

[English Translation Originally Issued in the Japanese Language]

Security Identification Code: 9531

June 27, 2014

Dear Shareholders:

NOTICE OF RESOLUTION AT THE 214th ANNUAL SHAREHOLDERS MEETING

We hereby would like to inform you of the reports made and resolutions passed at the 214th Annual Shareholders Meeting of Tokyo Gas Co., Ltd. (hereinafter, 'We' or 'the Company'), held on June 27, 2014.

Sincerely yours,

Michiaki Hirose

Representative Director, President

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 214th fiscal year (from April 1, 2013 to March 31, 2014)

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 per share be distributed. (Together with the midterm dividend of ¥5 per share, the total dividend to be paid for the year is ¥10 per share.)

In addition, it was decided that a general reserve of ¥40 billion be provided as the appropriation of other retained earnings.

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

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

Proposal No. 3: Election of One (1) Audit & Supervisory Board Member

Ms. Wako Tojima was newly elected as the Audit & Supervisory Board Member. She assumed her position.

By resolution of the Board of Directors at a meeting held after the Annual Shareholders Meeting, Mr. Tsuyoshi Okamoto was appointed as Director and Chairman of the Board, Mr. Shigeru Muraki was appointed as Director and Vice Chairman of the Board, Mr. Michiaki Hirose was appointed as Representative Director, President, and Mr. Matsuhiko Hataba and Mr. Yutaka Kunigo 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 214th fiscal year

We have enclosed the 'Statement of Dividend Calculation' for the 214th 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'

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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.