

PRINCIPAL TERMS AND CONDITIONS OF THE PROPOSAL

BACKGROUND INFORMATION

1. Issuer

- i. **Name** : Tenaga Nasional Berhad (“the Company”).
- ii. **Address** : 129 Jalan Bangsar, 59200 Kuala Lumpur
- iii. **Business registration no.** : 200866-W
- iv. **Date/Place of incorporation** : 12 July 1990, Malaysia
- v. **Date of Listing** : 28 May 1992
- vi. **Status** : Resident controlled company
Bumiputera controlled company.
- vii. **Principal activities** : The principal activities of the Company are the generation, transmission, distribution and sales of electricity.
- viii. **Board of directors** :

Tan Sri Datuk Amar Leo Moggie	Dato’ Zainal Abidin bin Putih
Dato’ Che Khalib bin Mohamad Noh	Dato’ Azman bin Mokhtar
Dato’ Lau Yin Pin @ Lau Yen Beng	Datuk Mohd Zaid bin Ibrahim
Tan Sri Dato’ Hari Narayanan a/l Govindasamy	Zalekha binti Hassan (alternated Director to Dato’ Abdul Rahim Mokti)
Dato’ Abdul Rahim bin Mokti	Mohammad Zainal bin Shaari (alternate Director to Dato’ Azman Mokhtar)
- ix. **Structure of shareholdings and names of all substantial shareholders**

Shareholders (31 Aug 2005)	No. of shares held	Percentage
Khazanah Nasional Berhad	1,176,821,571	36.54
Bank Negara Malaysia	252,438,000	7.84
Employees Provident Fund Board	287,016,900	8.91

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Amanah Raya 227,433,200 7.06
Nominees
(Tempatan) Sdn Bhd
*Skim Amanah Saham
Bumiputera*

**x. Authorised and
paid-up capital**

: Authorised:
5,000,000,000 Ordinary shares of RM1.00 each;

1 (one) Special Rights Redeemable Preference Share
of RM1.00 per share;

1,000 Class A Redeemable Preference Share of
RM1.00 per share;

500 Class B Redeemable Preference Share of
RM1.00 per share.

Issued and fully paid-up (as at 31 May 2005):
3,203,847,330 Ordinary shares of RM1.00 each;

1 (one) Special Rights Redeemable Preference Share
of RM1.00 per share;

1,000 Class A Redeemable Preference Share of
RM1.00 per share;

500 Class B Redeemable Preference Share of
RM1.00 per share.