

July 2, 2018

Extraordinary Report

OSAKA GAS CO., LTD.

1. Reason for filing

As the proposals were resolved at the 200th Annual Meeting of Shareholders of OSAKA GAS CO., LTD. (the “Company”) held on June 28, 2018 (the “Meeting”), this Extraordinary Report is filed pursuant to the provisions of Article 24-5, paragraph 4 of the Financial Instruments and Exchange Act and Article 19, paragraph 2, item 9-2 of the Cabinet Office Ordinance on the Disclosure of Corporate Affairs, etc.

2. Contents of the Report

(1) Date of the Meeting: June 28, 2018

(2) Details of Proposals:

Proposal 1: Appropriation of Earnings

- (i) Type of dividend
Cash
- (ii) Matters concerning the distribution of dividends to shareholders and the aggregate amount
¥25.00 per common share of the Company
Aggregate amount: ¥10,396,248,075
- (iii) Commencement date for the payment of dividends (effective date for the distribution of earnings)
June 29, 2018

Proposal 2: Election of Thirteen (13) Directors

Election of Hiroshi Ozaki, Takehiro Honjo, Hidetaka Matsuzaka, Masataka Fujiwara, Tadashi Miyagawa, Takeshi Matsui, Takayuki Tasaka, Hisaichi Yoneyama, Fumitoshi Takeguchi, Shigeru Chikamoto, Shunzo Morishita, Hideo Miyahara and Takayuki Sasaki as Directors

Proposal 3: Election of One (1) Audit & Supervisory Board Member

Election of Yoko Kimura as an Audit & Supervisory Board Member

(3) The number of voting rights which represent either “For”, “Against” or “Abstain” on each proposal, requirements for approval of each proposal and the results of resolutions:

Proposals	For (Number of voting rights)	Against (Number of voting rights)	Abstain (Number of voting rights)	Ratio of affirmative voting rights (%)	Results
Proposal 1	3,231,622	3,262	4,032	99.00	Approved
Proposal 2					
Hiroshi Ozaki	2,979,564	238,761	20,585	91.28	Approved
Takehiro Honjo	3,162,021	56,306	20,585	96.87	Approved
Hidetaka Matsuzaka	3,060,257	172,866	5,791	93.75	Approved
Masataka Fujiwara	3,060,512	172,611	5,791	93.76	Approved
Tadashi Miyagawa	3,059,259	173,864	5,791	93.72	Approved
Takeshi Matsui	3,060,533	172,590	5,791	93.76	Approved
Takayuki Tasaka	3,058,545	174,578	5,791	93.70	Approved
Hisaichi Yoneyama	3,058,483	174,640	5,791	93.70	Approved
Fumitoshi Takeguchi	3,059,677	173,446	5,791	93.74	Approved
Shigeru Chikamoto	3,058,831	174,292	5,791	93.71	Approved
Shunzo Morishita	3,219,323	15,802	3,791	98.63	Approved
Hideo Miyahara	3,073,006	162,119	3,791	94.15	Approved
Takayuki Sasaki	3,223,202	11,923	3,791	98.75	Approved
Proposal 3	3,230,850	4,322	3,744	98.98	Approved

(Note)

Requirements for approval of each proposal are as follows:

- The requirement for proposal 1 is approval by a simple majority of voting rights held by the shareholders in attendance.
- The requirements for proposal 2 and 3 are the attendance of shareholders holding more than one-third (1/3) of all voting rights (4,143,227 votes) and approval by a simple majority of voting rights held by the shareholders in attendance.

(4) Reason that a portion of the number of voting rights held by the shareholders in attendance at the Meeting was not included in the number of voting rights

The total number of voting rights for the above proposals, which comprised voting rights exercised by the date prior to the Meeting and voting rights of the shareholders in attendance at the Meeting which were confirmed to represent either for or against each proposal, satisfied the requirements for approval, and each resolution was adopted legitimately under the Companies Act of Japan. Therefore, each number of voting rights stated above in each “For”, “Against”, or “Abstain” column does not include a portion of the number of voting rights held by the shareholders in attendance at the Meeting.

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