

The Board of Directors is pleased to announce the following:

A. UNAUDITED CONDENSED CONSOLIDATED INCOME STATEMENT FOR THE 2nd QUARTER ENDED 29 FEBRUARY 2004 (Amounts in RM million unless otherwise stated)

	INDIVI	DUAL QUARTER	CU	MULATIVE
		PRECEDING		PRECEDING
	CURRENT	YEAR	CURRENT	YEAR
	YEAR	CORRESPONDING	YEAR	CORRESPONDING
	QUARTER	QUARTER	TO DATE	PERIOD
	29.02.2004	28.02.2003	29.02.2004	28.02.2003
Revenue	4,285.0	3,937.3	8,528.9	7,993.2
Operating expenses	(3,664.0)	(3,350.1)	(7,100.0)	(6,681.3)
Other operating income	88.8	59.7	140.3	125.1
Operating profit	709.8	646.9	1,569.2	1,437.0
Foreign exchange				
- Translation loss	(161.1)	(303.2)	(543.8)	(9.7)
- Transaction (loss)/gain	(40.4)	10.7	(43.2)	16.4
Share of results of associates	24.7	27.8	33.9	61.5
Profit before finance cost	533.0	382.2	1,016.1	1,505.2
Finance cost	(333.4)	(288.3)	(679.7)	(613.1)
Profit from ordinary activities before taxation	199.6	93.9	336.4	892.1
Taxation				
- Company and subsidiaries	(10.7)	(12.7)	(26.6)	(23.1)
- Deferred taxation	(113.1)	(133.9)	(266.1)	(267.8)
- Share of taxes in associates	(7.2)	(10.3)	(8.1)	(19.8)
Profit/(loss) from ordinary activities after taxation	68.6	(63.0)	35.6	581.4
Minority interests	(11.5)	2.4	(4.9)	2.0
Net profit/(loss) for the period	57.1	(60.6)	30.7	583.4
	Car	San	Se	Sam
Earnings/(loss) per share-Basic	Sen 1.83	Sen (1.95)	Sen 0.99	Sen 18.75
Earnings/(loss) per share-basic Earnings/(loss) per share-Diluted	1.82	(1.95)	0.98	18.75
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The unaudited Condensed Consolidated Income Statement should be read in conjunction with the annual audited financial statements for the financial year ended 31 August 2003.

B. UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEET AS AT 29 FEBRUARY 2004 (Amounts in RM million unless otherwise stated)

	29 FEB 2004	31 AUG 2003
NON CURRENT ASSETS		
Property, plant and equiptment	52,349.6	51,768.4
Coal Mine Rights	317.6	-
Associates	517.5	601.4
Investments	126.6 53,311.3	158.1 52,527.9
	53,311.3	52,527.9
CURRENT ASSETS		
Inventories	1,648.4	1,552.0
Trade receivables	2,158.6	1,817.6
Other receivables	1,379.6	1,179.9
Amount owing from associates	76.4	77.3
Short term investments Securities	1,225.6 12.6	1,355.2
Deposits, bank and cash balances	1,253.0	11.7 1,434.9
Deposits, bank and cash balances	7,754.2	7,428.6
CURRENT LIABILITIES		
Trade payables	(1,626.8)	(1,721.7)
Other payables	(1,668.2)	(1,416.1)
Amount owing to associates Current taxation	(405.4) (265.5)	(216.8) (235.3)
Short term borrowings	(4,455.3)	(4,508.7)
Chort term benowings	(8,421.2)	(8,098.6)
	(0,121.2)	(0,000.0)
NET CURRENT LIABILITIES	(667.0)	(670.0)
LONG TERM LIABILITIES		
Borrowings	(26,792.9)	(26,404.4)
Consumer deposits	(1,674.3)	(1,598.0)
Employee benefits	(779.1)	(513.7)
Other liabilities	(79.5)	(84.1)
Deferred taxation	(5,559.8)	(5,285.8)
Deferred income	(2,305.4)	(2,299.9)
Government development grants	(500.7)	(519.9)
	14,952.6	15,152.1
	14,952.0	13, 132.1
FINANCED BY:		
Share capital	3,112.8	3,111.8
Share premium	3,188.6	3,181.7
Retained profits	7,494.4	7,732.1
Revaluation and other reserves	1,054.1	1,048.1
SHAREHOLDERS' FUNDS	14,849.9	15,073.7
Minority interests	102.7	78.4
	14,952.6	15,152.1
	Sen	Sen
NET TANGIBLE ASSETS PER SHARE	467	484

The unaudited Condensed Consolidated Balance Sheet should be read in conjunction with the annual audited financial statements for the financial year ended 31 August 2003.

C. UNAUDITED CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS AT 29 FEBRUARY 2004 (Amounts in RM million unless otherwise stated)

		Non-	distributable	Distributable	
	Ordinary		Revaluation	·	
	Shares of	Share	and other	Retained	
	RM1.00 each	premium	reserves	profits	Total
As at 1 September 2003	3,111.8	3,181.7	1,048.1	7,732.1	15,073.7
Currency translation differences	-	-	6.0	-	6.0
Net profit for the 6-month period	-	-	-	30.7	30.7
Proposed dividend	-	-	-	(93.4)	(93.4)
Dividend paid for FY2003	-	-	-	(175.0)	(175.0)
Issuance of share capital - share options	1.0	6.9	-	-	7.9
As at 29 February 2004	3,112.8	3,188.6	1,054.1	7,494.4	14,849.9

	Ordinary		distributable Revaluation	Distributable	
	Shares of RM1.00 each	Share premium	and other reserves	Retained profits	Total
As at 1 September 2002					
 as previously reported 	3,111.8	3,181.7	1,211.3	10,223.3	17,728.1
 prior year adjustment 	-	-	(202.2)	(3,321.0)	(3,523.2)
- as restated	3,111.8	3,181.7	1,009.1	6,902.3	14,204.9
Currency translation differences	-	-	20.8	-	20.8
Net profit for the 6-month period	-	-	-	583.4	583.4
Dividend paid for FY2002				(134.4)	(134.4)
As at 28 February 2003	3,111.8	3,181.7	1,029.9	7,351.3	14,674.7

The unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the annual audited financial statements for the financial year ended 31 August 2003.

D. UNAUDITED CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE SIX MONTHS PERIOD ENDED 29 FEBRUARY 2004

(Amounts in RM million unless otherwise stated)

	2nd Quarter ended 29 Feb 2004	2nd Quarter ended 28 Feb 2003
Operating activities		
Cash generated from operations	2,538.4	1,920.3
Retirement benefits paid	(20.4)	(11.8)
Consumer contributions received	143.4	133.6
Customer deposits received	76.3	71.0
Tax paid	(18.7)	(84.8)
Net cash inflow from operating activities	2,719.0	2,028.3
Investing activities		
Investments:		
- purchases	(13.5)	(494.3)
- disposals	226.9	-
Proceeds from redemption of loan notes	7.3	5.8
Interest income received	35.1	11.5
Investment income received	-	7.9
Property, plant and equipment:		
- of subsidiary acquired	(226.1)	_
- purchases	(1,718.5)	(1,448.8)
- disposals	-	0.2
Net cash flow from investing activities	(1,688.8)	(1,917.7)
Financing activities		
Bank borrowings:		
- new drawdowns	3,038.8	5,959.4
- repayments	(3,302.1)	(4,045.6)
Interest paid	(780.2)	(751.5)
Dividends paid	(175.0)	(134.4)
Proceeds from issuance of shares	7.9	- 1
Others	1.5	57.4
Net cash flow from financing activities	(1,209.1)	1,085.3
Changes in cash and cash equivalents	(178.9)	1,195.9
Currency translation differences	0.6	1.3
Cash and cash equivalents		
- at start of period	1,430.4	1,147.6
- at end of period	1,252.1	2,344.8

The unaudited Condensed Consolidated Cash Flow Statement should be read in conjunction with the annual audited financial statements for the financial year ended 31 August 2003.

E. EXPLANATORY NOTES

(Amounts in RM million unless otherwise stated)

1) BASIS OF PREPARATION

This interim report is unaudited and has been prepared in accordance with the Malaysian Accounting Standards Board ('MASB') Standard No. 26 "Interim Financial Reporting" and paragraph 9.22 of the BURSA MALAYSIA Listing Requirements, and should be read in conjunction with the Group's financial statements for the financial year ended 31 August 2003.

The accounting policies and presentation adopted for the interim financial report are consistent with those adopted for the annual audited financial statements for the financial year ended 31 August 2003 except for the adoption of the following new MASB standards:

- i). MASB Standard No.28 "Discontinuing Operations"
- ii). MASB Standard No.29 "Employee Benefits"

The provision arising in respect of post employment benefit obligations on first adoption of MASB 29 on 1 September 2003 is recognised as an expense on a straight line basis over 5 years in accordance with the transitional provisions of the standard. Amount totalling to RM269.5 million was provided for in the income statements for the period under review.

Pursuant to note 38 of the annual audited financial statements for the financial year ended 31 August 2003, the comparative figures have been amended accordingly.

2) AUDIT QUALIFICATION

The annual audited financial statements for the financial year ended 31 August 2003 were not subject to any qualification.

3) SEASONAL OR CYCLICAL FACTORS

The businesses of the Group are not subject to material seasonal or cyclical fluctuations.

4) UNUSUAL ITEMS AFFECTING ASSETS, LIABILITIES, EQUITY, NET INCOME or CASH FLOWS

There were no unusual items of nature, size or incidence that affect the assets, liabilities, equity, net income or cash flows of the Group during the period.

5) MATERIAL CHANGES IN ESTIMATES OF AMOUNTS REPORTED

This note is not applicable.

6) DEBT AND EQUITY SECURITIES

On 8 July 2003, options to subscribe for 199,347,000 ordinary shares of RM1.00 each under Employee Share Option Scheme II ("ESOS II") were granted to eligible employees of the Company at an exercise price of RM8.39 per share.

During the second quarter, a total of 16,872,000 ordinary shares of RM1.00 each, under Offer 2 of ESOS 11 were allocated to eligible employees of the Company at an exercise price of RM8.74 per share.

As at 29 February 2004, options to subscribe 930,600 ordinary shares were exercised.

Except for the exercise of options, there were no other issuance, cancellation, repurchases, resales and repayments of debt and equity securities during the period.

7) DIVIDEND PAID

In respect of the financial year ended 31 August 2003, a final gross dividend of 7.8 sen per share less income tax of 28% amounting to RM174.8 million was paid on 26 January 2004.

8) SEGMENTAL REPORTING

This note is not applicable.

9) VALUATION OF PROPERTY, PLANT & EQUIPMENT

The valuations of property, plant & equipment have been brought forward without amendments from the previous annual audited financial statements.

10) MATERIAL EVENTS SUBSEQUENT TO THE END OF THE INTERIM PERIOD

In the month of March 2004, TNB sold 19,728,700 YTL Power Internation Berhad ("YTL Power") shares, via a placement through a book building process.

11) CHANGES IN THE COMPOSITION OF THE GROUP

There were no material changes in the composition of the Group during the quarter.

12) CONTINGENT LIABILITIES

Contingent liabilities of the Group include the following:-

	As at 29 February 2004	As at 31 August 2003
Claims by third parties	588.2	576.6
Trade guarantees and performance bonds	5.6	5.5
Stamp duties on transfer of assets	108.0	108.0
Other contingencies	56.8	56.6
	758.6	746.7

Claims by third parties include claims by contractors, consumers and former employees. These claims are being addressed and the Directors are of the opinion that their ultimate resolution will not have a material effect on the financial position of the Group.

13) CAPITAL COMMITMENTS

	As at 29 February 2004
Property, plant and equipment committed over a 5 year period	
Authorised but not contracted for	15,622.0
Contracted but not provided for in the financial statements	4,149.6
	19,771.6
Investments:	
Authorised but not contracted for	203.5
Contracted but not provided for in the financial statements	19.0
	222.5
	19,994.1

F. ADDITIONAL INFORMATION AS REQUIRED BY APPENDIX 9B OF THE BURSA MALAYSIA LISTING REQUIREMENTS (Amounts in RM million unless otherwise stated)

14) REVIEW OF PERFORMANCE

The Group recorded total revenue of RM8,528.9 million for the period ended 29 February 2004 compared to RM7,993.2 million achieved in the corresponding period for last financial year, an increase of 6.7%. The improved revenue was mainly attributed to higher electricity sales where the growth in sales was 6.5%. The Group recorded a profit of RM30.7 million compared with a profit of RM583.4 million achieved in corresponding period last year, a reduction of 94.7%. Foreign exchange translation loss was the main factor to the reduction which was brought about by the strengthening of the Japanese Yen, Pound Sterling and EURO.

For the three months, the Group's revenue increased by 8.8% compared to the corresponding period for last financial year. The increase was mainly from electricity sales, an increase of 9.0%.

Analysis of revenue:

	Current	Current Quarter		ט
	29.02.04	28.02.03	29.02.04	28.02.03
14.1 Revenue				
Sales - electricity	4,181.3	3,835.3	8,293.8	7,787.2
- goods and services	33.3	37.2	97.2	75.5
Released of deferred income	70.4	64.8	137.9	130.5
	4,285.0	3,937.3	8,528.9	7,993.2
Units sold (GWh)	17,759.1	16,339.7	35,223.9	33,192.7

15) MATERIAL CHANGES IN THE QUARTERLY RESULTS COMPARED TO THE PRECEDING QUARTER

Compared to the immediate preceding quarter, the Group recorded an increase in revenue by 1.0%. The Group recorded a profit of RM57.1 million as compared with a loss of RM26.4 million in the preceding quarter. The Group recorded a lower foreign exchange translation loss compared to the preceding quarter. Taking into account the effect of MASB 29, an amount of RM219.5 million has been provided during the quarter.

16) CURRENT YEAR PROSPECTS

In line with the Malaysian Government's expectation to achieve GDP growth between 6.0% to 6.5% for the year 2004, and with management's commitment to continue to improve the operating efficiencies of the Group's business, the Board of Directors, barring any unforeseen circumstances, expects the Group's performance for FY2004 to remain satisfactory.

17) VARIANCE OF ACTUAL PROFIT FROM FORECAST PROFIT

This note is not applicable.

18) TAXATION

Taxation for the quarter comprised the following:-

	Individual quarter		Cumulative	
	ended ended		ended	ended
	29.02.2004	28.02.2003	29.02.2004	28.02.2003
Taxation for the Group	(10.7)	(12.7)	(26.6)	(23.1)
Deferred taxation for the Group	(113.1)	(133.9)	(266.1)	(267.8)
Share of taxes in associates	(7.2)	(10.3)	(8.1)	(19.8)
	(131.0)	(156.9)	(300.8)	(310.7)

The Group's effective tax rate for the period is higher than the statutory tax rate due to certain expenses, which are not deductible for tax purposes, being more than the tax exempt income.

19) PROFIT ON SALE OF INVESTMENTS

For the period ended 29 February 2004, the Group recorded a loss of RM5.1 million from the sale of shares in quoted investments.

20) PURCHASES AND DISPOSALS OF QUOTED SECURITIES

a) Total purchases and disposals of quoted securities and the loss arising thereon for the financial year-to-date are as follows:-

	Cumulative Quarter ended 29.02.2004
Disposal	(2.0)
Proceeds Loss on disposals	(2.0)

b) Investments in quoted securities as at 29 February 2004 are as follows:-

	Quarter
	ended
	29.02.2004
At cost	2.5
At carrying value	0.1
At market value	0.1

The above quoted securities are managed by external fund managers.

21) STATUS OF CORPORATE PROPOSALS

a) On 9 March 2004, TNB announced that it has entered into a Memorandum of Agreement ("MOA") with Techventure Bhd ("TVB") in relation to the proposed acquisition by TVB of TNB's entire 70% equity interest in TNB Coal International (Mauritius) Ltd ("TNB Coal")

The said MOA is a preliminary agreement between the parties and sets out the principal terms and conditions in relation to the proposed acquisition. The parties have agreed in the MOA to use their best endeavours to negotiate, finalise and execute a definitive agreement in relation to the proposed acquisition within six (6) months from the date thereof subject to the satisfactory conduct of due diligence exercise. If a definitive agreement is not entered into within six (6) months from the date of the MOA, then the MOA shall be terminated.

b) On 25 February 2004, TNB announced that it has entered into a Share Sale Agreement with Sime Darby Bhd ("SDB") to sell its 22,500 shares, 22,500 redeemable preference shares and 22,455,000 loan stocks constituing seventy five percent (75%) of its entire twenty percent (20%) stake in Port Dickson Power Sdn Bhd ("PDP") and also its entire 20,000 ordinary shares constituing twenty percent (20%) stake in Janaurus PDP Sdn Bhd ("JPSB"). The sale of the said stakes in PDP and JPSB to SDB is for a total consideration of Ringgit Malaysia One Hundred Five Million and Five Hundred Thousand (RM105,500,000.00).

TNB also announced that it has entered into a separate Share Sale Agreement with Hypergantic Sdn ("HSB"), a wholly owned subsidiary of Malakoff Berhad to sell 7,500 Ordinary share, 7,500 preference shares and 7,485,000 loan stocks, constituting twenty five percent (25%) of TNB's entire twenty percent (20%) stake in PDP. The sale of the said stake to HSB is for a total consideration of Ringgit Malaysia Thirty Four Million and Five Hundred Thousand (RM34,500,000.00).

Both Share Sale Agreements are subject to certain conditions precedent/approvals and upon completion, TNB will no longer be a shareholder in PDP and JPSB.

- c) In relation to the divestment of Kapar Power Station, TNB, Malakoff Berhad ("MB") and Kapar Energy Venture Sdn Bhd ("KEV"), in conjunction with the provision of the Supplemental Asset Sale Agreement dated 30 April 2002, have mutually agreed on 31 October 2002 inter-alia to:
 - i). extend the period in which the Conditions Precedent are to be satisfied or fulfilled;
 - ii). extend the Subscription Shares Conditions Period (as defined in the Supplemental Agreement) for the purpose of satisfying or fulfilling the Subscription Shares Conditions Precedent (as defined in the Supplemental Agreement)); and
 - iii). extend the period in which the conditions precedent to the Power Purchase Agreement (as amended by the Supplemental PPA) are to be satisfied or fulfilled;

commencing on 1 November 2002 up to and inclusive of 2 April 2003 ("Said Period"). TNB, KEV and MB have on 2 April 2003 mutually agreed to an extension of the Said Period commencing on 3 April 2003 up to and inclusive of 30 October 2003 and subsequently a further extension of the Said Period commencing on 31 October 2003 up to and inclusive of 30 April 2004.

The net proceeds from the Proposed Kapar Divestment will be utilised for the repayment of borrowings and working capital purposes of the Group.

d) On 21 May 2002, the Company announced that it had entered into a Share Sale Agreement ("SSA") with Mastika Lagenda Sdn Bhd ("MLSB"), a 97.7% owned indirect subsidiary of Genting Berhad, for the disposal by TNB of a 40% interest in Sepang Power Sdn Bhd ("SPSB") for a total cash consideration of RM65.7 million. The completion of the transaction is still pending.

22) GROUP BORROWINGS

a) The analysis of Group borrowings classified under short and long term categories are as follows :-

	As at 29 Feb 2004
Short term - secured - unsecured	4.8 4,450.5
Sub-total	4,455.3
Long term - secured - unsecured	213.0 26,579.9
Sub-total	26,792.9
Total	31,248.2

b) Currency denominations:-

Japanese Yen	3,131.3
Sterling Pound	1,589.6
US Dollar	10,555.8
Euro	673.5
Others	16.3
Total Ringgit equivalent of foreign currency borrowings	15,966.5
Ringgit borrowings	15,281.7
Total	31,248.2

- c) Effective average cost of funding based on exposure as at 29 February 2004 was 5.03% (FY2003: 4.92%).
- d) Repayments of long term debts during the period are as follows:
 - iii). Foreign currency denominated term loans of RM587.0 million, and
 - iv). Ringgit denominated term loans of RM42.4 million.

23) OFF BALANCE SHEET FINANCIAL INSTRUMENTS

TNB has certain financial instruments including assets and liabilities incurred in the normal course of business. As part of its risk managements strategy, the Company manages its exposure to market rate movements of its financial liabilities through the use of the derivative financial instruments which include interest rate option contracts and currency swap agreements. Virtually all foreign currency contracts are denominated in US dollar and Japanese Yen.

TNB has entered into interest rate swap ("IRS") agreements and interest rate and currency swap agreements, some of which have embedded interest rate or currency options, which mature from year 2004 to 2007. TNB has entered into these derivatives to reduce its exposure to losses resulting from adverse fluctuations in interest rates or foreign currency exchange rates on underlying debt instruments.

The details and the financial effects of the derivative financial instruments that TNB has entered into are substantially described in note 25 to the financial statements of TNB for the financial year ended 31 August 2003 (pages 51-55 of TNB's Annual Report). There has been no material changes to the derivative financial instruments described therein between the date of financial statements (dated 13 November 2003) and the date of this announcement except for the following:-.

During the financial year-to-date:-

a) A wholly owned subsidiary of TNB, TNB Capital (L) Ltd ("TNBCL"), entered into currency option agreements with a notional amount of JPY26.0 billion as a hedge on its Term Facility Agreement. This transaction enables TNBCL to reduce its exposure to losses that may arise from adverse fluctuation in foreign currency exchange rates in relation to the above Term Facility.

As at 20 April 2004, the outstanding notional principal amount of derivative financial instruments entered into by the Group was RM8,741.6 million. While this amount is the total of the notional principal amount of outstanding financial instruments, it is not a measure of the extent of risks that TNB is exposed to.

All the above instruments were executed with creditworthy financial institutions and the Directors of TNB are of the view that the possibility of non-performance by these financial institutions is unlikely on the basis of their respective financial strength.

24) MATERIAL LITIGATION

There is no pending material litigation at the date of this announcement.

a) The Board of Directors has recommended a tax-exempt interim dividend of 3.0 sen per share (2003: 3.0 sen tax-exempt) in respect of the financial year ending 31 August 2004. The interim dividend will be paid on 7 July 2004 to shareholders registered in the Register of Members at the close of business on 15 June 2004.

The Register of Members will be closed from 16 June 2004 to 20 June 2004 (both dates inclusive) for the purpose of determining shareholders' entitlement to the dividend.

A depositor with the Malaysian Central Depository shall qualify for entitlement to the dividend only in respect of :-

- a). Shares deposited into the Depositor's securities account before 12.30 p.m. on 11 June 2004 in respect of shares which are exempted from mandatory deposit;
- b). Shares transferred into the depositor's securities account before 4.00 p.m. on 15 June 2004 in respect of ordinary transfers;
- c). Shares bought on the BURSA MALAYSIA on a cum entitlement basis according to the Rules of the BURSA MALAYSIA.
- b) The total dividend for the financial year 2004 is 3.0 sen per share (tax-exempt dividend).

26) EARNINGS PER SHARE

	Individual quarter		Cumulative quarter	
	ended	ended	ended	ended
	29 Feb 2004	28 Feb 2003	29 Feb 2004	28 Feb 2003
(a) Basic earnings per share				
Net profit/(loss) for the quarter (RM 'million)	57.1	(60.6)	30.7	583.4
Weighted average number of ordinary shares in issue ('000)	3,112,347	3,111,825	3,112,194	3,111,825
Basic earnings/(loss) per share (sen)	1.83	(1.95)	0.99	18.75
(b) Diluted earnings per share				
Net profit/(loss) for the quarter (RM 'million)	57.1	(60.6)	30.7	583.4
Adjustment for interest savings net of tax (RM 'million)	-	-	-	-
	57.1	(60.6)	30.7	583.4
Weighted average number of ordinary shares in issue ('000)	3,112,347	3,111,825	3,112,194	3,111,825
Adjustment for share options ('000) Weighted average number of ordinary shares for shares for	20,942	-	20,942	-
diluted earnings per share ('000)	3,133,289	3,111,825	3,133,136	3,111,825
Diluted earnings/(loss) per share (sen)	1.82	(1.95)	0.98	18.75

Comparative earnings per share information has been restated to take into account the effect on net profit for the period of the change in accounting policy with respect to liabilities.

By Order of the Board

ZAINAL ABIDIN BIN YUNUS (LS 0008338) NOR ZAKIAH BINTI ABDUL GHANI (LS 0008795) Company Secretaries Kuala Lumpur 27 April 2004