
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

**CURRENT REPORT PURSUANT
TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): February 12, 2008

ENTERPRISE GP HOLDINGS L.P.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

1-32610
(Commission
File Number)

13-4297064
(I.R.S. Employer
Identification No.)

**1100 Louisiana, 10th Floor
Houston, Texas 77002**
(Address of Principal Executive Offices, including Zip Code)

(713) 381-6500
(Registrant's Telephone Number, including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operations and Financial Condition.

On February 12, 2008, Enterprise GP Holdings L.P. issued a press release regarding its consolidated and parent-only financial results for the three and twelve months ended December 31, 2007. A copy of the earnings press release is filed as Exhibit 99.1 to this Current Report on Form 8-K, which is incorporated by reference into this Item 2.02.

Significant Relationships

Enterprise GP Holdings L.P. is a publicly traded Delaware limited partnership, the registered limited partnership interests of which (“the Units”) are listed on the New York Stock Exchange (“NYSE”) under the ticker symbol “EPE.” The current business of Enterprise GP Holdings L.P. is to own general and limited partner interests of publicly traded partnerships engaged in the midstream energy industry and related businesses. Unless the context requires otherwise, references to “we,” “us,” “our,” or “the Company” are intended to mean the business and operations of Enterprise GP Holdings L.P. and its consolidated subsidiaries.

References to “the parent company” mean Enterprise GP Holdings L.P., individually as the parent company, and not on a consolidated basis. The parent company was formed in April 2005 and completed its initial public offering of 14,216,784 Units in August 2005. Private company affiliates of EPCO, Inc. owned the predecessor of the parent company. The parent company is owned 99.99% by its limited partners and 0.01% by its general partner, EPE Holdings, LLC (“EPE Holdings”). EPE Holdings is a wholly owned subsidiary of Dan Duncan LLC, the membership interests of which are owned by Dan L. Duncan.

References to “Enterprise Products Partners” mean the business and operations of Enterprise Products Partners L.P. and its consolidated subsidiaries, including Duncan Energy Partners L.P. Enterprise Products Partners is a publicly traded Delaware limited partnership, the registered limited partnership interests of which are listed on the NYSE under the ticker symbol “EPD.” References to “EPGP” mean Enterprise Products GP, LLC, which is the general partner of Enterprise Products Partners.

References to “TEPPCO” mean the business and operations of TEPPCO Partners, L.P. and its consolidated subsidiaries. TEPPCO is a publicly traded Delaware limited partnership, the registered limited partnership interests of which are listed on the NYSE under the ticker symbol “TPP.” References to “TEPPCO GP” mean Texas Eastern Products Pipeline Company, LLC, which is the general partner of TEPPCO.

References to “Energy Transfer Equity” mean the business and operations of Energy Transfer Equity, L.P. and its consolidated subsidiaries, which include Energy Transfer Partners, L.P. (“ETP”). Energy Transfer Equity is a publicly traded Delaware limited partnership, the registered limited partnership interests of which are listed on the NYSE under the ticker symbol “ETE.” The general partner of Energy Transfer Equity is LE GP, LLC (“ETEGP”).

References to “EPCO” mean EPCO, Inc., which is a related party affiliate to all of the foregoing named entities. Mr. Duncan is the Chairman and controlling shareholder of EPCO.

The parent company, Enterprise Products Partners, EPGP, TEPPCO, TEPPCO GP and EPCO are affiliates under common control of Mr. Duncan. Enterprise Products Partners and TEPPCO and their respective general partners have been under Mr. Duncan’s indirect control for all periods presented in the press release and this Current Report on Form 8-K. We account for our investments in Energy Transfer Equity and ETEGP using the equity method of accounting since we do not control such entities.

Basis of Financial Statement Presentation

Effective with the second quarter of 2007, our consolidated and parent-only financial statements and related information were recast to reflect the acquisition of ownership interests in TEPPCO and TEPPCO GP (including associated TEPPCO incentive distribution rights (“IDRs”)) in May 2007 and the reorganization of our business segments. TEPPCO and TEPPCO GP have been under common control with the parent company since February 2005. For additional information regarding the recast of our financial statements for common control considerations, please refer to our Current Report on Form 8-K dated September 21, 2007.

In most circumstances, accounting principles generally accepted in the United States of America (“GAAP”) requires a general partner to consolidate the financial statements of its respective underlying limited partnership due to the general partner’s ability to control the actions of such limited partnership. As a result, our general purpose financial statements reflect the consolidated results of (i) EPGP with those of Enterprise Products Partners and (ii) TEPPCO GP with those of TEPPCO. We control both EPGP and TEPPCO GP through our ownership of 100% of the membership interests in each of EPGP and TEPPCO GP. The acquisitions of ownership interests in TEPPCO and TEPPCO GP were accounted for at historical costs as a reorganization of entities under common control in a manner similar to a pooling of interests.

Basis of Financial Information pertaining to EPGP and Enterprise Products Partners. The parent company acquired its investments in Enterprise Products Partners and EPGP in August 2005 from private company affiliates of EPCO under the common control of Mr. Duncan. The parent company owns 13,454,498 common units of Enterprise Products Partners and 100% of the membership interests of EPGP, which is entitled to 2% of the cash distributions paid by Enterprise Products Partners as well as the associated IDRs of Enterprise Products Partners.

Basis of Financial Information pertaining to TEPPCO GP and TEPPCO. The parent company acquired 4,400,000 common units of TEPPCO and 100% of the membership interests of TEPPCO GP (including associated TEPPCO IDRs) in May 2007 from private company affiliates of EPCO under the common control of Mr. Duncan. TEPPCO GP is entitled to 2% of the cash distributions paid by TEPPCO as well as the associated IDRs of TEPPCO. Our recast consolidated and parent-only financial statements reflect ownership of 100% of the membership interests in TEPPCO GP and associated TEPPCO IDRs (equivalent to the current IDR structure) for all periods presented.

All earnings derived from TEPPCO IDRs and TEPPCO common units in excess of those allocated to the parent company are presented as a component of minority interest in our consolidated financial statements. In addition, the former owners of the TEPPCO and TEPPCO GP interests and rights were allocated all cash receipts from these investments during the periods they owned such interests prior to May 7, 2007.

Basis of Financial Information pertaining to Energy Transfer Equity and ETEGP. The parent company acquired 38,976,090 common units of Energy Transfer Equity and approximately 34.9% of the membership interests in ETEGP for \$1.65 billion in cash in May 2007. Energy Transfer Equity owns limited partner interests and the general partner interest in Energy Transfer Partners, L.P., a publicly traded partnership. We account for our investments in Energy Transfer Equity and ETEGP using the equity method of accounting.

Revised Business Segments. Our business segment disclosures reflect the parent company’s new equity investments and sources of cash flows. Our reorganized business segments reflect the manner in which these investments are managed and reviewed by the chief executive officer of our general partner, who is our chief operating decision maker. The reportable segments are (i) Investment in Enterprise Products Partners, (ii) Investment in TEPPCO and (iii) Investment in Energy Transfer Equity.

Our Investment in Enterprise Products Partners segment reflects the consolidated operations of Enterprise Products Partners and its general partner, EPGP. Our Investment in TEPPCO segment reflects the consolidated operations of TEPPCO and its general partner, TEPPCO GP. As discussed previously, the Investment in TEPPCO segment represents the historical operations of TEPPCO and TEPPCO GP that were under common control with us prior to our acquisition of such interests in May 2007. TEPPCO and Enterprise Products Partners are joint venture partners in Jonah Gas Gathering Company (“Jonah”), which owns a natural gas gathering pipeline located in southwest Wyoming (the “Jonah system”). Within their respective financial statements, Enterprise Products Partners and TEPPCO account for their individual ownership interests in Jonah using the equity method of accounting. As a result of common control at the parent company-level, we classify the assets and results of operations from Jonah within our Investment in TEPPCO segment. The Investment in Energy Transfer Equity segment reflects our equity method investment in Energy Transfer Equity and ETEGP.

Use of Non-GAAP Financial Measures

The press release and accompanying schedules include the non-generally accepted accounting principle (“non-GAAP”) financial measure of distributable cash flow. Exhibit C provides a reconciliation of this non-GAAP financial measure to its most directly comparable financial measure calculated in accordance with GAAP. Distributable cash flow should not be considered an alternative to GAAP measures such as net income, net cash flow provided by operating activities or any other GAAP measure of liquidity or financial performance.

We define distributable cash flow as cash distributions expected to be received from the parent company’s investments in limited partner and general partner interests (including related IDRs) less parent company cash expenses and general and administrative and similar costs of EPGP and TEPPCO GP on a standalone basis. Distributable cash flow is a significant liquidity metric used by senior management to compare net cash flow generated by the parent company’s investments to the cash distributions the parent company is expected to pay its partners. Using this metric, senior management can quickly compute the coverage ratio of estimated cash flow to planned cash distributions.

Distributable cash flow is an important non-GAAP financial measure for the parent company’s unitholders since it indicates to investors whether or not the parent company’s investments are generating cash flow at a level that can sustain or support an increase in quarterly cash distribution levels. Financial metrics such as distributable cash flow are quantitative standards used by the investment community with respect to publicly-traded partnerships because the value of a partnership unit is in part measured by its yield (which, in turn, is based on the amount of cash distributions a partnership pays to a unitholder).

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Enterprise GP Holdings L.P. press release dated February 12, 2008.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

ENTERPRISE GP HOLDINGS L.P.

By: EPE Holdings, LLC,
its General Partner

Date: February 12, 2008

By: ___/s/ Michael J. Knesek_____

Name: Michael J. Knesek

Title: Senior Vice President, Controller and Principal
Accounting Officer of EPE Holdings, LLC

Exhibit Index

Exhibit No.

Description

99.1 Enterprise GP Holdings L.P. press release dated February 12, 2008.



Enterprise GP Holdings L.P.
P.O. Box 4323
Houston, TX 77210
(713) 381-6812

Enterprise GP Holdings Reports Fourth Quarter and Full-Year 2007 Results

Houston, Texas (Tuesday, February 12, 2008) – Enterprise GP Holdings L.P., (NYSE: EPE) today announced its consolidated and parent-only financial results for the three months and year ended December 31, 2007. Enterprise GP Holdings, the parent company, reported record distributable cash flow of \$56 million for the fourth quarter of 2007. Distributable cash flow for the fourth quarter of 2007 provided 1.1 times coverage of the \$0.41 per unit distribution declared by the board of the general partner of Enterprise GP Holdings with respect to the fourth quarter of 2007 that was paid on February 8, 2008. This distribution rate represents a 17 percent increase from \$0.35 per unit paid with respect to the fourth quarter of 2006. Distributable cash flow is a non-generally accepted accounting principle (or “non-GAAP”) financial measure that is defined and reconciled later in this press release to its most directly comparable accounting principles generally accepted (or “GAAP”) measure, which is net cash flow provided by operating activities.

Enterprise GP Holdings will receive \$78 million of total cash distributions with respect to the fourth quarter of 2007. These distributions are comprised of \$41 million from Enterprise Products Partners L.P. (paid February 7), \$15 million from TEPPCO Partners, L.P. (paid February 7) and \$22 million from Energy Transfer Equity, L.P. (payable February 19). This represents a 56 percent increase from the \$50 million in distributions received with respect to the fourth quarter of 2006. The increase was due to the acquisition of partnership interest in Energy Transfer Equity and increases in cash distributions from Enterprise Products Partners and TEPPCO. The cash distribution from Energy Transfer Equity to be received on February 19 is for a four-month period (September 2007 to December 2007) due to Energy Transfer Equity’s transition from a fiscal year to a calendar year basis for financial reporting and cash distribution purposes. As a result, the cash distribution that Enterprise GP Holdings will receive from Energy Transfer Equity includes an additional \$5.5 million relating to the extra month.

Enterprise GP Holdings reported consolidated net income for the fourth quarter of 2007 of \$22 million, or \$0.18 per unit on a fully diluted basis, compared to \$35 million, or \$0.34 per unit on a fully diluted basis, for the fourth quarter of 2006. The decrease in consolidated net income is largely attributable to an increase in interest expense from a higher average debt balance associated with the acquisition of partnership interests in Energy Transfer Equity and the amortization of associated debt issuance costs.

The earnings per unit calculation for the fourth quarter of 2007 is based on 123.2 million average units outstanding, which is comprised of 88.9 million units issued in August 2005, 14.2 million units (formerly Class B units) issued as part of the consideration for the acquisition of partner interests in TEPPCO and its general partner in May 2007, and 20.1 million units issued in July 2007 in a private placement with institutions that were subsequently registered. The earnings per unit calculation for the fourth quarter of 2006 are based on 103.1 million units, which exclude the units issued in the private placement in July 2007.

Distributable cash flow for 2007 increased 12 percent to a record \$199 million from \$178 million for 2006. Distributable cash flow for 2007 provided 1.0 times coverage of the \$1.55 of cash distributions that were declared with respect to 2007. Enterprise GP Holdings reported consolidated net income for 2007 of \$109 million, or \$0.97 per unit on a fully diluted basis, compared to \$134 million, or \$1.30 per unit on a fully diluted basis, for 2006. The decrease in consolidated net income for 2007 relative to 2006 was due to the same reasons mentioned previously for the decrease in fourth quarter net income.

“We were very pleased with the record distributable cash flow generated by Enterprise GP Holdings for the fourth quarter of 2007,” said Dr. Ralph S. Cunningham, president and chief executive officer of Enterprise GP Holdings. “We benefited from distribution increases from Enterprise Products and Energy Transfer Equity. Part of the distribution increase from Energy Transfer Equity was driven by an increase in general partner distributions related to an issuance of 5 million units by Energy Transfer Partners, L.P. in December 2007.”

“Looking ahead to 2008, each of the operating partnerships in which we own GP and LP interests has completed major growth projects or acquisitions. These include Enterprise Products’ projects at Independence Hub, Meeker, Pioneer and Hobbs and TEPPCO’s recent \$500 million asset purchase to enter into the marine transportation of refined products and crude oil business. As these investments generate incremental cash flow and the partnerships increase their cash distributions and issue limited partner units to fund their growth, we will disproportionately benefit through the leverage we have from our ownership of general partner incentive distribution rights,” stated Cunningham.

Basis of Presentation of Financial Information

In order for our unitholders and others to more fully understand Enterprise GP Holdings’ financial condition and results of operations on a standalone basis, this press release includes financial information of Enterprise GP Holdings as the parent company apart from that of our consolidated partnership. The parent-only income statements reflect equity earnings from its investees as a component of operating income. These investments are the primary source of earnings for Enterprise GP Holdings on a standalone basis. In accordance with GAAP, equity earnings from Enterprise Products Partners and its general partner (“EPGP”) and TEPPCO and its general partner (“TEPPCO GP”) are eliminated in the preparation of our consolidated financial statements.

Effective with the second quarter of 2007, our consolidated and parent-only financial statements and related information were recast to reflect the acquisition of ownership interests in TEPPCO and TEPPCO GP (including associated TEPPCO incentive distribution rights (“IDRs”)) in May 2007 and the reorganization of our business segments. TEPPCO and TEPPCO GP have been under common control with the parent company since February 2005. For additional information regarding the recast of our financial statements to reflect common control considerations, please refer to our Current Report on Form 8-K dated September 21, 2007.

Our Investment in Enterprise Products Partners business segment reflects the consolidated operations of Enterprise Products Partners and its general partner. Our Investment in TEPPCO reflects the consolidated operations of TEPPCO and its general partner. The Investment in TEPPCO segment represents the historical operations of TEPPCO and its general partner that were under common control with the parent company prior to its acquisition of these interests on May 7, 2007. We control Enterprise Products Partners and TEPPCO through our ownership of their respective general partners. Our Investment in Energy Transfer Equity business segment reflects our non-controlling interests in Energy Transfer Equity and its general partner accounted for under the equity method of accounting. We evaluate segment performance based on operating income.

Use of Non-GAAP Financial Measures

This press release and accompanying schedules include the non-GAAP financial measure of distributable cash flow. Exhibit C provides a reconciliation of this non-GAAP financial measure to its most directly comparable financial measure calculated in accordance with GAAP. Distributable cash flow should not be considered an alternative to GAAP measures such as net income, net cash flow provided by operating activities or any other GAAP measure of liquidity or financial performance.

We define distributable cash flow as cash distributions received and/or declared with respect to a given period from the parent company’s investments in limited partner and general partner interests (including related IDRs) less parent company cash expenses and general and administrative and similar costs of EPGP and TEPPCO GP on a standalone basis. Distributable cash flow is a significant liquidity metric used by senior management to compare net cash flow generated by the parent company’s investments to the cash distributions the parent company is expected to pay its partners. Using this metric, senior management can quickly compute the coverage ratio of estimated cash flow to planned cash distributions.

Distributable cash flow is an important non-GAAP financial measure for the parent company’s unitholders since it indicates to investors whether or not the parent company’s investments are generating cash flow at a level that can sustain or support an increase in quarterly cash distribution levels. Financial metrics such as distributable cash flow are quantitative standards used by the investment community with respect to publicly-traded partnerships because the value of a partnership unit is in part measured by its yield (which, in turn, is based on the amount of cash distributions a partnership pays to a unitholder).

Company Information and Forward-Looking Statements

Enterprise GP Holdings is one of the largest publicly traded GP partnerships with an enterprise value of more than \$5 billion. It owns the general partner and limited partner interests in Enterprise Products Partners L.P., TEPPCO Partners, L.P. as well as certain non-controlling general partner and limited partner interests in Energy Transfer Equity, L.P. For more information on Enterprise GP Holdings L.P., visit its website at www.enterprisegp.com.

This press release contains various forward-looking statements and information that are based on Enterprise GP Holdings' beliefs and those of its general partner, as well as assumptions made by and information currently available to Enterprise GP Holdings. When used in this press release, words such as "anticipate," "project," "expect," "plan," "goal," "forecast," "intend," "could," "believe," "may," and similar expressions and statements regarding the plans and objectives of Enterprise GP Holdings, Enterprise Products Partners, TEPPCO, Energy Transfer Equity or Energy Transfer Partners (the "Related Companies") for future operations, are intended to identify forward-looking statements. Although Enterprise GP Holdings and its general partner believe that such expectations reflected in such forward-looking statements are reasonable, neither Enterprise GP Holdings nor its general partner can give assurances that such expectations will prove to be correct. Such statements are subject to a variety of risks, uncertainties and assumptions. If one or more of these risks or uncertainties materialize, or if underlying assumptions prove incorrect, Enterprise GP Holdings' actual results may vary materially from those it anticipated, estimated, projected or expected. Among the key risk factors that may have a direct bearing on the Related Companies, and in turn, Enterprise GP Holdings' results of operations and financial condition are:

- fluctuations in oil, natural gas and NGL prices and production due to weather and other natural and economic forces;
- the effects of the Related Companies debt level on its future financial and operating flexibility;
- a reduction in demand for the Related Companies products by the petrochemical, refining, heating or other industries;
- a decline in the volumes delivered by the Related Companies' facilities;
- the failure of any of the Related Companies' credit risk management efforts to adequately protect it against customer non-payment;
- terrorist attacks aimed at the Related Companies' facilities; and
- the failure to successfully integrate the Related Companies' operations with companies, if any, that they may acquire in the future.

Enterprise GP Holdings has no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

*Contacts: Randy Burkhalter, Investor Relations (713) 381-6812
Rick Rainey, Media Relations (713) 381-3635*

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Enterprise GP Holdings L.P. – Parent Company

Distributable Cash Flow, Summary Income Statements and Selected Balance Sheet Data– UNAUDITED

(Amounts in thousands)

The following table presents distributable cash flow, summarized income statement data and selected balance sheet information for the parent company, individually and not on a consolidated basis, with respect to the periods and dates indicated.

	For the Three Months Ended December 31,		For the Twelve Months Ended December 31,	
	2007	2006	2007	2006
Cash distributions from investees: (1)				
<i>Enterprise Products Partners and EPGP:</i>				
From 13,454,498 common units of EPD	\$ 6,727	\$ 6,290	\$ 26,203	\$ 24,554
From 2% general partner interest	4,442	4,126	17,260	15,740
From general partner IDRs	29,855	25,260	112,016	92,856
<i>TEPPCO and TEPPCO GP:</i>				
From 4,400,000 common units of TPP	3,058	2,970	12,144	11,229
From 2% general partner interest	1,275	1,237	5,061	4,287
From general partner IDRs	11,109	10,534	43,850	43,266
<i>Energy Transfer Equity and ETEGP:</i>				
From 38,976,090 common units of ETE	21,437	--	51,157	--
From 34.9% member interest in ETEGP	189	--	413	--
Total cash distributions from investees	78,092	50,417	268,104	191,932
Expenses:				
Parent company expenses, excluding non-cash amortization and other costs	(21,517)	(3,105)	(68,797)	(11,247)
EPGP expenses	(127)	(690)	(432)	(2,273)
TEPPCO GP expenses	(50)	(21)	(203)	(335)
Total expenses	(21,694)	(3,816)	(69,432)	(13,855)
Distributable cash flow	<u>\$ 56,398</u>	<u>\$ 46,601</u>	<u>\$ 198,672</u>	<u>\$ 178,077</u>
Distributions by parent company:				
To limited partners:				
EPCO and affiliates	\$ 37,432	\$ 26,985	\$ 136,319	\$ 99,374
Public	13,077	4,124	42,104	15,282
To general partner	5	3	18	11
To former owners of TEPPCO GP	--	14,741	15,084	58,782
Total cash distributions	<u>\$ 50,514</u>	<u>\$ 45,853</u>	<u>\$ 193,525</u>	<u>\$ 173,449</u>
Summary income statement data:				
Equity in earnings of investees (2)	\$ 47,689	\$ 38,544	\$ 187,540	\$ 145,587
General and administrative costs	1,879	591	4,299	2,116
Operating income	45,810	37,953	183,241	143,471
Interest expense, net	(24,020)	(2,602)	(74,220)	(9,497)
Provision for income tax	(3)	--	--	--
Cumulative effect of accounting change	--	--	--	18
Net income	<u>\$ 21,787</u>	<u>\$ 35,351</u>	<u>\$ 109,021</u>	<u>\$ 133,992</u>
Selected balance sheet data:				
Debt principal outstanding at end of period (3)	<u>\$ 1,090,000</u>	<u>\$ 155,000</u>	<u>\$ 1,090,000</u>	<u>\$ 155,000</u>

(1) Represents cash distributions received or, in the case of the most recent quarter, declared and expected to be received with respect to such quarter. With respect to cash distributions from investees for the fourth quarter of 2007, we received the distributions shown for Enterprise Products Partners, TEPPCO and their respective general partners on February 7, 2008. We expect to receive the declared distribution from Energy Transfer Equity and its general partner on February 19, 2008.

(2) Represents the parent company's share of the net income of Enterprise Products Partners, TEPPCO, Energy Transfer Equity and their respective general partners.

(3) Debt increased between periods in connection with financing our acquisition of equity interests in Energy Transfer Equity in May 2007.

Enterprise GP Holdings L.P.

Condensed Statements of Consolidated Operations – UNAUDITED

For the Three and Twelve Months Ended December 31, 2007 and 2006

(Amounts in thousands, except per unit amounts)

Since the parent company owns the general partner of Enterprise Products Partners and TEPPCO, our general purpose condensed consolidated financial statements reflect the financial results of Enterprise Products Partners, EPGP, TEPPCO and TEPPCO GP. The earnings of Enterprise Products Partners, EPGP, TEPPCO and TEPPCO GP that are allocated to limited and general partner interests not owned by the parent company are reflected as minority interest expense in our condensed statements of consolidated operations. On a consolidated basis, we have classified our operations into three business segments: Investment in Enterprise Products Partners, Investment in TEPPCO and Investment in Energy Transfer Equity. The following table summarizes our financial information by business segment:

	For the Three Months Ended December 31,		For the Twelve Months Ended December 31,	
	2007	2006	2007	2006
Revenues:				
Investment in Enterprise Products Partners	\$ 5,302,469	\$ 3,350,517	\$ 16,950,125	\$ 13,990,969
Investment in TEPPCO	3,103,457	2,124,956	9,862,676	9,691,320
Eliminations	(48,426)	(22,694)	(99,032)	(70,143)
Total revenues	8,357,500	5,452,779	26,713,769	23,612,146
Costs and expenses:				
Investment in Enterprise Products Partners	5,048,605	3,152,143	16,097,178	13,154,755
Investment in TEPPCO	3,017,326	2,044,257	9,520,610	9,425,153
Other, non-segment including parent company	(45,567)	(13,768)	(84,241)	(59,569)
Total costs and expenses	8,020,364	5,182,632	25,533,547	22,520,339
Equity earnings (loss):				
Investment in Enterprise Products Partners (1)	10,785	7,021	20,301	21,327
Investment in TEPPCO (1)	(5,673)	210	(9,793)	3,886
Investment in Energy Transfer Equity (2)	3,363	--	3,095	--
Total equity earnings	8,475	7,231	13,603	25,213
Operating income:				
Investment in Enterprise Products Partners	264,649	205,395	873,248	857,541
Investment in TEPPCO	80,458	80,909	332,273	270,053
Investment in Energy Transfer Equity	3,363	--	3,095	--
Other, non-segment including parent company	(2,859)	(8,926)	(14,791)	(10,574)
Total operating income	345,611	277,378	1,193,825	1,117,020
Interest expense	(145,470)	(86,081)	(487,419)	(333,742)
Provision for income taxes	(6,605)	(8,868)	(15,813)	(21,974)
Other income, net	2,636	1,176	71,788	11,180
Income before minority interest and cumulative effect of change in accounting principle	196,172	183,605	762,381	772,484
Minority interest (3)	(174,385)	(148,251)	(653,360)	(638,585)
Income before cumulative effect of change in accounting principle	21,787	35,354	109,021	133,899
Change in accounting principle	--	(3)	--	93
Net income	\$ 21,787	\$ 35,351	\$ 109,021	\$ 133,992
Allocation of net income to:				
Limited partners	\$ 21,785	\$ 35,347	\$ 109,010	\$ 133,979
General partner	\$ 2	\$ 4	\$ 11	\$ 13
Earnings per Unit, basic and fully diluted:				
Net income per Unit	\$ 0.18	\$ 0.34	\$ 0.97	\$ 1.30
Average LP Units outstanding (4)	123,192	103,057	112,325	103,057

(1) Represents equity earnings from third-party unconsolidated affiliates as recorded by Enterprise Products Partners and TEPPCO.

(2) Represents the parent company's share of the net income of Energy Transfer Equity and its general partners. The parent company's investment in Energy Transfer Equity and its general partner is accounted for using the equity method.

(3) Represents earnings allocated by Enterprise Products Partners, Duncan Energy Partners and TEPPCO to their respective limited partner interests not owned by the parent company.

(4) The parent company's 16 million Class C units are non-participating securities; thus, they are excluded from our earnings per Unit computations.

Enterprise GP Holdings L.P. – Parent Company
Non-GAAP Reconciliations – UNAUDITED
(Amounts in thousands)

The following table presents the reconciliation of the parent company's non-GAAP distributable cash flow to its GAAP net cash flow provided by operating activities.

	For the Three Months Ended December 31,		For the Twelve Months Ended December 31,	
	2007	2006	2007	2006
Distributable Cash Flow (Exhibit A)	\$ 56,398	\$ 46,601	\$ 198,672	\$ 178,077
Adjustments to derive net cash flow provided by operating activities (add or subtract as indicated by sign of number):				
Cash distributions from investees with respect to period indicated (see Exhibit A) (1)	(78,092)	(50,417)	(268,104)	(191,932)
Distributions received from investees during period (2)	70,098	49,517	237,595	182,008
Expenses of EPGP and TEPPCO GP	177	712	635	2,607
Net effect of changes in operating accounts	6,261	(361)	15,875	(4,637)
Net cash flow provided by operating activities	\$ 54,842	\$ 46,052	\$ 184,673	\$ 166,123

(1) Represents cash distributions collected subsequent to the end of each reporting period.

(2) Represents cash distributions received during each reporting period.