

[English Translation Originally Issued in the Japanese Language]

Security Identification Code: 9531
June 26, 2009

Dear Shareholders:

NOTICE OF RESOLUTION AT THE 209th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We hereby inform you of the reports submitted and resolutions passed at the 209th Ordinary General Meeting of Shareholders (hereinafter "General Meeting of Shareholders") of TOKYO GAS CO., LTD. ("the Company"), held on June 26, 2009.

Sincerely yours,

Mitsunori Torihara
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 Board of Corporate Auditors on the Consolidated Financial Statements for the 209th FY (from April 1, 2008 to March 31, 2009)

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 ¥4 per share be distributed. (Together with the interim dividend of ¥4, the annual dividend per share is ¥8.)

Proposal No. 2: Partial Amendment to the Articles of Incorporation

It was resolved, as proposed by the Company, that the Company amend certain provisions of the Articles of Incorporation as necessary following the enforcement of the 'Act for Partial Revision of the Act on Transfer of Bonds, etc. for the Streamlining Settlement Concerning Share Trading, etc.' (Act No. 88, 2004) on January 5, 2009 and the implementation of the share certificate dematerialization.

Proposal No. 3: Election of Eleven (11) Directors

It was resolved that Mr. Norio Ichino, Mr. Mitsunori Torihara, Mr. Tadaaki Maeda, Mr. Tsuyoshi Okamoto, Mr. Shigeru Muraki, Mr. Toshiyuki Kanisawa, Mr. Tsutomu Oya, Mr. Michiaki Hirose, Mr. Kazumoto Yamamoto, Mr. Katsuhiko Honda and Ms. Sanae Inada be appointed as the directors of the Company. All of them assumed the respective positions.

Proposal No. 4: Election of Two (2) Corporate Auditors

It was resolved that Mr. Kunihiro Mori and Mr. Masayuki Osawa be newly appointed as the Corporate Auditors. Both of them assumed the respective positions.

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. Yasunori Takakuwa and Mr. Kunihiro Mori were appointed as Standing Corporate Auditors, with each of them assuming their position.

Payment of the year-end dividend for the 209th FY

For shareholders who have designated the remittance to a bank account, please review the enclosed "Statement of Dividend Calculation" and "Notice about Dividend Transfer Confirmation", or for those who have designated the system of dividend allotment to securities company accounts in proportion to the number of shares held, please review the enclosed "Statement of Dividend Calculation" and "Notice about Dividend Receiving Methods."

For those who have received a "Dividend Warrant" with this notice, please receive the payment within the specified period (June 29, 2009 to July 31, 2009) in accordance with the instructions shown on the reverse side of the enclosed "Dividend Warrant".

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