Notice Regarding the Establishment of a Split Preparation Company for a Split of the Gas Pipeline Segment

March 10, 2021 Osaka Gas Co., Ltd.

Osaka Gas Co., Ltd. (President: Masataka Fujiwara; hereinafter, "Osaka Gas") today announced that it has decided the basic matters concerning a company split in order to implement the legal separation of the gas pipeline segment to be required in April 2022 under the Gas Business Act and the establishment of a split preparation company to smoothly proceed with the preparation for the company split, as follows.

1. Basic Matters Concerning Company Split

(1) Company form after company split

The general gas pipeline business, etc. will be split up, and a wholly owned gas pipeline business subsidiary will be established under an operating holding company that operates the gas manufacturing, gas retail and other businesses.

(2) Company split method

Absorption-type company split with Osaka Gas being the splitting company and a split preparation company being the succeeding company.

	Osaka Gas	Gas Pipeline Business Company
(i) Company name	Osaka Gas Co., Ltd.	Osaka Gas Network Co., Ltd.
(ii) Address	4-1-2 Hiranomachi, Chuo-ku, Osaka, Japan	Same as on the left
(iii) Outline of Businesses	Gas manufacturing business, gas retail business, etc.	General gas pipeline business, etc.
(iv) Date of establishment	April 10, 1897	April 2021 (tentative) (Business will start on April 1, 2022.)

(3) Outline of the companies after the company split

2. Overview of the Split Preparation Company to Be Established

(i) Company name	Osaka Gas Network Co., Ltd.	
(ii) Address	4-1-2 Hiranomachi, Chuo-ku, Osaka, Japan	
(iii) Representative	Tsuyoshi Nakamura, President and Representative Director	
(iv) Outline of business	General gas pipeline business, etc.	
(v) Capital stock	100 million yen	
(vi) Date of establishment	April 1, 2021 (tentative)	
(vii) Fiscal year end	March 31	
(viii) Major shareholders and	Osaka Gas Co., Ltd.: 100%	
shareholding ratio		
(ix) Relationship with the listed company and the relevant company	Capital	The company will be established as a wholly owned
	relationship	subsidiary of Osaka Gas.
	Personal relationship	A director will be dispatched from Osaka Gas.
	Business	There is no business relationship with Osaka Gas
	relationship	since the business is yet to start.

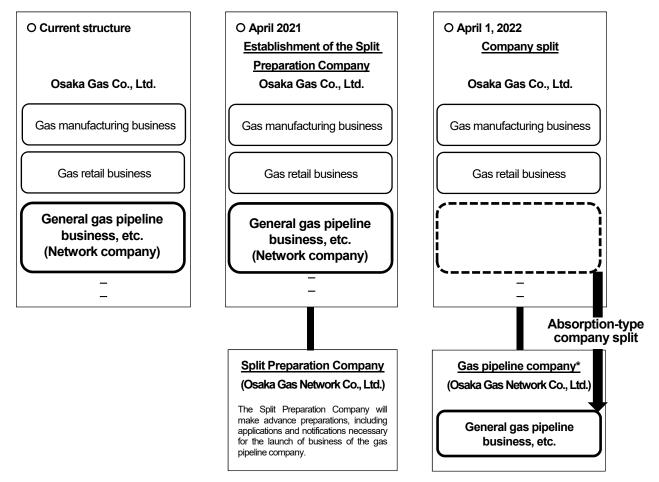
3. Future Schedule

April 1, 2021	Establishment of the Split Preparation Company
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- April 2021 Conclusion of an absorption-type company split agreement (between Osaka Gas and the Split Preparation Company)
- June 2021 Approval of the absorption-type company split agreement by the resolution of the General Meeting of Shareholders
- April 1, 2022 Effective date of the absorption-type company split (split-up of company)

The company split of the general gas pipeline business, etc. will be implemented subject to approval by a resolution of the Osaka Gas Annual Meeting of Shareholders to be held in June 2021 and approval, etc. of the competent authorities.

[Reference] Future business structure (conceptual image)



* On April 1, 2022, the Split Preparation Company will succeed from Osaka Gas Co., Ltd. the assets/liabilities and other rights/obligations related to the general gas pipeline business, etc., and will then commence operations as a gas pipeline business operator.