

[English Translation Originally Issued in the Japanese Language]

Security Identification Code: 9531
June 27, 2008

Dear Shareholders:

NOTICE OF RESOLUTION AT
THE 208th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We hereby inform you of the reports submitted and resolutions passed at the 208th Ordinary General Meeting of Shareholders (hereinafter "General Meeting of Shareholders") of TOKYO GAS CO., LTD. ("the Company"), held on June 27, 2008.

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" and "Report of the Independent Auditors and the Board of Corporate Auditors" for the 208th Business Year (from April 1, 2007 to March 31, 2008)

The contents of the abovementioned Business Report, Consolidated/Non-Consolidated Financial Statements and Results of Audit Reports were reported.

In addition, 2(two) matters were reported as the "Explanatory notes to material subsequent events" of the Consolidated/Non-Consolidated Financial Statements.

- (1) The Company issued the 30th Unsecured Straight Bond on May 29, 2008, based on the resolution of the Board of Directors held on March 27, 2008. The Company decided as follows on May 15, 2008.
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|----------------------------|------------------------------------|
| 1) Amount of straight bond | ¥20 billion |
| 2) Interest rate | 1.658% per year |
| 3) Amount paid | ¥100 per ¥100 face value |
| 4) Payment date | May 29, 2008 |
| 5) Period of redemption | May 29, 2015 |
| 6) Period | 7 years |
| 7) Method of Redemption | Batch redemption at expiration |
| 8) Interest payment date | May 29 and November 29, every year |
| 9) Purpose of fund | Redemption of Commercial Paper |

(2) The Company acquired the treasury stock based on the resolution of the Board of Directors held on April 25, 2008.

1) Period	From June 4, 2008 to June 13, 2008 (Contract basis)
2) Number of shares	23,984,000 shares
3) Total amount	¥9,999,709,000
4) Application method	Tokyo Stock Exchange by specified fund trust

2. Matters to resolve:

Proposal No. 1: Approval of the Appropriation of Surplus

It was resolved, as proposed by the Company, that a year-end dividend of ¥4.00 per share be distributed. (Together with the interim dividend of ¥4.00, the annual dividend per share is ¥8.00.)

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

It was 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. All of them assumed the respective positions.

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

It was resolved that Mr. Yukio Masuda be newly appointed as the Outside Corporate Auditor. He 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 President and Representative Director, and Mr. Tadaaki Maeda and Mr. Tsuyoshi Okamoto were appointed as Representative Directors, with each of them assuming their 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 Standing Corporate Auditors, with each of them assuming their position.

*Note: This notice has been posted on the Company's IR website:
(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.