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TELEFONICA S A Form 6-K January 23, 2008

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16

of the Securities Exchange Act of 1934

For the month of January, 2008

Commission File Number: 001-09531

Telefónica, S.A.

(Translation of registrant's name into English)

Gran Vía, 28

28013 Madrid, Spain

3491-459-3050

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form	40-F:
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Form 20-F X Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes No X

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes No X

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Indicate by check mark whethe furnishing the information to the					
	Yes		No	X	
If "Yes" is marked, indicate belo	ow the file number assi	igned to the regi	strant in	connection w	vith Rule 12g3-2(b): <u>N/A</u>
	Tel	efónica, S.A.			
	TABLE	OF CONTENT	TS .		
Item 1. Telefonica- D	irectorate changes				Sequential Page Number
As provided in article 82 of the reports the following	Spanish Stock Market	Act (Ley del M	ercado d	e Valores), T	ELEFÓNICA S.A. hereby

SIGNIFICANT EVENT

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The Board of Directors of the Company, at the meeting held today, has been informed of and acknowledged the resignations tendered by Board members Mr. Manuel Pizarro Moreno and Mr. Antonio Viana-Baptista from their directorships.

In view thereof, the Board of Directors has unanimously resolved, at the proposal of the Nominating, Compensation and Corporate Governance Committee, the interim appointment of Mrs. Eva Castillo Sanz and Mr. Luiz Fernando Furlán as new members of the Board of Directors, both as independent Directors.

Also, upon the prior favourable report of the Nominating, Compensation and Corporate Governance Committee, the Board has appointed Mr. Gonzalo Hinojosa Fernández de Angulo as new member of the Executive Committee of the Board, and Mr. Carlos Colomer Casellas as new member of the Nominating, Compensation and Corporate Governance Committee.

Madrid,	January	23rd,	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, thereunto duly authorized.

		Telefónica, S.A.			
Date:	January 23 rd , 2008	By:	/s/ Ramiro Sánchez de Lerín García- Ovies		
			Name:	Ramiro Sánchez de Lerín García- Ovies	
			Title:	General Secretary and Secretary to the Board of Directors	