

Dear Shareholders:

## NOTICE OF RESOLUTION OF THE 207<sup>th</sup> ORDINARY GENERAL MEETING OF SHAREHOLDERS

We hereby inform you of the reports submitted and resolutions reached at the 207<sup>th</sup> Ordinary General Meeting of Shareholders (“General Meeting of Shareholders”) of Tokyo Gas Co., Ltd. (“the Company”), held June 28, 2007.

Sincerely yours,

Mitsunori Torihara  
President, Representative Director  
**TOKYO GAS CO.,LTD.**  
5-20, Kaigan 1-chome, Minato-ku, Tokyo

### 1. Matters to report:

“The Business Report”, “Consolidated Financial Statements”, “Non-Consolidated Financial Statements”, “Report of the Independent Auditors and of the Board of Corporate Auditors”, for the 207<sup>th</sup> Business Year (from April 1, 2006 to March 31, 2007)

The contents of the above “Business Report”, “Consolidated/ Non-Consolidated Financial Statements” and the “Result of Audit Reports” were reported.

In addition, the “Explanatory notes to subsequent material events” as of the Notes to the “Consolidated/ Non-Consolidated Financial Statements” were reported.

(1) The Company acquired the treasury stock based on the resolution of the Board of Directors held on April 26, 2007.

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|------------------------------|--|
| 1) Period                    | From April 27, 2007 to May 23, 2007          |
| 2) Number of acquired shares | 31,000 thousand shares                       |
| 3) Total amount...           | ¥18,687 million                              |
| 4) Application method        | Tokyo Stock Exchange by specified fund trust |

(2) The Company issued the 28th Unsecured Straight Bond based on the resolution of the Board of Directors held on March 27, 2007.

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|-------------------------|--|
| 1) Amount of issue      | ¥20,000 million                              |
| 2) Interest rate        | 2.29% per year                               |
| 3) Amount paid          | ¥99.98 per ¥100 face value                   |
| 4) Period               | 20 years                                     |
| 5) Repayment date       | June 15, 2027; Batch repayment at expiration |
| 6) Interest payment day | June 15 and December 15 every year           |
| 7) Yield to subscribers | 2.291%                                       |
| 8) Recruitment period   | June 1, 2007                                 |
| 9) Payment date         | June 15, 2007                                |

## 2. Matters to resolve:

### Proposal No. 1: Approval of the Appropriation of Retained Earnings

It is resolved, as proposed by the Company, that a year-end dividend of ¥4.50 per share shall be effected. (Together with the interim dividend of ¥3.50, the annual dividend per share is ¥8.00)

### Proposal No. 2: Election of Eleven (11) Directors

It is resolved that Mr. Norio Ichino, Mr. Mitsunori Torihara, Mr. Tadaaki Maeda, Mr. Tsuyoshi Okamoto, Mr. Masaki Sugiyama, Mr. Toshio Tezuka, Mr. Shigeru Muraki, Mr. Toshiyuki Kanisawa, Mr. Kazumoto Yamamoto, Mr. Katsuhiko Honda and Ms. Sanae Inada were appointed as the Directors of the Company and assumed the position.

### Proposal No. 3: Election of One (1) Corporate Auditor

It is resolved that Mr. Yasunori Takakuwa was newly appointed as Corporate Auditor and assumed the position.

By resolution of the Board of Directors held after the General Meeting of Shareholders, Mr. Norio Ichino was appointed as Chairman of the Board of Directors, Mr. Mitsunori Torihara was appointed as the President and Representative Director and Mr. Tadaaki Maeda and Mr. Tsuyoshi Okamoto were appointed as Representative Directors and each assumed their respective position.

By resolution of the Board of Corporate Auditors held after the General Meeting of Shareholders, Mr. Tsunenori Tokumoto and Mr. Yasunori Takakuwa were appointed as the Standing Corporate Auditors and each assumed their respective position.

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*Note: This notice has been posted on the Company's IR website ([http://www.tokyo-gas.co.jp/IR/ir\\_e.html](http://www.tokyo-gas.co.jp/IR/ir_e.html)).*

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*Special Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.*