

[English Translation Originally Issued in the Japanese Language]

Security Identification Code: 9531

June 27, 2013

Dear Shareholders:

NOTICE OF RESOLUTION AT THE 213th ANNUAL SHAREHOLDERS MEETING

We hereby would like to inform you of the reports made and resolutions passed at the 213th Annual Shareholders Meeting of Tokyo Gas Co., Ltd. (hereinafter, 'We' or 'the Company'), held on June 27, 2013.

Sincerely yours,

Tsuyoshi Okamoto

President, Representative Director

TOKYO GAS CO., LTD.

5-20, Kaigan 1-chome, Minato-ku, Tokyo

1. Matters reported:

'Business Report', 'Consolidated Financial Statements', 'Non-Consolidated Financial Statements', 'Independent Auditors' Report' and 'Audit Report' by the Audit & Supervisory Board on the Consolidated Financial Statements for the 213th fiscal year (from April 1, 2012 to March 31, 2013)

The contents of the abovementioned Business Report, Consolidated/Non-Consolidated Financial Statements and results of audit reports were reported.

2. Matters resolved:

Proposal No. 1: Approval of the Appropriation of Surplus

It was resolved, as proposed by the Company, that a year-end dividend of ¥5.5 per share be distributed. (Together with the midterm dividend of ¥4.5 per share, the total dividend to be paid for the year is ¥10 per share.)

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

Mr. Mitsunori Torihara, Mr. Tsuyoshi Okamoto, Mr. Shigeru Muraki, Mr. Michiaki Hirose, Mr. Kazuo Yoshino, Mr. Matsuhiko Hataba, Mr. Yukio Sato, Mr. Ryuichi Tomizawa and Mr. Yoshihiko Nakagaki were reelected as the Directors of the Company, and Mr. Yutaka Kunigo and Mr. Masahiro Mikami were newly elected as the Directors of the Company. All of them assumed their respective positions.

Proposal No. 3: Election of Two (2) Audit & Supervisory Board Members

Mr. Tsutomu Oya and Mr. Kojiro Otani were newly elected as the Audit & Supervisory Board Members. Both of them assumed their respective positions.

By resolution of the Board of Directors at a meeting held after the Annual Shareholders Meeting, Mr. Mitsunori Torihara was appointed as Director and Chairman of the Board, Mr. Tsuyoshi Okamoto was appointed as President, Representative Director, and Mr. Shigeru Muraki and Mr. Michiaki Hirose were appointed as Representative Directors. All of them assumed their respective positions.

By resolution of the Audit & Supervisory Board at a meeting held after the Annual Shareholders Meeting, Mr. Manabu Fukumoto and Mr. Tsutomu Oya were appointed as Standing Audit & Supervisory Board Members. Both of them assumed their respective positions.

Payment of the year-end dividend for the 213th fiscal year

We have enclosed the 'Statement of Dividend Calculation' for the 213th fiscal year and the following related documents. We would like you to confirm their contents and keep them.

- For shareholders who have designated the remittance to a bank account:
'Notice about Dividend Transfer Confirmation'
- For shareholders who have designated the system of dividend allotment to securities company accounts in proportion to the number of shares held:
'Notice about Dividend Receiving Methods'
- For shareholders who will collect the payment at a Japan Post Bank or post office:
'Dividend Warrant'

The Act on Special Measures for Securing Financial Resources Necessary to Implement Measures for Reconstruction from the Great East Japan Earthquake (Act No. 117 of 2011) came into effect as of January 1, 2013. As a consequence, special income tax for reconstruction, an additional tax of 2.1% of base income taxes, will be imposed on income arising during the 25 years from January 1, 2013 to December 31, 2037.

Dividend income from dividends from shares, etc. is also taxable under special income tax for reconstruction, and special income tax for reconstruction is withheld together with the withholding income tax.

For details, please enquire at the relevant tax office or securities companies where you hold accounts.

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