

D.Pedro Corpas Fernández, en nombre y representación de Endesa Capital S.A, Sociedad Unipersonal, en su condición de Administrador Mancomunado, con domicilio social en la calle Ribera del Loira, 60 -28042 Madrid. C.I.F A-84109636.

**CERTIFICO:**

El contenido del presente CD-ROM coincide plenamente con el contenido del Suplemento de 3 de julio de 2007 y del Suplemento de 4 de diciembre de 2007, ambos al Folleto de Base del Programa "Euro Medium Term Notes" de Endesa Capital S.A, sociedad unipersonal, con saldo vivo máximo, emitido y no amortizado de cinco mil (5.000) millones de euros y garantizado por Endesa, S.A., aprobado y registrado en los Registros Oficiales de la Comisión Nacional del Mercado de Valores, con fecha 31 de mayo de 2007.

Que autorizo la difusión de dicho archivo a través de la 'web' de la Comisión Nacional del Mercado de Valores para su publicación.

Y para que así conste, expide el presente certificado en Madrid, a 12 de diciembre de 2007.

ENDESA CAPITAL S.A  
P.P

D. Pedro Corpas Fernández

SUPPLEMENT DATED 3 JULY 2007 TO THE BASE PROSPECTUS DATED 31 MAY  
2007



**ENDESA CAPITAL, S.A.**

*(incorporated with limited liability under the laws of the Kingdom of Spain)*

guaranteed by

**ENDESA, S.A.**

*(incorporated with limited liability under the laws of the Kingdom of Spain)*

**€5,000,000,000**

**EURO MEDIUM TERM NOTE PROGRAMME**

This supplement (the "**Supplement**") to the base prospectus dated 31 May 2007 (the "**Base Prospectus**") constitutes a supplementary prospectus for the purposes of Directive 2003/71/EC as implemented by the Kingdom of Spain and is prepared in connection with the euro medium term note programme of Endesa Capital, S.A. (the "**Issuer**"). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus. Mr. Javier Galan Allué, of legal age, holder of National Identity Card number 5.238.430-L, and Mr. Pedro Corpas Fernández, of legal age, holder of National Identity Card number 50.294-605-E, in their capacity as Joint Administrators of the Issuer, which has its registered offices in Madrid, at c/Ribera del Loira no. 60, holder of Tax Identification Code number A-84109636, assume, for and on behalf thereof, responsibility for the information contained in this Supplement.

Mr. Javier Galan Allué and Mr. Pedro Corpas Fernández, in their capacity as Joint Administrators of the Issuer, having taken all reasonable care to ensure that such is the case, declare that the information contained in this Supplement is, to the best of their knowledge, in accordance with the facts and contains no omission likely to affect its import.

The composition of the Board of Directors of Endesa, S.A. (the "**Guarantor**") has changed following resolutions adopted at the General Meeting of Shareholders of the Guarantor held on 20 June 2007. Pursuant to such resolutions, Mr. Fernando d'Ornellas Silva and Mr. Borja Prado Eulate have each become members of the Guarantor's Board of Directors. Following the completion of their second and final terms, Mr. Alberto Alonso Ureba, Mr. José M. Fernández Cuevas, Mr. José M. Fernández Norniella, Mr. Rafael González-Gallarza Morales and Mr. Manuel Ríos Navarro have each ceased to be members of the Guarantor's Board of Directors.

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke, located on the right side of the page.

The table under the heading "Board of Directors" on page 30 of the Base Prospectus shall be amended accordingly.

The composition of the Executive Committee of the Guarantor (the "**Executive Committee**") has changed following resolutions adopted at the meeting of the Guarantor's Board of Directors held on 21 June 2007. Mr. Fernando d'Ornellas Silva, Mr. Borja Prado Eulate and Mr. Francisco Javier Ramos Gascón have each become members of the Executive Committee. Mr. Alberto Alonso Ureba, Mr. José M. Fernández Cuevas and Mr. José M. Fernández Norniella have each ceased to be members of the Executive Committee. The table under the heading "Executive Committee" on page 30 of the Base Prospectus shall be amended accordingly.

The composition of the Audit and Compliance Committee of the Guarantor (the "**Audit and Compliance Committee**") has changed following resolutions adopted at the meeting of the Guarantor's Board of Directors held on 21 June 2007. Mr. Fernando d'Ornellas Silva and Mr. Borja Prado Eulate have each become members of the Audit and Compliance Committee. Mr. José M. Fernández Cuevas has ceased to be a member of the Audit and Compliance Committee. The table under the heading "Audit and Compliance Committee" on page 30 of the Base Prospectus shall be amended accordingly.

The composition of the Appointment and Remuneration Committee of the Guarantor (the "**Appointment and Remuneration Committee**") has changed following resolutions adopted at the meeting of the Guarantor's Board of Directors held on 21 June 2007. Mr. Fernando d'Ornellas Silva and Mr. Borja Prado Eulate have each become members of the Appointment and Remuneration Committee. Mr. Juan Ramón Quintás-Seoane has become Chairman of the Appointment and Remuneration Committee. Mr. Manuel Ríos Navarro has ceased to be Chairman of the Appointment and Remuneration Committee and Mr. Rafael González-Gallarza Morales has ceased to be a member of the Appointment and Remuneration Committee. The table under the heading "Appointment and Remuneration Committee" on page 31 of the Base Prospectus shall be amended accordingly.

Based on publicly available information at the date of this Supplement, the list of profiles under the heading "Profile of Directors" on page 31 of the Base Prospectus shall be amended by the addition of the following:

<b>Position</b>	<b>Profile</b>
Fernando d'Ornellas Silva Madrid. 1957	Present occupation: CEO of Bergé Automoción (2004). Board of Directors: Managing Director of Grupo Bergé; Vice-president of SKBergé Latinoamérica; President of Lexus España; and President of Hyundai España. Other activities: Vice-president of the Asociación Nacional de Importadores de Autovóviles (ANIACAM)
Borja Prado Eulate Madrid. 1956	Board of Directors: President of Almagro Asesoramiento e Inversiones, S.A.; Director of Administración de Telecinco; and Director of Willis, Broker de Seguros.

The list of territories considered to be a tax haven at the date of the Base Prospectus under paragraph 5 on page 152 of the Base Prospectus shall be amended by the addition of the following:

Fiji Islands

Channel Islands (Jersey and Guernsey)

Jamaica

Falkland Islands

Republic of Malta

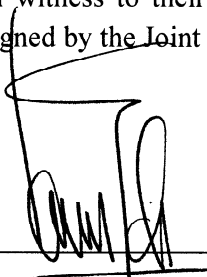
The Isle of Man

United Arab Emirates

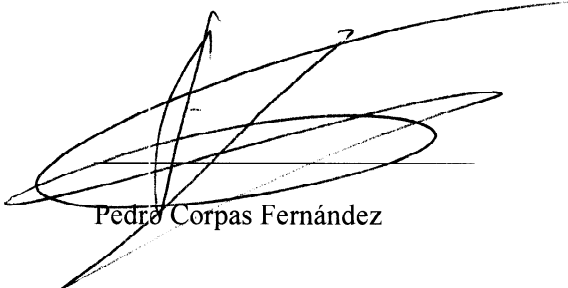
To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus which is capable of affecting the assessment of the Notes issued under the Programme since the publication of the Base Prospectus.

In witness to their knowledge and approval of the contents of this Supplement, it is hereby signed by the Joint Administrators of the Issuer, in Madrid, this 3rd day of July, 2007.



Javier Galán Allué



Pedro Corpas Fernández