

TENNECO INC. AND CONSOLIDATED SUBSIDIARIES  
 STATEMENTS OF INCOME (LOSS)  
Unaudited  
 THREE MONTHS ENDED MARCH 31,  
 (Millions except per share amounts)

	<u>2009</u>	<u>2008</u>
Net sales and operating revenues	<u>\$ 967</u>	<u>\$ 1,560</u>
Costs and expenses		
Cost of sales (exclusive of depreciation shown below)	827 (a)	1,326 (c)
Engineering, research and development	21	36
Selling, general and administrative	78	105 (c)
Depreciation and amortization of other intangibles	<u>52 (a)</u>	<u>55</u>
Total costs and expenses	<u>978</u>	<u>1,522</u>
Loss on sale of receivables	(2)	(2)
Other income (expense)	-	<u>3</u>
Total other income (expense)	<u>(2)</u>	<u>1</u>
Income (loss) before interest expense, income taxes, and noncontrolling ownership interests		
North America	4 (a)	9 (c)
Europe, South America & India	(17) (a)	25 (c)
Asia Pacific	-	5
	<u>(13)</u>	<u>39</u>
Less:		
Interest expense (net of interest capitalized)	31	25
Income tax expense	<u>3 (b)</u>	<u>5 (d)</u>
Net income (loss)	<u>(47)</u>	<u>9</u>
Less: Net income attributable to noncontrolling interests	<u>2</u>	<u>3</u>
Net income (loss) attributable to Tenneco Inc.	<u>\$ (49)</u>	<u>\$ 6</u>
Average common shares outstanding:		
Basic	<u>46.7</u>	<u>46.3</u>
Diluted	<u>46.7</u>	<u>47.7</u>
Earnings (Loss) per share of common stock:		
Basic	<u>\$ (1.05)</u>	<u>\$ 0.14</u>
Diluted	<u>\$ (1.05)</u>	<u>\$ 0.13</u>

(a) Includes restructuring and restructuring related charges of \$3 million pre-tax, \$2 million after tax or \$0.05 per diluted share. Of the adjustment \$2 million is recorded in cost of sales and \$1 million is recorded in depreciation. Geographically, \$2 million is recorded in North America and \$1 million in Europe, South America and India.

(b) Includes tax charges of \$18 million or \$0.39 per diluted share primarily related to the impact of not benefiting tax losses in the U.S. and certain foreign jurisdictions.

(c) Includes restructuring and restructuring related charges of \$4 million pre-tax, \$3 million after tax or \$0.06 per share. Of the adjustment \$3 million is recorded in cost of sales and \$1 million is recorded in SG&A. Geographically, \$1 million is recorded in North America and \$3 million in Europe, South America and India.

(d) Includes a \$1 million or \$0.01 per share tax charge to increase the reserve for changes in the company's estimates for tax matters subject to audit.