

June 30, 2011

**Extraordinary Report of the Results of the Counting of the Exercised Voting Rights
at the 211th Annual Shareholders Meeting
(Based on Financial Instruments and Exchange Act)**

Extraordinary report is hereby given of the results of the counting of the voting rights exercised at the 211th Annual Shareholders Meeting (the Shareholders' Meeting) of Tokyo Gas Co., Ltd. (Tokyo Gas) held on June 29, 2011, as specified below.

1. Contents of matters to resolve

Proposal No.1 : Approval of the Appropriation of Surplus

Matters related to the appropriation of surplus to be distributed to shareholders as dividend at the end of FY2010.

An amount per share of common stock of Tokyo Gas: Yen 4.50

Proposal No. 2 : Election of Eleven Directors

Matters to elect as directors, Mr. Mitsunori Torihara, Mr. Tsuyoshi Okamoto, Mr. Shigeru Muraki, Mr. Toshiyuki Kanisawa, Mr. Tsutomu Oya, Mr. Michiaki Hirose, Mr. Mikio Itazawa, Mr. Kazuo Yoshino, Mr. Katsuhiko Honda, Mr. Yukio Sato, and Mr. Ryuichi Tomizawa.

Proposal No. 3 : Election of One Corporate Auditor

Matter to elect Mr. Manabu Fukumoto as corporate auditor.

2. Results of the counting of the voting rights exercised:

Proposal	Approving votes	Disapproving votes	Abstained votes	Ratio of approving votes
No.1 The appropriation of surplus	1,984,684	33,364	268	97.39%
No.2 Election of 11 directors				
Mr. Mitsunori Torihara	2,002,358	12,558	3,497	98.26%
Mr. Tsuyoshi Okamoto	2,002,430	12,485	3,497	98.26%
Mr. Shigeru Muraki	2,002,495	12,420	3,497	98.26%
Mr. Toshiyuki Kanisawa	2,002,408	12,507	3,497	98.26%
Mr. Tsutomu Oya	2,002,513	12,402	3,497	98.26%
Mr. Michiaki Hirose	2,002,451	12,464	3,497	98.26%
Mr. Mikio Itazawa	2,002,490	12,425	3,497	98.26%
Mr. Kazuo Yoshino	2,002,117	12,798	3,497	98.25%
Mr. Katsuhiko Honda	2,012,326	6,058	29	98.75%
Mr. Yukio Sato	2,010,640	7,744	29	98.66%
Mr. Ryuichi Tomizawa	2,009,497	8,887	29	98.61%
No.3 Election of 1 corporate auditor	1,992,807	25,553	30	97.79%

- **The requirement for the adoption of each proposal is as follows.**
Proposal No.1: Approval of a majority of the voting rights of the shareholders attended.
Proposal No.2 & 3: Approval of a general meeting of shareholders at which shareholders holding one-third(1/3) or more of voting rights of the shareholders entitled to vote shall be present, by a majority of the voting rights of the shareholders so attended.
 - **As for abstained votes, votes are counted only when Tokyo Gas can recognize as abstained, because of diverse exercise of votes.**
- 3. The reason not to count a part of votes of shareholders who attended the Shareholders' Meeting**
- The requirement of the adoption of all proposals had been fulfilled and all proposals had been legally resolved by the exercise of voting rights prior to the day preceding the date of the Shareholders' Meeting and on a part of shareholders attending the Shareholders' Meeting. Hence, the numbers of voting rights of a part of shareholders present at the Shareholders' Meeting were not added in the above-listed counting of the voting rights exercised.**