

Ontario Teachers' and AIG to buy InterGen for \$2.2 billion

TORONTO (April 19, 2005): The Ontario Teachers' Pension Plan has formed a joint venture with AIG Highstar Capital II, L.P. to purchase InterGen N.V. and 10 of its power plants from Shell Generating (Holding) B.V. and Bechtel Enterprises Energy B.V. The purchase price is approximately \$2.2 billion (US\$1.75 billion), and the transaction is expected to close in mid-2005, subject to certain conditions and regulatory approvals. Ontario Teachers' and the AIG companies are equal partners in the joint venture.

Jim Leech, Senior Vice-President, Ontario Teachers' said, "This is an excellent opportunity to build on our existing portfolio of power generation assets that we currently own in partnership with AIG. InterGen has a well diversified international portfolio of new and efficient power assets. As most of the power from these plants is sold under long-term contract, this investment should produce stable and long-term cash flows that are well suited to our growing infrastructure portfolio."

The InterGen portfolio includes 10 operational power plants with a combined capacity of 5,500 MW in the U.K., the Netherlands, Mexico, Philippines, China and Australia. Combined with jointly owned power generation facilities in the U.S., this acquisition will bring the total capacity for the Ontario Teachers'/AIG generation to 7,000 MW.

The InterGen power facilities are new and represent the most modern, efficient and cleanest thermal facilities in the countries where they operate. Compared with older technologies, InterGen's facilities burn less fuel for every megawatt of power generated with significantly lower emissions.

About Ontario Teachers'

The Ontario Teachers' Pension Plan is one of Canada's largest financial institutions with net assets of \$85 billion. It invests to secure the retirement income of 255,000 active and retired teachers in the province of Ontario, Canada. With global infrastructure and timberland assets of \$3 billion, Ontario Teachers' is actively seeking opportunities to expand its portfolio.

About AIG

AIG Highstar Capital, II, L.P. is a private equity fund sponsored by AIG Global Investment Group, an indirect subsidiary of American International Group, Inc. AIG Global Investment Group (AIGGIG) comprises a group of international investment adviser companies which provide advice, investment products and asset management services to clients around the world. The members of AIGGIG are subsidiaries of American International Group, Inc.

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