

(Securities Identification Code: 9532)

June 28, 2022

To Shareholders

Masataka Fujiwara, President  
OSAKA GAS CO., LTD.  
4-1-2 Hiranomachi, Chuo-ku  
Osaka, Japan

**Notice of Resolution at 204th Annual Meeting of Shareholders**

Dear Sir or Madam,

We would like to inform you of the report and resolutions made at the 204th Annual Meeting of Shareholders of OSAKA GAS CO., LTD. (the “Company”) held today (the “Meeting”).

The Company hopes all shareholders will continue to extend support and encouragement to the Company.

Yours faithfully,

Details:

**Report:** Business report, consolidated financial statements, non-consolidated financial statements, report of the accounting auditor and Audit & Supervisory Board’s report on consolidated financial statements for the 204th term (year from April 1, 2021 to March 31, 2022)

The above items were reported.

**Resolutions:**

Proposal 1: Appropriation of Earnings

The proposal was approved and passed in its original form. The year-end dividend is ¥30 per share, which is ¥2.50 more per share compared to the previous term. Combined with the interim dividends already paid, the Company’s annual dividends for the 204th term are ¥57.50 per share.

Proposal 2: Partial Amendments to the Articles of Incorporation (Business Purpose, System for Electronic Provision of Materials for Shareholders’ Meetings, etc.)

The proposal was approved and passed in its original form. The details of the main amendments are as follows.

(1) In light of the current status of the Group’s business and future business development, the Company added businesses relating to renewable energy and

hydrogen, telecommunications business, etc., to the business purpose. In addition, the Company made changes such as rearranging the order by business relevance and clarification by revising expressions.

(2) The Company deleted the article relating to a means of providing notice on split voting. The Company stipulated a means of providing notice on split voting in the Share Handling Regulations that prescribe matters concerning the handling of shares of the Company based on the authority delegated under the Articles of Incorporation, and added electronic means as a means of providing notice on split voting.

(3) In order to prepare for the introduction of the system of electronic provision of materials for Shareholders' Meetings, the Company made necessary amendments, such as stipulating that materials for Shareholders' Meetings shall be provided electronically and that the Company is able to limit the scope of matters to be included in physical copies to be delivered to shareholders who make such a request.

**Proposal 3: Partial Amendments to the Articles of Incorporation (Organizational Body to Determine Surplus Distributions)**

The proposal was approved and passed in its original form. In order to flexibly distribute year-end dividends, the Company made necessary amendments to enable surplus distributions by resolution of the Board of Directors only when it is difficult to determine year-end dividends by resolution of the Shareholders' Meeting due to unforeseen circumstances such as an outbreak of infectious disease or an occurrence of a natural disaster.

**Proposal 4: Election of 10 Directors**

The proposal was approved and passed in its original form. Mr. Takehiro Honjo, Mr. Masataka Fujiwara, Mr. Tadashi Miyagawa, Mr. Takeshi Matsui, Mr. Takayuki Tasaka, Mr. Fumitoshi Takeguchi, Mr. Hideo Miyahara, Mr. Kazutoshi Murao, Mr. Tatsuo Kijima and Ms. Yumiko Sato were elected and all of them have assumed office.

Mr. Hideo Miyahara, Mr. Kazutoshi Murao, Mr. Tatsuo Kijima and Ms. Yumiko Sato are outside directors as specified in Article 2, Item 15 of the Companies Act.

**Proposal 5: Election of One (1) Audit & Supervisory Board Member**

The proposal was approved and passed in its original form. Ms. Eriko Nashioka was elected and has assumed office.

Ms. Eriko Nashioka is an outside Audit & Supervisory Board Member as

specified in Article 2, Item 16 of the Companies Act.

The revised Articles of Incorporation and the Share Handling Regulations, are provided at the Company's website below.

The Company's website <https://www.osakagas.co.jp/company/ir/stock/regulation/index.html>

**NOTE**

**Please note that these are not official texts. The information herein stated is provided only for the foreign shareholders' reference. The Company is not responsible for the accuracy or completeness of information. The official texts are those stated in the Notice of Resolution at 204th Annual Meeting of Shareholders issued in Japanese. The Notice has been mailed to the custodian in Japan of each foreign shareholder.**