaleza (310 MW)

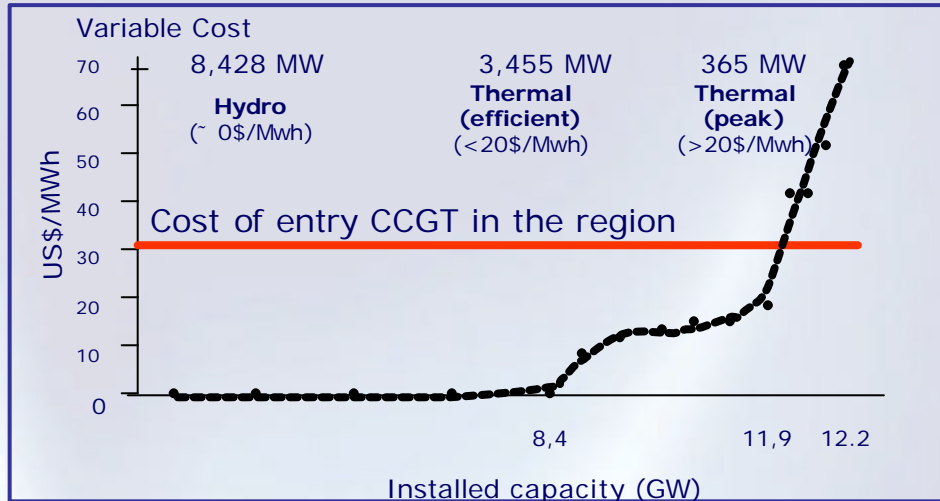
Source: UBS Warburg - *Latin American Electric Utilities* - March, 2001



# Unique Portfolio of Assets and Markets

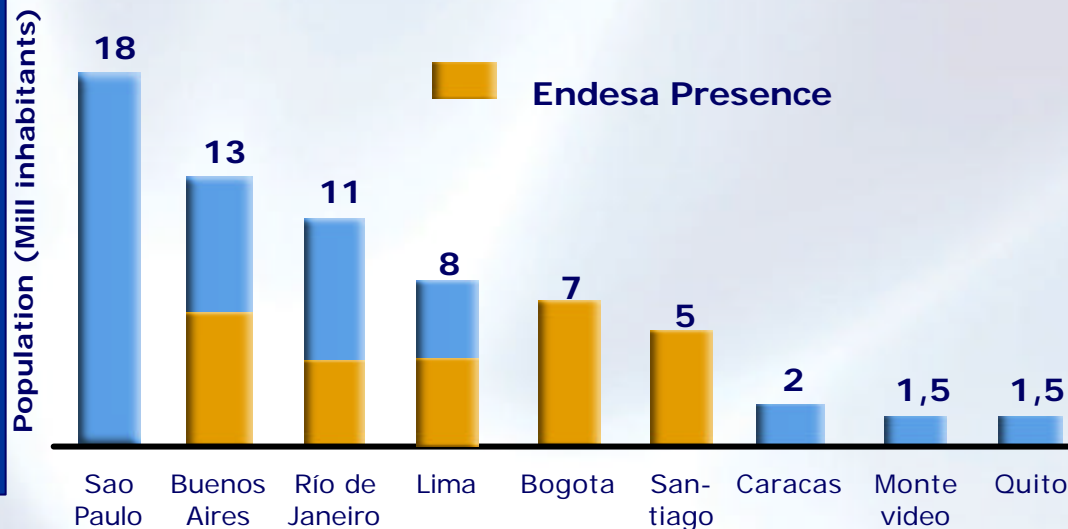
## Latin American Business

### Generation



97% of our capacity have costs below the marginal cost of development for a new entrant

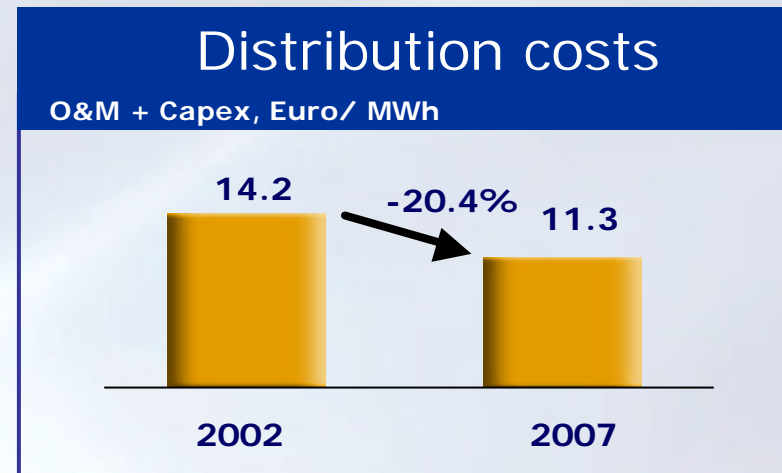
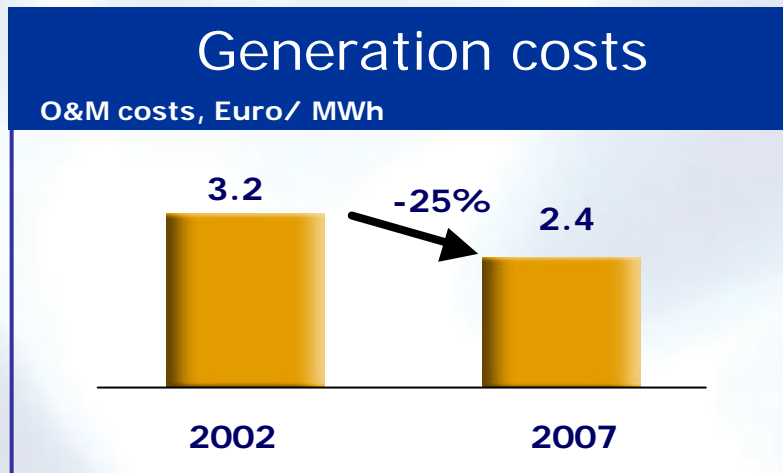
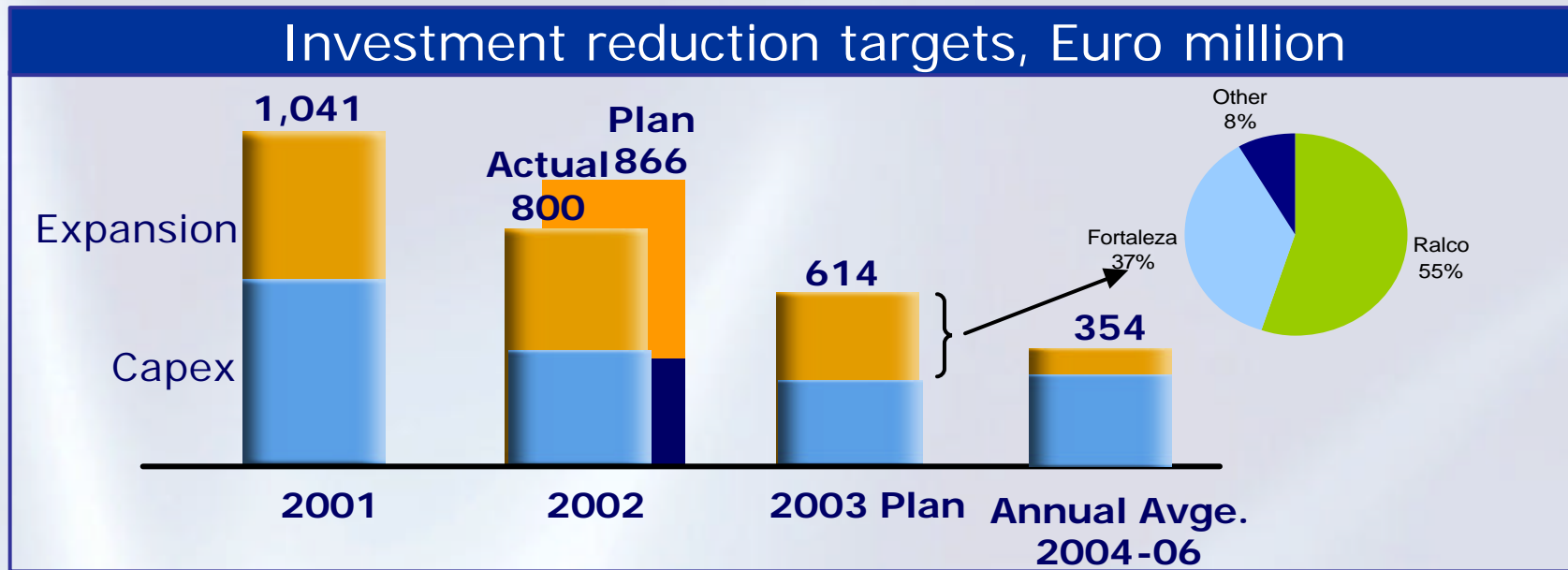
### Distribution



Our Distribution business serves 5 out of the 6 largest metropolitan areas in South America

# Enerjis Financial Strengthening Plan: Reduced Investment and Cost Efficiency

*Latin American Business*



# Enersis Financial Strengthening Plan: Negotiations to Refinance ENI and EOC Debt Well Advanced

*Latin American Business*

- FACILITY: US\$ 2.3 bn to Enersis and Endesa Chile (~ 100% of their banking debt)
- LEAD ARRANGERS: Selected group of main lenders.
- MATURITY: 5 years with 30-month grace period.
- Eliminates rating triggers in current bank debt



**Avoid liquidity risks, increase bank debt duration and promote all current bank creditors into new operations**



# Enerjis Financial Strengthening Plan: Asset Divestitures

*Latin American Business*

**Currently in an advanced negotiation stage with potential buyers**

## Río Maipo

- 13 non-binding offers received on January 23
- High-quality, diverse bidders: operators/financial investors, Chilean/international

## Canutillar

- Promising preliminary price levels
- Short list selected, due diligence started
- Binding offers due on March 27

## Infraestr 2000

- Sale on process - advanced negotiations with OHL. Closure expected next March

## Transmission

- Sale on process – advanced negotiation with transmission operators

## Manso Velasco

- Asset-by-asset divestiture strategy to maximize value of assets
- Slow process expected given depressed Chilean real estate market

# Enersis Financial Strengthening Plan: Capital Increase

*Latin American Business*

Capital increase: up to US\$ 2.0 bn in cash and debt

- Endesa's loan to be fully capitalised
- Enersis preparing a structure attractive to most shareholders, to be approved in a AGM on March 31st
- Endesa's stake might go above 65% should minority shareholders not fully subscribe, although not triggering a tender offer

# First Encouraging Signs... Negotiation of New Regulatory Framework for Distribution

*Latin American Business*

## Brazil

January 2003: Tariff increase for CERJ of 29% to run until December

2003: 4-year tariff reviews:

- Coelce (April)
- Cerj (December)

New model proposed by ANEEL in line with those in place at other Endesa Latin American subsidiaries:

- Assets valued at book value
- WACC to include Brazilian market risk
- Pass-through of energy purchase costs
- Recognition of O&M and depreciation costs in tariff

2003 Tariff review already proposed by ANEEL for other distributors in Brazil:

- CEMIG 27,49%
- CPFL 18,77%
- CEMAT 24,99%
- ENERSUL 42,64% (28,55% immediate + 14,09 deferred)

## Argentina

38% tariff rise requested by Edesur to recover from pesification-driven losses, in line with IMF proposal.

Government expected to grant two tariff increases in 2003:

- 9% before elections
- Another towards year-end

Presidential decree signed granting first 9% tariff increase, and already being applied

# Strategy Overview by Business

## Spain and Europe

- Healthy industry environment based on strong market fundamentals and improved regulatory outlook
- Stable cash flow, low risk business profile
- Sustain leadership with minor capital expenditures
- Consolidate current presence in European target markets

**Sustain  
leadership**

## Latin America

- Endurance and upside potential based on quality of business portfolio:
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- Financial strengthening well underway, without recourse to parent company

**Endure  
downcycle**

## Telecoms

- Investment completed, drain in P&L overcome, positive contribution going forward
- Business plan focused on profitability and self financing
- Exit if and when market conditions reflect business plan's underlying value

**Extract  
value**

## AUNA: Main targets for 2003

- 15% revenue growth to €3.600 M
- +50% EBITDA growth to €900 M
- Net income close to breakeven
- Funding needs until 2004 covered by disposals of non-core assets and cash flow from Amena

## Main targets for AUNA TLC

- Revenue growth by 20% to €1,100 M
- EBITDA positive since January
- 33% penetration: > 750,000 fixed direct access customers
- Complete the reorganization:
  - merger of all companies
  - reduction in headcount
  - integrate offer of services

## Main targets for AMENA

- Maintain positioning based in simplicity and product innovation
- 20% market share: > 7.2 M mobile customers
- Focus on residential post-paid and data services
- Continue to decrease SAC

# Smartcom: Positive Performance According to Plan

*Telecommunications*

## Main targets for 2003

- 17.4% market share becoming the third largest operator in Chile.
- Clients +19% to 1.13 M (14% CAGR 2002-2004)
- 17% increase in revenues (19% CAGR 2002-2004)
- EBITDA to triple in 2003 vs. 2002. Net income break-even in 2004.
- Focus on maximizing profitability versus growth, in line with market maturity and market share achieved

- 1. 2002 results
- 2. Strategic & Business Review
  - Spain
  - Europe
  - Latin America
  - Telecoms
- 3. Financial review
- 4. Conclusions

## Financial management: global view

1

Increase liquidity, reduce refinancing risk and increase average life of debt

2

Better hedging of interest and FX risks

3

Improvement of free cash flow and reduction of debt

4

Each business to self-finance

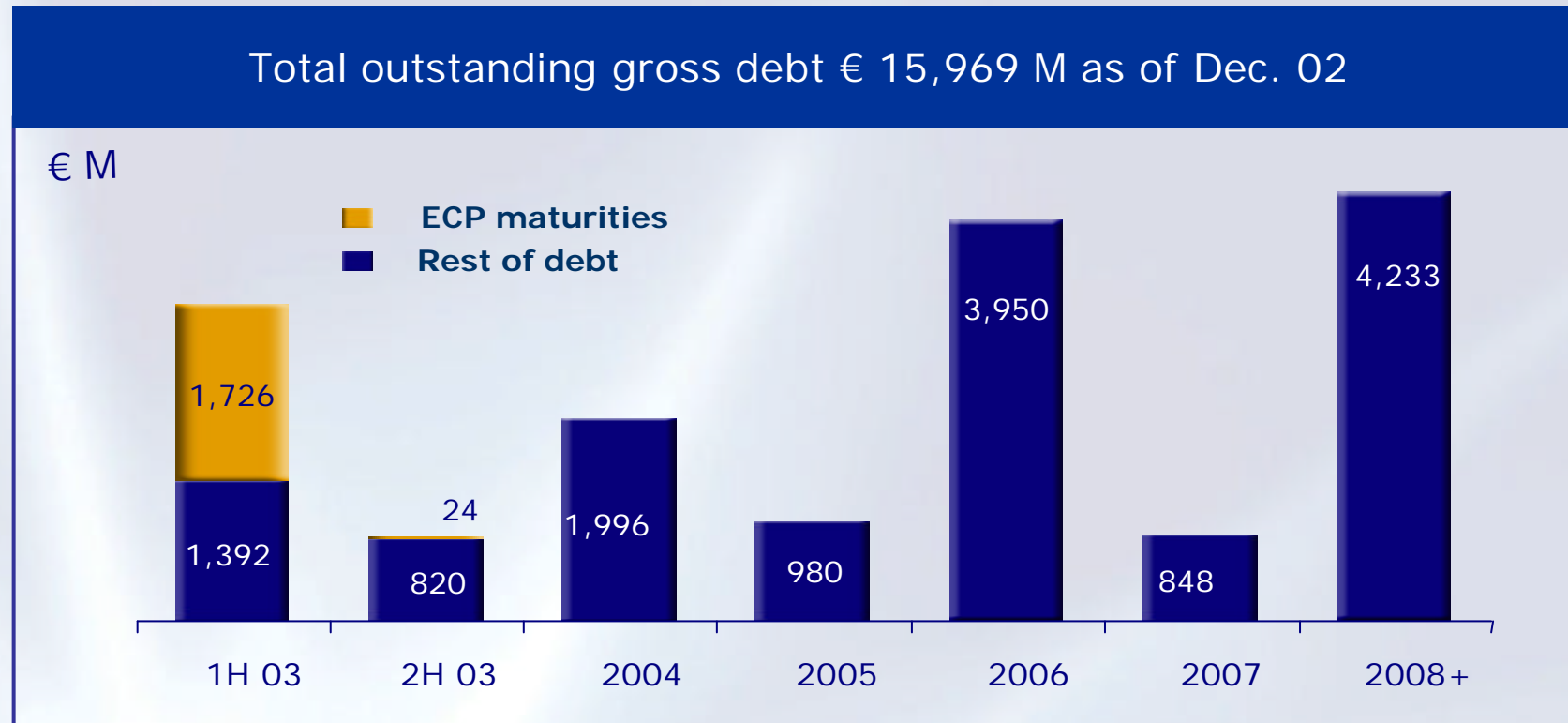
5

Dividend policy



# Endesa Spain: Gross Debt Maturity Schedule

*Financial Review*



Liquidity: €206 M cash + €2.09 bn undrawn lines of credit

# Endesa Spain: Liquidity Position for 2003

*Financial Review*

## Target:

- Extend the average life of debt without increasing the total amount
- Increase the amount of undrawn credit lines

	<u>(€ bn)</u>
<b>Debt maturities in 2003</b>	<b>- 3.9</b>
<b>New funds from financial activities expected in 2003:</b>	<b>8.4</b>
• Short term renewals	1.0
• New MTN funds (10 years)	0.7
• "Club Deal" loan (5 years)	1.5
• Cash pending from divestments agreed	0.9
• Preferred securities	< 2.0
• Undrawn lines of credit and cash	2.3
<b>Total expected liquidity</b>	<b>4.5(*)</b>

(\*) Exceeds expected maturities in 2004 and 2005

# Issue of Preferred Securities

*Financial Review*

- To be carried out by a subsidiary, guaranteed by ENDESA, S.A. and addressed only to investors in Spain
- First 10 years Euribor flat with 4% floor – 7% cap
- Up to €2,000 M perpetual subordinated financing facility with 10-year call back
- Distributed through top Spanish financial institutions to retail domestic investors.
- To be traded in the AIAF
- Strengthen financial structure lengthen maturities avoiding refinancing risks and reinforcing the liquidity position.

Note: The preferred securities will not be registered under the United Securities Act of 1933, as amended, and have not and will not be offered or sold in the United States

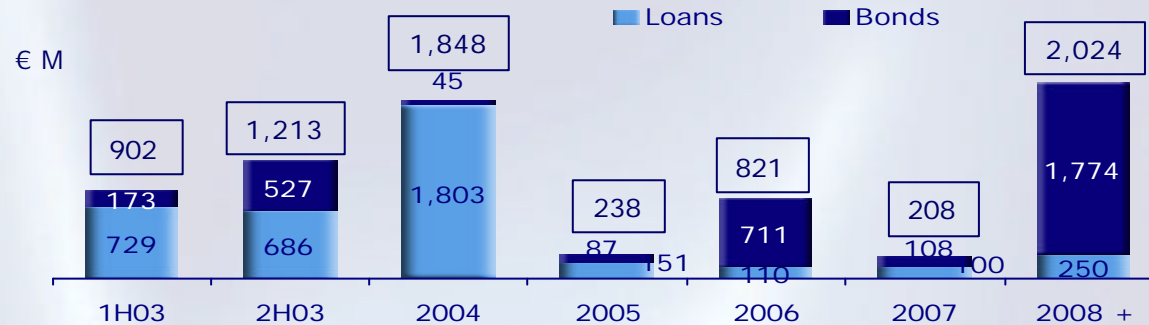
# Energis: Gross Third-Party Debt Maturity Schedule

Total outstanding gross debt €7,253 M as of Dec. 02

*Financial Review*

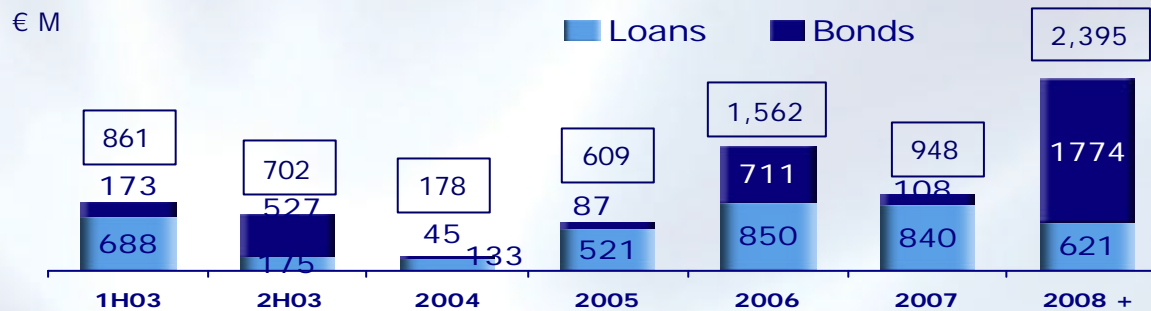
## Situation before refinancing:

**Liquidity: €269 M cash**



## After refinancing:

**Liquidity: €269 M cash**



Debt refinancing of €2.3 bn moves short term maturities into medium/long term.

### Energis additional measures:

- €1,000 M debt reduction from disposals
- €2,000 M capital increase
- € 130 M higher free cash flow

# Enerjis: Liquidity position for 2003

*Financial Review*

## Target:

Enerjis to continue self-financing without recourse to Endesa.  
Debt to be reduced by US\$ 2.6 bn.

		(€ bn)
<b>Debt maturities in 2003</b>	- 2.1	
• Bank debt under renegotiation maturing in 2003	0.5	
<b>New maturity profile</b>	- 1.6	
<b>New funds expected in 2003</b>	<b>1.8/2.4</b>	
• Cash	0.3	
• Asset disposals / capital increase (cash from minorities)	0.6/1.0	
• Expected roll-overs and other non-Chilean financial operations	0.6	
• Other Chilean financial operations (bond issues)	0.3/0.5	
<b>Total expected liquidity</b>	<b>0.2/0.8</b>	

(\*) Exceeds debt maturities in 2004 and 2005 after refinancing

# Reiterate 5-year Investment Plan

## Financial Review

€ bn	Plan 2002-06	Inves. 2002(*)	Inv. 2003
<b>Spain</b>	<b>2.0</b>	<b>0.5</b>	<b>0.5</b>
New Capacity	1.5	0.4	0.4
Windfarms (50% ownership)	0.5	0.1	0.1
<b>Europe</b>	<b>1.0</b>	<b>0.3</b>	<b>0.3</b>
Repowering (Italy)	0.9	0.2	0.3
Others	0.1	0.1	0.0
<b>Latam (Fortaleza and Ralco)</b>	<b>0.5</b>	<b>0.5</b>	<b>0.3</b>
<b>Telecom</b>	<b>0.7</b>	<b>0.5</b>	<b>0.0</b>
Auna& Smartcom financing	0.3	0.3	0.0
2%+3% New stake Auna	0.4	0.2	0.0
<b>Other</b>	<b>0.1</b>	<b>0.1</b>	<b>0.1</b>
<b>Total Expansion</b>	<b>4.3</b>	<b>1.9</b>	<b>1.2</b>
<b>Maintenance Capex</b>	<b>5.4</b>	<b>1.1</b>	<b>1.0</b>
<b>TOTAL</b>	<b>9.7</b>	<b>3.0</b>	<b>2.2</b>

Investments focused on core business and organic growth

### Maintenance Capex: € 5.4 M

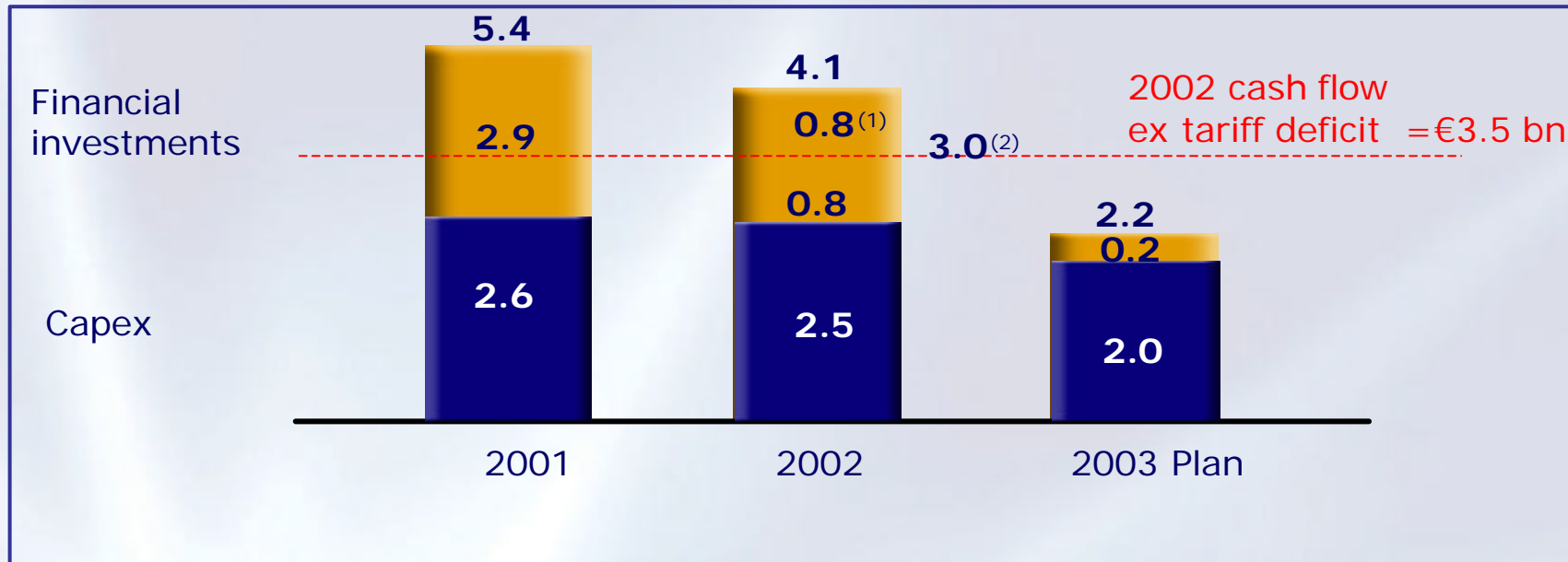
Spain	56%
Europe	5%
Latin America	32%
Others	7%

(\*) Adjusted to tariff deficit and net of distribution subsidies

# Free Cash Flow Outlook

Financial Review

## Investment reduction targets



## Expected improvement in free cash flow

- (1) Tariff deficit €706 M
- (2) Investments adjusted for tariff deficit and distribution cessions

# Disposal Programme on Track with Plan € 6-7 bn

*Financial Review*

Plan 2002-2006		Proceeds € 6-7 bn	Gross Capital Gain
2002	<ul style="list-style-type: none"> <li>• Viesgo (87.5%)</li> <li>• Arch coal</li> <li>• Interagua</li> </ul>	<ul style="list-style-type: none"> <li>• €1,684 M</li> <li>• €32 M</li> <li>• €17 M</li> </ul>	<ul style="list-style-type: none"> <li>• €1,066 M</li> <li>• €13 M</li> <li>• €19 M</li> </ul>
	<ul style="list-style-type: none"> <li>• Real Estate assets</li> <li>• Transmission network</li> <li>• <b>Total to date</b></li> </ul>	<ul style="list-style-type: none"> <li>• €385 M</li> <li>• €1,052 M (*)</li> <li>• <b>€3,170 M</b></li> </ul>	<ul style="list-style-type: none"> <li>• €150 M</li> <li>• €400 M</li> </ul>
2003	<ul style="list-style-type: none"> <li>• Renewables</li> <li>• Enersis disposals</li> </ul>		
Pending	<ul style="list-style-type: none"> <li>• Financial investments and telecoms</li> </ul>		

(\*) €400 M in 2002

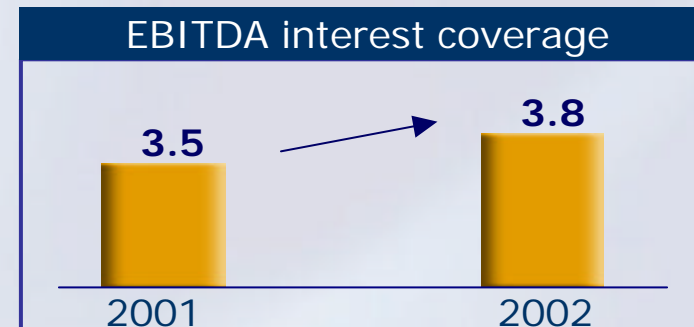
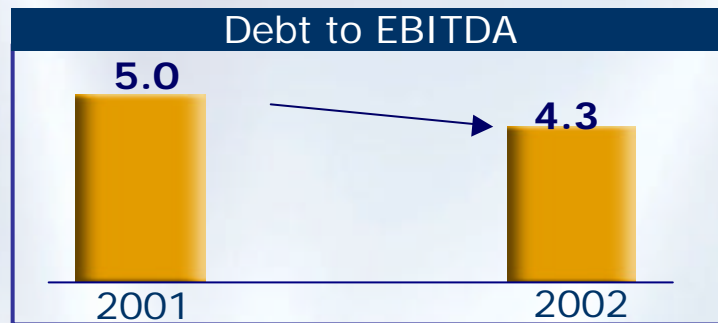


# Rating Policy

Financial Review

Maintain "A" rating for Endesa  
Maintain the "investment grade" for Enersis

S&P has removed Endesa's rating from Credit Watch therefore affirming the single A rating



## Net Debt (in € M)

	2001	2002
Spain	16,437	15,763
Enersis	8,570	6,984

## 2002 Dividend:

- Final gross dividend of €0.4185 per share
- Total gross dividend of €0.6825 per share, same dividend as in 2001

## Dividend policy going forward:

- Pay-out to be maintained between 50%-60% in line with European utilities average.

- 1. 2002 results
  
- 2. Strategic & Business Review
  - Spain
  - Europe
  - Latin America
  - Telecoms
  
- 3. Financial review
  

- 4. Conclusions

## Conclusions

- 2002 results: a solid performance in a challenging environment.
- Sustained Endesa leadership in the Spanish market, with strong and stable cash flow based on a very robust business portfolio
- Positive development of Endesa's European activities, achieving our objectives and setting the basis for organic growth going forward
- Demonstrated endurance of our Latin American operations in the face of a tough environment, reinforced by the measures underway to increase financial flexibility without recourse to parent company. As the economy recovers our business portfolio will benefit from significant upside potential
- Maturing Telecoms business with investment completed, positive contribution without further equity injection.
- Improving financial flexibility while exploiting our business portfolio for increase profitability. Decided "self-financing" policy.

# Forward-looking Statements:

**Cautionary Statement for Purposes of the “Safe Harbor” Provisions of the United States Private Securities Litigation Reform Act of 1995.** The U.S. Private Securities Litigation Reform Act of 1995 provides a “safe harbor” for forward-looking statements. This presentation contains certain forward-looking statements regarding anticipated financial and operating results and statistics that are subject to risks and uncertainties. Forward-looking statements include, but are not limited to, information regarding: estimated future revenues, costs, EBITDA, earnings, leverage and other ratios, return on invested capital, return on equity and other financial targets; anticipated increases in demand and market share; implementation of cost control measures and the anticipated benefits thereof; anticipated work force levels; management strategy and goals; synergies; operational efficiencies; cost and tax savings; tariffs and pricing structure; estimated capital expenditures and other investments; expected asset disposals; estimated increases in capacity and output and changes in capacity mix; estimated increases in customers and consumption per customer; anticipated supply needs; macroeconomic conditions.

For all of these forward-looking statements, we claim the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. The following important factors, in addition to those discussed elsewhere in this presentation, could cause actual financial and operating results and statistics to differ materially from those expressed in our forward-looking statements:

**Economic and Industry Conditions:** materially adverse changes in economic or industry conditions generally or in our markets; the effect of existing regulations and regulatory changes; tariff reductions; the impact of any fluctuations in interest rates; the impact of fluctuations in exchange rates; natural disasters; the impact of more stringent environmental regulations and the inherent environmental risks relating to our business operations; the potential liabilities relating to our nuclear facilities.

**Transaction or Commercial Factors:** any delays in or failure to obtain necessary regulatory, antitrust and other approvals for our proposed acquisitions or asset disposals, or any conditions imposed in connection with such approvals; our ability to integrate acquired businesses successfully; the challenges inherent in diverting management’s focus and resources from other strategic opportunities and from operational matters during the process of integrating acquired businesses; the outcome of any negotiations with partners and governments.

**Political/Governmental Factors:** political conditions in Latin America; changes in Spanish and foreign laws, regulations and tax.

**Operating Factors:** technical difficulties; changes in operating conditions and costs; the ability to implement cost reduction plans; the ability to maintain a stable supply of fuel and the impact of fluctuations on fuel prices; acquisitions or restructurings; the ability to implement an international and diversification strategy successfully.

**Competitive Factors:** the actions of competitors; changes in competition and pricing environments; the entry of new competitors in our markets.

# 2002 results Strategy & business review

Analyst presentation  
Madrid, February 26<sup>th</sup> 2003

