For Year Ending March 31, 2003 Highlight of Non-consolidated Interim Financial Statements

November 15, 2002

Listed Exchanges: Tokyo, Osaka and Nagoya Exchanges Name of Listed Company Osaka Gas Co., Ltd. Location of Head Office: Osaka Prefecture 9532 Code (URL http://www.osakagas.co.jp) **Representative Officer Title: President** Name: Akio Nomura Contact: Title: General Manager, Accounting Dept. Name: Yoshishige Suzuma TEL +81-6-6205-4536

Date of Meeting of Board of Directors for Approving Interim Financial Statements: November 15, 2002 Commencement of Interim Dividends Payment: December 6, 2002

Interim Dividend System: existent System of trading unit of shares: adopted (one unit: 1,000 shares)

1. Financial results for six months ended September 30, 2002 (April 1, 2002 - September 30, 2002)

(1) Operational results	Operational results (Any amount less than one million yen is rounded down to the nearest million yen)					illion yen)
	Sales	Sales		fit	Ordinary profit	
	million yen	%	million yen	%	million yen	%
Six months ended September 30, 2002	311,650	-7.0	18,925	-14.7	13,977	-19.6
Six months ended September 30, 2001	335,146	2.3	22,195	26.5	17,389	3.1
Year ended March 31, 2002	751,042		81,705		70,327	

	Net Income		Retained earnings per share
	million yen	%	yen
Six months ended September 30, 2002	8,577	-21.3	3.62
Six months ended September 30, 2001	10,896	7.3	4.48
Year ended March 31, 2002	37,693		15.62

(Note) (1) Average number of outstanding shares during term Six months ended September 30, 2002: 2,368,635,338 shares Six months ended September 30, 2001: 2,429,563,630 shares Year ended March 31, 2002: 2,413,863,151 shares

(2) Change in accounting method: N/A

(3) Percentages shown in sales, operating profit, ordinary profit and net income in tables above are percentages of change from comparable term of previous year.

(2) Dividends

(-)	2111401145			
		Interim dividends	Final dividends per	
		per share	share	(Note) Details of interim dividends for six
		yen	yen	months ended September 30, 2002
	Six months ended September 30, 2002	3.00		Commemorative dividends: 0.00 yen
	1 /			Special dividends : 0.00 yen
	Six months ended September 30, 2001	3.00		
	1 /			
	Year ended March 31, 2002		6.00	

(3) Financial position

	Total assets	Shareholders equity	Ratio of shareholders' equity to total assets	Shareholders' equity per share
	million yen	million yen	%	yen
Six months ended September 30, 2002	965,820	409,918	42.4	173.10
Six months ended September 30, 2001	1,023,104	417,675	40.8	171.91
Year ended March 31, 2002	1,004,378	405,922	40.4	171.35

(Note) (1) Shares outstanding as of term-end As of September 30, 2002: 2,369,011,539 shares

(2) Repurchased shares:

As of March 31, 2002: 2.369.011.539 shares As of September 30, 2002:929,525 shares As of March 31, 2002: 33,082 shares

As of September 30, 2001: 2,429,563,630 shares

As of September 30, 2001: 29,529 shares

2. Forecast for year ending March 31, 2003 (April 1, 2002 - March 31, 2003)

	Sales	Ordinary profit	Net income	Final dividends per share	
	Sales	Ordinary profit	Inet income	Year-end	
	million yen	million yen	million yen	yen	yen
Full year	723,800	54,000	33,000	3.00	6.00

(Reference) Expected earnings per share (for full year): 13.94 yen

^{*} Forecasts above are based on information available as of the date of this document, and actual results may differ from these forecasts due to various factors affecting the Company's business performance. See "Projection for Annual Results" in Attachment, P26.

November 15, 2002

Overview of Non-consolidated Interim Financial Statements for Year Ending March 31, 2003 (the 185th Business Year) [April 1, 2002 - September 30, 2002]

- Date of Meeting of Board of Directors for Approving Interim Financial Statements: November 15, 2002

Osaka Gas Co., Ltd.

1. Operational Results

(1) Gas Sales for the Six Months Ended September 30, 2002

The number of customers for the six months ended September 30, 2002 increased 1.1% from the same period of the previous year to 6,509,000 customers. However, sales volume of residential gas decreased 2.3% to 813 million m³ mainly due to the warmer weather in the early spring, which led to a 3.3% decrease of monthly average usage per household to 24.4 m³ from the same period of the previous year.

Commercial/industrial gas sales for the six months ended September 30, 2002 decreased 1.0% to 2,533 million m³ from the same period of the previous year mainly due to unchanged level of sales to the commercial market and 2.1% decreased sales to industrial customers from the same period of the previous year in the continued weak economy in Japan, while gas sales to the public and medical institution market increased 4.6% through marketing efforts to exploit new demand.

As a result, total gas sales decreased 0.8% to 3,417 million m³ from the same period of the previous year.

		Six months ended September 30, 2002 ('02/4 - '02/9) A	Six months ended September 30, 2001 ('01/4 - '01/9) B	A - B	A/B
Customore	Residential	6,196 thousand	6,130 thousand	66 thousand	101.1%
Customers (Meters installed)	Commercial/ industrial	313	311	2	100.7%
ilistaneu)	Total	6,509	6,440	69	101.1%
Monthly	Residential	24.4 m^3 /month	$25.3 \text{ m}^3/\text{month}$	-0.8 m^3 /month	96.7%
average usage per customer	Average of all customers	96.3	98.5	-2.2	97.8%
	Residential	813 million m ³	833 million m ³	-20 million m^3	97.7%
	Commercial/ industrial	2,533	2,559	-26	99.0%
	Industrial	1,765	1,803	-38	97.9%
Gas sales	Commercial	509	509	0	100.1%
Gas saies	Public and medical institutions	258	247	11	104.6%
	Wholesale	71	53	18	134.8%
	Total	3,417	3,444	-27	99.2%

[Reference] Average temperature (°C)	Six months ended September 30, 2001 $('02/4\sim'02/9)$	А	Six months ended September 30, 2001 $('01/4\sim'01/9)$	В	A - B
	23.9		23.8		+ 0.1

(2) Overview of Profit and Loss

Reve	Revenues			from same revious year
Reve	Revenues		Increase/ decrease	Percent (%)
Produ	uct sales	2,465	-172	93.4
s	Installation work	151	-23	86.4
Other sales	Gas equipment	378	-27	93.2
Othe	Other sales	121	-10	91.7
	Total	650	-62	91.3
Total	sales	3,116	-234	93.0
Non-operating revenues		33	-0	97.1
Total	revenues	3,149	-235	93.0

			(in 100 mil)	lion yen)	
Expenses			Change from same period of previous year		
Елре	Expenses		Increase/	Percent	
		1	decrease	(%)	
Cost	of sales	821	-122	87.0	
	ng, general administrative nses	1,522	-15	99.0	
Tota	1	2,344	-137	94.4	
Si	Installation work	144	-18	88.8	
Other expenses	Gas equipment	358	-29	92.3	
ther ex	Other expenses	79	-16	82.9	
Ō	Total	582	-64	90.0	
Oper expe	ating nses	2,927	-202	93.5	
Oper	ating profit	189	-32	85.3	
Non- expe	-operating nses	82	0	100.5	
Tota	l expenses	3,010	-201	93.7	

Ordinary profit	139	-34	80.4
Net income	85	-23	78.7

(Any amount less than a hundred million yen has been rounded down.)

[Reference]

- Cost of raw materials included in cost of sales: 74,300 million yen (decreased 8,800 million yen or 10.6%, from the same period of the previous year)

- Exchange rate and cost of crude oil

	Six months ended September 30, 2002 ('02/4 - '02/9) A	Six months ended September 30, 2001 ('01/4 - '01/9) B	A - B
Exchange rate (yen/dollar) *1	123.1	122.2	+0.8
Cost of crude oil (dollar/bbl) *2	25.6	26.5	-0.9

*1: TTM rate

*2: All Japan CIF price

(3) Projected Annual Results

Annual gas sales volume for the year ending March 31, 2003 is projected to grow by 1.1% from the previous year to 7,390 million m³ while sales revenue is expected to decrease 3.6% to 723,800 million yen from the previous year, mainly due to the effect of the lowering of the gas charges. Operating profit is projected to decrease 31.3% to 56,100 million yen from the previous year. It is expected that ordinary profit will decline 23.2% to 54,000 million yen and net income will decline 12.5% to 33,000 million yen from the previous year.

	Projected annual results	Change from prior year
Gas sales	7,390 million m^3	+1.1%
Sales	723,800 million yen	-3.6%
Operating profit	56,100 million yen	-31.3%
Ordinary profit	54,000 million yen	-23.2%
Net income	33,000 million yen	-12.5%

[Forecasted crude oil cost during the six months ending March 31, 2003: \$28 per bbl, forecasted exchange rate: 123 yen to \$1]

Return on Equity (ROE)	7.9%
Return on Assets (ROA)	3.2%
Shareholder Value Added (SVA)	11,800 million yen
Free Cash Flow (*1)	21,500 million yen

(*1) Free cash flow = Cash flow from operating activities - capital expenditures

(4) Capital Expenditure Plan for FY 2002

(in 100 million yen)

-	(III 100 IIIIII0II yei)					
	Year ending March 31, 2003 (projection)	Year ended March 31, 2002 (actual results)	Description of expenditures planned for year ending March 31, 2003			
Production facilities	67	80	Construction of LNG tank at Himeji Works, etc.			
Supply facilities	456	401	Construction of transport lines, main and sub service lines, etc.			
Operational facilities, etc.	82	168	Construction of regional business headquarters, development facilities, etc.			
Total	604	650				

2. Non-consolidated Interim Financial Statements

(1) Interim Balance Sheet

(in million yen)

	As of	As af Manak 21	Change fron	n prior year	As of
Account	September 30,	As of March 31, 2002	Amount	Percentage	September 30,
	2002	2002	Amount	(%)	2001
(Assets)					
Fixed Assets	860,353	879,951	-19,598	97.8	900,541
Tangible fixed assets	631,109	651,172	-20,063	96.9	662,115
Production facilities	118,185	123,245	-5,059	95.9	129,775
Supply facilities	353,016	365,467	-12,451	96.6	371,325
Operational facilities	94,214	97,057	-2,843	97.1	97,066
Supplementary business facilities	2,937	773	2,163	379.8	828
Idle facilities	1,532	1,532	-	100.0	1,532
Construction in progress	61,224	63,097	-1,873	97.0	61,587
Intangible fixed assets	5,327	6,296	-969	84.6	6,183
Patents	0	0	0	78.2	7
Leaseholds	2,860	2,853	6	100.2	2,591
Other intangible fixed assets	2,466	3,442	-976	71.6	3,585
Investments	223,916	222,481	1,434	100.6	232,242
Investments in securities	66,156	62,813	3,343	105.3	85,411
Investments in affiliates	74,740	83,002	-8,261	90.0	79,760
Long-term internal loans receivable	-	-	-	-	239
Long-term loans receivable from	25.005	04.541		101.0	
affiliates	35,397	34,741	656	101.9	34,741
Investment in capital	104	104	-	100.0	111
Long-term prepaid expenses	4,026	4,032	-5	99.9	6,638
Deferred tax assets	33,430	30,847	2,583	108.4	18,174
Other investments	10,971	7,693	3,277	142.6	7,966
Allowance for bad debts	(911)	(752)	-158	121.1	(802)
	~ /	~ /			× ,
Current Assets	105,462	124,423	-18,961	84.8	122,558
Cash and deposits	6,943	3,869	3,073	179.4	6,566
Notes receivable	481	1,017	-535	47.4	1,189
Trade accounts receivable	47,202	60,428	-13,226	78.1	48,298
Trade accounts receivable from	2.040	1 (27		02.0	
affiliates	3,840	4,637	-796	82.8	3,985
Other accounts receivable	9,604	12,732	-3,128	75.4	8,105
Securities	-	-	-	-	101
Products	77	87	-9	89.0	90
Raw materials	13,875	12,799	1,075	108.4	15,651
Stores	9,746	8,810	936	110.6	12,009
Short-term accounts receivable from					
affiliates	1,293	6,582	-5,288	19.7	9,667
Deferred tax assets	6,497	9,392	-2,895	69.2	6,891
Other current assets	6,453	4,639	1,813	139.1	10,658
Allowance for bad debts	(553)	(573)	19	96.7	(656)
		. ,			
Deferred Assets	5	3	1	134.1	4
Premium on bonds	5	3	1	134.1	4
m - 1	0.57.07.0	1.004.070	<u> </u>		1.000.10.1
Total assets	965,820	1,004,378	-38,557	96.2	1,023,104

(in million yen)

	i				in million yen)
	As of	As of March	Change from		As of
Account	September 30,	31, 2002	Amount	Percentage	September 30,
	2002	51, 2002	Amount	(%)	2001
(Liabilities)					
Fixed Liabilities	435,532	426,224	9,307	102.2	489,134
Corporate bonds	219,660	199,660	20,000	110.0	249,508
Long-term loans payable	125,699	128,466	-2,766	97.8	139,624
Reserve for retirement benefits	85,616	93,716	-8,100	91.4	94,982
Reserve for gasholder repair	1,657	1,602	55	103.4	2,064
Other fixed liabilities	2,898	2,779	119	104.3	2,954
	2,070	_,>		10.110	_,>0 .
Current Liabilities	120,370	172,231	-51,861	69.9	116,294
Current portion of fixed liabilities	18,410	18,354	51,001	100.3	15,591
Trade accounts payable	12,786	10,520	2,265	121.5	9,834
Other accounts payable	11,947	25,296	-13,349	47.2	12,447
Accrued expenses	32,559	48,916	-16,356	66.6	35,766
Corporate taxes payable	10,524	28,308	-17,783	37.2	9,025
Advances received	9,738	9,169	568	106.2	12,716
Deposits received	1,015	1,339	-324	75.8	1,120
Short-term accounts payable to	6,327	13,303	-6,976	47.6	6,164
affiliates	0,527	15,505	-0,770		0,104
Commercial paper	15,000	15,000	-	100.0	-
Other current liabilities	2,060	2,021	38	101.9	13,626
Total liabilities	555,902	598,456	-42,554	92.9	605,428
(Shareholders' Equity)		,	7		
Capital Stocks	132,166	132,166	0	100.0	132,166
Capital Stocks	152,100	152,100	0	100.0	152,100
Conital Decompos	19,482	19,482	0	100.0	19,482
Capital Reserves					
Capital reserve	19,482	19,482	0	100.0	19,482
	246.065	245 454	1 410	100 6	044 450
Retained Earnings	246,865	245,454	1,410	100.6	244,458
Profit reserve	33,041	33,041	-	100.0	33,041
Reserve for reduction of costs					
relating to replacement of specific	224	224	-	100.0	224
assets, etc.					
Reserve for write-off of specific gas	2,289	2,587	-297	88.5	2,587
piping works	2,209	2,307	-291	00.3	2,307
Reserve for loss on overseas	6 007	C 225	0	00.0	6 0 2 5
investments, etc.	6,227	6,235	-8	99.9	6,235
Reserve for adjustment for cost	00.005	00.000		100 5	00.005
fluctuation	89,000	89,000	-	100.0	89,000
Reserve for other specific purposes	62,000	62,000	-	100.0	62,000
Unappropriated retained earnings	54,081	52,365	1,716	100.0	51,369
Net income		37,693	-29,116	22.8	
Inet meome	8,577	57,093	-29,110	22.8	10,896
Difference hotmoon Maria Data a					
Difference between Market Price and	11,673	8,828	2,845	132.2	21,568
Acquisition Cost	,	*	,		· ·
Difference between market price and	11,673	8,828	2,845	132.2	21,568
acquisition cost of other securities					21,500
Treasury stocks	(269)	(10)	-259	2,689.7	-
Treasury stocks	(269)	(10)	-259	2,689.7	-
Total capital	409,918	405,922	3,996	101.0	417,675
Total liabilities and shareholders'					
equity	965,820	1,004,378	-38,557	96.2	1,023,104
-1010				1	l

(Note) Some items under the Shareholders' Equity category as of March 31, 2002 and as of September 30 2001, were restated to

conform with the new classification in accordance with the revised Accounting Rules for Gas Business Operators.

(2) Interim Profit and Loss Statement

(in million yen) Six months ended Change from same period of Year ended Six months ended Account September 30, 2002 September 30, 2001 March 31, 2002 previous year ('02/4 - '02/9) ('01/4 - '01/9) ('01/4 - '02/3) Percentage (%) Amount 246.551 594.579 Product sales 263.837 -17.286 93.4 93.5 Gas sales 246.551 263.713 -17.162594.338 By-product sales -123 0.0 240123 Cost of sales 82,182 94,427 -12,245 87.0 201,974 Gross Profit on Sales 164,368 169,409 -5,041 97.0 392,604 119.703 -1,913 Selling expenses 121.616 98.4 253,287 Loss 101.2 General and administrative expenses 32,557 32,176 380 69,276 Profit and Core Business Profit 12,107 15,616 -3,508 77.5 70,040 Miscellaneous operational revenues 53,094 58,231 -5,136 91.2 131,553 Revenues from installation work 15,123 17,494 -2,371 86.4 39,353 40,575 -2,746 93.2 91,879 Revenues from gas equipment sales 37,829 Operating Other miscellaneous operational 141 161 -19 87.8 321 revenues 50.331 55.142 -4.810 91.3 126.925 Miscellaneous operational expenses 14,472 16.293 -1,820 36.781 88.8 Cost of installation work -2,989 Cost of gas equipment sales 35,858 38,848 92.3 90,144 Ordinary Profit and Loss Revenues from supplementary 12,004 13,077 -1,07391.8 24,909 businesses 7.949 9.587 -1,637 82.9 17.873 Cost of supplementary businesses 18,925 22,195 81,705 **Operating Profit** -3,270 85.3 Non-operating revenues 3,345 3,445 -99 97.1 7,486 218 201 16 108.3 423 Interest income 121 Interest income on securities 55 62 -6 89.0 Dividend income 317 853 -535 37.2 523 and Loss Dividend income from affiliates 441 441 1,009 841 806 34 104.3 1,638 Lease income Miscellaneous revenues 1,471 1,521 -49 96.8 3,769 Profit 8.293 8.251 41 100.5 18.863 Non-operating expenses 777 1.035 -258 75.1 2,039 Interest expense Non-Operating 80.5 1,332 1,655 -322 3,215 Interest expense on corporate bonds Amortization of bond premiums 0 0 0 111.6 1 Amortization of bond expenses 85 85 Loss from redemption of bonds 3,315 Loss from valuation of investment 4.048 -4,048 6,649 0.0 in securities Loss from valuation of investment 4,361 4,361 in affiliates 1,735 222 Miscellaneous expenses 1,512 114.7 3,641 Ordinary Profit 80.4 13,977 17,389 -3,411 70,327 445 Extraordinary profit 229 -215 51.6 610 229 445 51.6 Gains from sales of fixed assets -215610 Profit and Loss Extraordinary 632 443 188 142.5 11,325 Extraordinary loss Loss from sales of fixed assets 448 448 343 Loss from reduction of fixed assets' 183 443 -260 41.4 600 cost Loss from cancellation of Tsuruga 10,381 Business Base Construction Project 17,390 -3,815 59,612 Net income before tax 13,575 78.1 Corporate taxes 6,300 5,100 1,200 123.5 28,470 Adjustment for difference of tax allocation (1,301)1,394 -2,696 -93.4 (6,551)between financial accounting and tax accounting 78.7 8,577 10,896 -2,319 37,693 Net income Profit brought forward from prior period 45,504 40,472 5,031 112.4 40,472 Write-off of treasury stocks 18,512 7.288 Interim dividends _ _ Unappropriated retained earnings 54,081 51,369 2,712 105.3 52,365

(Note) Regarding the values in Sales shown in 1. Operational Results of Six Months Ended September 30, 2002 in Highlight of Non-consolidated Interim Financial Statements are the sum of product sales, miscellaneous operational revenues, and revenues from supplementary businesses.

(Notes)

- 1. Significant Accounting Policies
 - (1) Tangible fixed assets are depreciated by the declining balance method, except buildings (excluding fixtures attached to buildings) acquired on and after April 1, 1998, which are depreciated by the straight line method.
 - (2) Securities are evaluated by the following methods:

Securities of subsidiaries and affiliates: at cost on moving average basis Other securities

Securities having market price		at market, based on the market price on the closing date of the current six-month period (All the difference between the market price and the acquisition cost is accounted for by the "direct-inclusion-to-capital" method, and the cost of sales is calculated by moving average method.)
Securities having no market price	:	at cost on moving average basis

(3) Products are evaluated at cost on gross average basis. Raw materials and stores are evaluated at cost on moving average basis.

(4) The following significant reserves are provided: Reserve for retirement benefits : To prepare for payr

Reserve for retirement benefits	:	To prepare for payment of retirement benefits to employees, a reserve for retirement benefits is provided. An amount of accrued retirement benefits payable to employees at the end of the current six-month period is provided based on retirement benefit liabilities and the expected value of the pension assets.
Reserve for gasholder repair	:	To prepare for payment of expenses needed for periodical repair of globular gasholders, a reserve for gasholder repair is provided for the expected repair cost needed in the next scheduled repair based on the actual cost paid in the last repair, over the period by the next scheduled repair.

(5) Accounting of lease transactions

Finance lease transactions, except those in which the ownership of the leased properties is transferred to the lessees, are recorded by the accounting method used for regular lease transactions.

(6) Consumption taxes are recorded by the tax-exclusion method.

2. Additional Information

(1) Starting from this six-month period, the Company adopted "Accounting Standards for Treasury Stocks, Withdrawal of Legal Reserves, etc." (Corporate Accounting Standards No. 1). This adoption had no effect on profit or loss for the six months ending September 30, 2002.

As the Accounting Rules for Gas Business Operators were revised, items under the Shareholders' Equity category on the interim balance sheet for the six months ended September 30, 2002 were reclassified and presented in accordance with the revised Accounting Rules for Gas Business Operators.

- (2) Revenues related to hot and cold air included in sales of byproducts under the Product Sales category until the previous fiscal year are now included in miscellaneous revenues under Non-operating Revenues.
- 3. Accumulated Depreciation of Fixed Tangible Assets: ¥1,453,438 million

(¥1,405,502 million at the end of the same period of the prior year)

4. Guarantee of Liabilities: ¥15,534 million (including those assumed by the Company: ¥11,605 million) (¥26,100 million at the end of the same period of the prior year (including those assumed by the Company: ¥21,294 million)
Contingent liabilities in connection with corporate bonds and loan contracts: ¥123,534 million (¥81,746 million at the end of the same period of the prior year)

5. Significant Events after Closing of Six-month Period Ended on September 30, 2002 In the past, the Company provided placement services for employees to assist them in starting a second independent career. Now we offer an employee early retirement program with premium retirement benefits for a limited period.

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Application period	November 1, 2002 to December 10, 2002		
	(Retirement date: March 31, 2003)		
Eligible employees	Employees who joined the Company on or before April 1,		
	1993 and will be younger than 60 years old on the		
	retirement date		
Number of applicants and financial effect	Because the application period is not closed yet, it is		
	difficult to estimate the financial effect.		

3. Securities

Information on stocks of subsidiaries and affiliates having market price

(1	1	۸a	\mathbf{of}	Sa	ntom	hor	20	2002
(1	.)	AS	0I	Se	ptem	ber	50,	2002

	Value reported on interim balance sheet	Market price	Difference
Subsidiaries' stock	1,241 million yen	3,225 million yen	1,983 million yen

(2) As of March 31, 2002

	Value reported on interim balance sheet	Market price	Difference
Subsidiaries' stock	1,241 million yen	3,483 million yen	2,241 million yen

(3) As of September 30, 2001

	Value reported on interim balance sheet	Market price	Difference
Subsidiaries' stock	1,241 million yen	3,332 million yen	2,090 million yen