

TRANSLATION

**NOTICE OF THE 38TH ORDINARY GENERAL MEETING OF
SHAREHOLDERS**

TO BE HELD IN TOKYO, JAPAN ON JUNE 20, 2025

(This is a translation, for information purposes only, of the original Japanese language Notice of the General Meeting of Shareholders which has been dispatched to shareholders in Japan. The financial statements included in this Business Report have been prepared in accordance with the Companies Act and related laws and regulations of Japan.)

EAST JAPAN RAILWAY COMPANY

TOKYO, JAPAN

TRANSLATION

May 30, 2025

TO OUR SHAREHOLDERS

East Japan Railway Company
2-2, Yoyogi 2-chome, Shibuya-ku,
Tokyo Japan

Yoichi Kise
President and CEO

Notice of Convocation of the 38th Ordinary General Meeting of Shareholders

This is to inform you that the Company's 38th Ordinary General Meeting of Shareholders will be held as described below.

For convocation of this General Meeting of Shareholders, the Company has adopted the electronic provision of information contained in the Reference Documents, etc. for the General Meeting of Shareholders (Matters concerning Electronic Provision), which is posted on the following websites on the Internet. Please visit either of these websites to confirm the information.

[The Company's website] (in Japanese)
<https://www.jreast.co.jp/investor/soukai/>

[Tokyo Stock Exchange website (TSE Listed Company Search)] (in Japanese)
<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>

(Access the TSE website by using the internet address shown above, enter "East Japan Railway Company" in "Issue name (company name)" or the Company's securities code "9020" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting".)

WHEN YOU EXERCISE YOUR VOTING RIGHTS IN WRITING OR BY AN ELECTRONIC METHOD (VIA THE INTERNET, ETC.), AFTER EXAMINING THE ATTACHED REFERENCE MATERIALS FOR THE GENERAL MEETING OF SHAREHOLDERS, PLEASE EXERCISE YOUR VOTING RIGHTS BY NO LATER THAN 6:00 P.M. (JST) ON THURSDAY, JUNE 19, 2025.

[Exercise of voting rights in writing]

Please return by mail the Voting Rights Exercise Form after indicating your votes so that it will arrive at the Company by no later than the above-mentioned deadline.

[Exercise of voting rights by an electronic method (via the Internet, etc.)]

Please read the "Guide to Exercise of Voting Rights via the Internet" (only in Japanese version) and follow the instructions on the voting website to exercise your voting rights by no later than the above-mentioned deadline.

PARTICULARS

1. Date: At 10:00 a.m. (JST), on Friday, June 20, 2025

2. Place: Hotel New Otani (The Main)
4-1, Kioi-cho, Chiyoda-ku, Tokyo, Japan

3. Purpose of the Meeting:

Matters to be reported:

1. Presentation of the Business Report and the Consolidated Financial Statements for the 38th fiscal year from April 1, 2024 through March 31, 2025, and Results of Audit by the Accounting Auditor and the Audit and Supervisory Committee on the Consolidated Financial Statements
2. Presentation of the Non-Consolidated Financial Statements for the 38th fiscal year from April 1, 2024 through March 31, 2025

Matters to be resolved:

Agenda Item No. 1: Proposal for Appropriation of Retained Earnings

Agenda Item No. 2: Election of Eleven (11) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Agenda Item No. 3: Election of Four (4) Directors Who Are Audit and Supervisory Committee Members

4. Other Matters concerning Convocation Procedures

- (1) If no indication of approval or disapproval is made for each agenda item on the returned Voting Rights Exercise Form, it will be treated as “approved.”
- (2) If you exercise voting rights in writing more than once, only the vote in writing having the latest date will be counted.
- (3) If you exercise voting rights by an electronic method (via the Internet, etc.) more than once, only the last vote will be counted.
- (4) If you exercise voting rights both in writing and by an electronic method (via the Internet, etc.), only the vote submitted by the electronic method (via the Internet, etc.) will be counted.

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Notes:

* If you attend the Meeting on the appointed date, please bring the Voting Rights Exercise Form with you for exercising voting rights and surrender it to the receptionist at the place of the Meeting.

* Of the Matters concerning Electronic Provision, in accordance with the provisions of laws and regulations and the Company's Articles of Incorporation, the below matters are excluded from the paper-based documents delivered to shareholders who have made a request for delivery of such documents. The Accounting Auditor and the Audit and Supervisory Committee have audited documents subject to audit which include these matters.

- Of the Business Report, Financial Results by Segment, Major Business, Major Business Offices and Other Information, Employees, Items Concerning Shares, Status of the Accounting Auditor, and System Necessary to Ensure the Properness of Operations and Their Operational Status
- Of the Consolidated Financial Statements, Consolidated Statement of Changes in Net Assets and Notes to Consolidated Financial Statements
- Of the Non-Consolidated Financial Statements, Non-Consolidated Statement of Changes in Net Assets and Notes to Non-Consolidated Financial Statements

* Any revisions to the Matters concerning Electronic Provision shall be posted on the respective websites where they are posted.

* Any changes to the holding and operation of the General Meeting of Shareholders, we will inform you of the change on our website.

REFERENCE MATERIALS FOR THE GENERAL MEETING OF SHAREHOLDERS

Agenda and Reference Materials

Agenda Item No. 1: Proposal for Appropriation of Retained Earnings

Our basic approach to capital policy is to keep shareholders' equity at the level required to maintain and grow operational foundations in a sustainable way while paying stable cash dividends and implementing share repurchases flexibly in light of performance to steadily increase returns to shareholders. We are aiming to realize a total return ratio of 40% and dividend payout ratio of 30% over the medium- to long-term in accordance with the JR East Group Management Vision "Move Up" 2027.

Based on such policy, we propose to appropriate retained earnings as described below.

Matters concerning year-end dividend

- (1) Type of dividend
Cash
- (2) Information regarding allotment of dividend to shareholders (including amount)
Dividend per share of the Company's common stock: ¥34
Total amount of dividend paid: ¥38,569,863,330
Total annual dividend will be ¥60 per share including the interim dividend of ¥26 per share, an increase of ¥13 from the previous fiscal year.
- (3) Effective date of dividend
June 23, 2025

(Notes) We conducted a share split at a ratio of 1:3 of its common shares on April 1, 2024. The year-on-year amount, taking into account the share split, is calculated by rounding off the difference with one-third of the previous fiscal year's results.

Agenda Item No. 2: Election of Eleven (11) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all eleven (11) Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter, the same applies in this agenda item) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of eleven (11) Directors.

In accordance with the Company's auditing and supervisory standards for the Audit and Supervisory Committee, the Audit and Supervisory Committee examined the suitability and other related aspects of the policy and procedures established by the Company for electing Directors, regarding this agenda item, and decided they were appropriate.

Each candidate shall be as follows:

No. of Candidate	Name	Current Position at the Company	Attendance at Board of Directors meetings	Tenure
1.	Yuji Fukasawa Reappointment	Chairman (Director)	100% (17/17)	19 years
2.	Yoichi Kise Reappointment	President and CEO (Representative Director)	100% (17/17)	7 years
3.	Chiharu Watari Reappointment	Executive Vice President (Representative Director)	100% (17/17)	3 years
4.	Atsuko Itoh Reappointment	Executive Director	100% (17/17)	4 years
5.	Hirohiko Ikeda New appointment	Senior Executive Officer	—	—
6.	Harumi Nakagawa Reappointment	Executive Director	100% (13/13)	1 year
7.	Hideji Uchida Reappointment	Executive Director	100% (13/13)	1 year
8.	Hiroko Kawamoto Reappointment Independent Outside	Outside Director	94% (16/17)	5 years
9.	Toshio Iwamoto Reappointment Independent Outside	Outside Director	100% (17/17)	3 years
10.	Yumiko Noda Reappointment Independent Outside	Outside Director	100% (13/13)	1 year
11.	Hiroshi Ohashi Reappointment Independent Outside	Outside Director	100% (13/13)	1 year

Notes: 1. The attendance at Board of Directors meetings indicates the attendance in fiscal 2025.
2. The tenure shall be the period from the time when each candidate assumed the office of Director of the Company (until the conclusion of this General Meeting of Shareholders).

New appointment: Director candidates who are newly appointed
Reappointment: Director candidates who are reappointed
Independent: Independent officer candidates
Outside: Outside Director candidates

No. of Candidate	1	Reappointment
Name (Date of Birth)	Yuji Fukasawa (November 1, 1954)	
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1978 Entered Japanese National Railways</p> <p>April 1987 Entered the Company</p> <p>June 2003 General Manager of Investment Planning Department, Corporate Planning Headquarters</p> <p>June 2006 Director and General Manager of Personnel Department and Director of JR East General Education Center</p> <p>June 2008 Executive Director</p> <p>June 2012 Executive Vice President and Representative Director</p> <p>April 2018 President and Representative Director</p> <p>April 2024 Chairman and Director (current position)</p> <p>Important concurrent positions: Outside Director of TOKYO GAS CO., LTD (scheduled to assume office in June 2025)</p>	
Number of Company Shares owned by Candidate	24,000 shares	
Attendance at Board of Directors meetings	100% (17/17)	
Tenure of Director	19 years	
Reason for Selection as Director Candidate	<p>Mr. Yuji Fukasawa has served as President and Representative Director of the Company, taken on a strong leadership role in overall businesses and led the management of the Group over the years. Currently, he performs his duties as Chairman and Director and is committed to the proper operation of the Board of Directors from the viewpoint of its chairman based on his broad knowledge and experience in corporate management. He is suitable as a Director based on his execution capability, sound judgment and insight necessary for company management as he is highly acquainted with all aspects of the business.</p>	
No. of Candidate	2	Reappointment
Name (Date of Birth)	Yoichi Kise (August 26, 1964)	

Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	April 1989
	Entered the Company
	June 2014
	General Manager of Personnel Department and Director of JR East General Education Center
	June 2015
	Executive Officer and General Manager of Personnel Department
	June 2017
	Executive Officer and General Manager of Management Planning Department, Corporate Planning Headquarters
	June 2018
	Executive Director and Director General of Corporate Planning Headquarters
Number of Company Shares owned by Candidate	June 2020
	Executive Director and Director General of Life-style Business Development Headquarters
	June 2021
	Executive Vice President and Representative Director and Director General of Life-style Business Development Headquarters
	June 2022
	Executive Vice President and Representative Director and Director General of Marketing Headquarters
	April 2024
	President and Representative Director (current position)
	10,300 shares
Attendance at Board of Directors meetings	100% (17/17)
Tenure of Director	7 years
Reason for Selection as Director Candidate	Mr. Yoichi Kise has led the management of the Group as President and Representative Director of the Company, such as by striving to achieve the goals of the Group Management Vision “Move Up” 2027, and by coordinating the new Group Management Vision that is scheduled to be announced in the summer of 2025. As well as demonstrating strong leadership in implementing reorganizations and revisions to the personnel and wage systems in preparation for realizing the new Group Management Vision, he formulated the medium- to-long-term business growth strategy “Beyond the Border” to drive the sustainable growth of the Group through management based on the two pillars of both Mobility and Lifestyle solutions. He has also performed his duties by engaging in efforts to create new value, such as through the promotion of community development in the Takanawa area. He is suitable as a Director based on his execution capability, sound judgment and insight necessary for company management as he is highly acquainted with all aspects of the business.

No. of Candidate	3	<u>Reappointment</u>
Name (Date of Birth)	Chiharu Watari (January 30, 1963)	
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1988 Entered the Company</p> <p>June 2013 General Manager of Transport Safety Department, Railway Operations Headquarters</p> <p>June 2014 Executive Officer and General Manager of Transport Safety Department, Railway Operations Headquarters</p> <p>June 2016 Executive Officer and General Manager of Yokohama Branch Office</p> <p>June 2018 Director and Deputy Director General of Corporate Planning Headquarters of Hokkaido Railway Company</p> <p>June 2020 Executive Director and Director General of Corporate Planning Headquarters</p> <p>June 2022 Executive Director and Director General of Corporate Strategies Headquarters of the Company</p> <p>June 2023 Executive Vice President and Representative Director; Assistant to President (in general); Director General of Railway Business Headquarters; Chief Safety Officer (current position)</p>	
Number of Company Shares owned by Candidate	6,800 shares	
Attendance at Board of Directors meetings	100% (17/17)	
Tenure of Director	3 years	
Reason for Selection as Director Candidate	<p>Mr. Chiharu Watari has been mainly engaged in safe and stable transportation in the railway business, and in general affairs and corporate planning, and has also been responsible for regional railway operations as General Manager of Branch Office. Currently, he performs his duties as Executive Vice President and Representative Director, assisting the President in all aspects of operations, and by striving to improve the level of safe and stable transportation, provide high-quality transportation services, establish a sustainable maintenance system, etc. He is suitable as a Director based on his execution capability, sound judgment and insight necessary for company management as he is highly acquainted with all aspects of the business.</p>	

No. of Candidate	4	Reappointment Woman
Name (Date of Birth)	Atsuko Itoh (November 15, 1966)	
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1990 Entered the Company</p> <p>June 2018 Executive Officer and General Manager of Finance Department</p> <p>June 2020 Executive Officer and General Manager of Management Planning Department, Corporate Planning Headquarters</p> <p>June 2021 Executive Director</p> <p>June 2023 Executive Director and Director General of Corporate Strategies Headquarters (current position)</p>	
Number of Company Shares owned by Candidate	15,213 shares	
Attendance at Board of Directors meetings	100% (17/17)	
Tenure of Director	4 years	
Reason for Selection as Director Candidate	<p>Ms. Atsuko Itoh has been mainly engaged in finance and corporate planning. Currently, she performs her duties as Executive Director and Director General of Corporate Strategies Headquarters by promoting Group management to realize the Group Management Vision “Move Up” 2027, addressing various other management issues, and striving to formulate the new Group Management Vision that is scheduled to be announced in the summer of 2025. She is suitable as a Director based on her execution capability, sound judgment and insight necessary for company management as she is highly acquainted with all aspects of the business.</p>	

No. of Candidate	5	New
Name (Date of Birth)	Hirohiko Ikeda (October 11, 1966)	
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1991 Entered the Company</p> <p>June 2017 General Manager of Service Quality Improvement Department, Railway Operations Headquarters</p> <p>June 2019 Executive Officer and General Manager of Service Quality Improvement Department, Railway Operations Headquarters</p> <p>June 2021</p>	

	Senior Executive Officer and Director General of Shinkansen General Management Department; Deputy Director General of Railway Business Headquarters (current position)
Number of Company Shares owned by Candidate	4,900 shares
Reason for Selection as Director Candidate	Mr. Hirohiko Ikeda has been mainly engaged in transport and rolling stock business of railway operations, as well as operations to improve service quality. Currently, as Senior Executive Officer, Director General of Shinkansen General Management Department and Deputy Director General of Railway Business Headquarters, he fulfills his responsibilities by striving to raise the level of safe and stable transportation, rolling out various marketing measures to grow profitability, and other initiatives. He is suitable as a Director based on his execution capability, sound judgment and insight necessary for company management as he is highly acquainted with all aspects of the business.
No. of Candidate	6
	Reappointment Woman
Name (Date of Birth)	Harumi Nakagawa (June 4, 1967)
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1991 Entered the Company</p> <p>June 2020 Executive Officer and General Manager of Chiba Branch Office</p> <p>October 2022 Executive Officer; General Manager of Chiba Branch Office; Department Director of Railway Operations Department, Chiba Branch Office</p> <p>June 2023 Senior Executive Officer; Deputy Director General of Railway Business Headquarters (Station Operation and Service Quality)</p> <p>June 2024 Executive Director and Director General of Marketing Headquarters; In charge of Shinagawa Developments; In charge of Regional Revitalization; In charge of Tourism; In charge of Work & Welfare Strategies Department (current position)</p>
Number of Company Shares owned by Candidate	7,043 shares
Attendance at Board of Directors meetings	100% (13/13)
Tenure of Director	1 year
Reason for Selection as Director Candidate	Ms. Harumi Nakagawa has been mainly engaged in efforts to reform station operations and improve service quality, as well as being responsible for community-based management measures as General Manager of Branch Office. Currently, as Executive

Director, Director General of Marketing Headquarters, in addition to improving profitability in existing businesses, promoting the community development of the Takanawa area, and creating new value by encouraging tourist flow and other initiatives, she has made achievements in laying the groundwork for revisions to the personnel and wage systems in preparation for realizing the new Group Management Vision that is scheduled to be announced in the summer of 2025. She is suitable as a Director based on her execution capability, sound judgment and insight necessary for company management as she is highly acquainted with all aspects of the business.

No. of Candidate	7	Reappointment
Name (Date of Birth)	Hideji Uchida (December 27, 1967)	
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1992 Entered the Company</p> <p>June 2021 Executive Officer and General Manager of Hachioji Branch Office</p> <p>October 2022 Executive Officer and General Manager of Hachioji Branch Office; Department Director of Railway Operations Department, Hachioji Branch Office</p> <p>June 2024 Executive Director and Deputy Director General of Railway Business Headquarters (Transport & Rolling Stock); In charge of Safety Management Department (current position)</p>	
Number of Company Shares owned by Candidate	2,391 shares	
Attendance at Board of Directors meetings	100% (13/13)	
Tenure of Director	1 year	
Reason for Selection as Director Candidate	<p>Mr. Hideji Uchida has been mainly engaged in transport and rolling stock business of railway operations, as well as being responsible for community-based management measures as General Manager of Branch Office. Currently, as Executive Director, he fulfills his responsibilities by raising the level of safety and stable transportation, establishing transportation schedules that meet the needs of customers and communities, and promoting new train operations such as conductorless operations and automated operations, as well as safety management in the fields of both Mobility and Lifestyle solutions. He is suitable as a Director based on his execution capability, sound judgment and insight necessary for company management as he is highly acquainted with all aspects of the business.</p>	

No. of Candidate	8	<div>Reappointment</div> <div>Independent</div> <div>Outside</div> <div>Woman</div>
Name (Date of Birth)	Hiroko Kawamoto (February 13, 1957)	
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>July 1979 Entered ALL NIPPON AIRWAYS CO., LTD.</p> <p>April 2013 Director and Executive Officer; Deputy Director of Operating Division; General Manager of Inflight Services Center</p> <p>April 2014 Executive Director and Executive Officer; In charge of Women's Promotion; Deputy Director of Operating Division; General Manager of Inflight Services Center</p> <p>April 2015 Executive Director and Executive Officer; In charge of Women's Promotion; In charge of ANA Brand Inflight Services Division</p> <p>January 2016 Executive Director and Executive Officer; In charge of Women's Promotion and ANA Brand Inflight Services Division; Deputy Head of Tokyo Olympics and Paralympics Promotion Headquarters</p> <p>April 2016 Director and Senior Executive Officer; In charge of Women's Promotion of ANA Group; Deputy Head of Tokyo Olympics and Paralympics Promotion Headquarters</p> <p>April 2017 Vice President and Representative Director of ANA Strategic Research Institute Co., Ltd.</p> <p>April 2020 Chairman and Director</p> <p>June 2020 Outside Director of the Company (current position)</p> <p>April 2021 Special Advisor of ANA Strategic Research Institute Co., Ltd.</p> <p>Important concurrent positions: External Director of Sumitomo Mitsui Trust Group, Inc. Outside Director of Canon Marketing Japan Inc.</p>	
Number of Company Shares owned by Candidate	2,200 shares	
Attendance at Board of Directors meetings	94% (16/17)	
Tenure of Outside Director	5 years	
Reason for Selection as	Ms. Hiroko Kawamoto held important offices at ALL NIPPON	

Outside Director Candidate and Expected Roles	<p>AIRWAYS CO., LTD. and ANA Strategic Research Institute Co., Ltd. She is suitable as an outside Director based on her sound judgment and insight necessary for company management and her ability to supervise and advise on the Company’s management. If she is elected, she will continue to perform a supervisory function on overall business operations based on her broad experience and expertise on customer service and diversity promotion, and as a member of the Personnel Deliberation Committee and the Remuneration Deliberation Committee, ensure suitability of director candidates and objectivity and transparency of the process with respect to personnel matters concerning the Company’s directors, and ensure objectivity and transparency of the remuneration determination process for the Company’s directors.</p>		
Matters Concerning Independence	<p>Ms. Hiroko Kawamoto satisfies the Company’s “Criteria for Independence of Outside Officers,” and the Company has designated her as an independent officer as stipulated by the stock exchanges on which the Company is listed on. If her appointment is approved, she will continue to be an independent officer. She has worked at ALL NIPPON AIRWAYS CO., LTD. with which the Company has a transactional relationship, but for the last three (3) fiscal years the volume of business has been no more than 1% of the annual consolidated net sales of both companies. She has worked at ANA Strategic Research Institute Co., Ltd., but there is no relationship to be disclosed between the said company and the Company for the last three (3) fiscal years.</p>		
No. of Candidate	9	<div>Reappointment</div> <div>Independent</div> <div>Outside</div>	
Name (Date of Birth)	Toshio Iwamoto (January 5, 1953)		
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1976 Entered Nippon Telegraph and Telephone Public Corporation</p> <p>June 2004 Director; Head of Payment Solution Sector of NTT DATA Corporation (now NTT DATA Group Corporation)</p> <p>June 2007 Director, Executive Vice President; Head of Financial Business Sector</p> <p>June 2008 Director, Executive Vice President; In charge of Financial Business</p> <p>June 2009 Representative Director, Senior Executive Vice President</p> <p>June 2012 Representative Director, President and Chief Executive Officer</p> <p>June 2018</p>		

Advisor
June 2022
Outside Director of the Company (current position)

Important concurrent positions:

Outside Director of Daiwa Securities Group Inc.
Outside Director of Isetan Mitsukoshi Holdings Ltd.
Outside Director of Sumitomo Forestry Co., Ltd.

Number of Company
Shares owned by
Candidate

1,100 shares

Attendance at Board of
Directors meetings

100% (17/17)

Tenure of Outside
Director

3 years

Reason for Selection as
Outside Director
Candidate and Expected
Roles

Mr. Toshio Iwamoto held important offices including Representative Director, President and Chief Executive Officer at NTT DATA Corporation (now NTT DATA Group Corporation). He is suitable as an outside Director based on his sound judgment and insight necessary for company management and his ability to supervise and advise on the Company's management. If he is elected, he will continue to perform a supervisory function on overall business operations based on his broad experience and expertise on company management leading IT and other technology areas and global businesses, and as the Chair of the Personnel Deliberation Committee and Remuneration Deliberation Committee, ensure the suitability of director candidates and objectivity and transparency of the process with respect to personnel matters concerning the Company's directors, and ensure the objectivity and transparency of the remuneration determination process for the Company's directors.

Matters Concerning
Independence

Mr. Toshio Iwamoto satisfies the Company's "Criteria for Independence of Outside Officers," and the Company has designated him as an independent officer as stipulated by the stock exchanges on which the Company is listed on. If his appointment is approved, he will continue to be an independent officer. He has worked at NTT DATA Group Corporation with which the Company has a transactional relationship, but for the last three (3) fiscal years the volume of business has been no more than 1% of the annual consolidated net sales of both companies.

No. of Candidate

10

Reappointment
Independent
Outside
Woman

Name (Date of Birth)

Yumiko Noda (January 26, 1960)

Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	April 1982
	Entered Bank of America, Tokyo Branch
	March 1996
	Deputy General Manager of London Branch of The Long-Term Credit Bank of Japan, Limited
	January 2000
	Partner of PwC Financial Advisory Service Co., Ltd. (now PwC Advisory LLC)
	June 2007
	Deputy Mayor of Yokohama City
	January 2011
	Partner of PwC Financial Advisory Co., Ltd. (now PwC Advisory LLC)
Number of Company Shares owned by Candidate Attendance at Board of Directors meetings Tenure of Outside Director Reason for Selection as Outside Director Candidate and Expected Roles	October 2017
	President & Representative Director of Veolia Japan K.K. (now Veolia Japan GK)
	June 2020
	Chairman & Representative Director (current position)
	June 2024
	Outside Director of the Company (current position)
	Important concurrent positions:
	Chairman & Representative Director of Veolia Japan GK
	Outside Director of Mizuho Financial Group, Inc.
	Outside Director of Sumitomo Chemical Company, Limited
Matters Concerning Independence	Vice Chair of KEIDANREN (Japan Business Federation)
	0 shares
	100% (13/13)
	1 year
	Ms. Yumiko Noda held important offices including Chairman & Representative Director at Veolia Japan K.K. (now Veolia Japan GK). She is suitable as an outside Director based on her sound judgment and insight necessary for company management and her ability to supervise and advise on the Company's management. If she is elected, she will continue to perform a supervisory function on overall business operations based on her broad experience and expertise on company management leading environmental area and global businesses, and as a member of the Personnel Deliberation Committee and Remuneration Deliberation Committee, ensure the suitability of director candidates and objectivity and transparency of the process with respect to personnel matters concerning the Company's directors, and ensure the objectivity and transparency of the remuneration determination process for the Company's directors.
	Ms. Yumiko Noda satisfies the "Criteria for Independence of Outside Officers" established by the Company, and the Company

has designated her as an independent officer as stipulated by the listed stock exchanges. If her appointment is approved, she will continue to be an independent officer.

She has been working at Veolia Japan GK, but there is no relationship to be disclosed between the said company and the Company for the last three (3) fiscal years.

No. of Candidate	11	Reappointment Independent Outside
Name (Date of Birth)	Hiroshi Ohashi (May 1, 1970)	
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 2012 Professor of the University of Tokyo, Graduate School of Economics (current position)</p> <p>April 2018 Deputy Dean, Professor of the University of Tokyo, Graduate School of Public Policy</p> <p>April 2020 Dean, Professor of the University of Tokyo, Graduate School of Public Policy</p> <p>April 2022 Vice President of the University of Tokyo (current position)</p> <p>June 2024 Outside Director of the Company (current position)</p> <p>Important concurrent positions: Professor of the University of Tokyo, Graduate School of Economics Vice President of the University of Tokyo</p>	
Number of Company Shares owned by Candidate	200 shares	
Attendance at Board of Directors meetings	100% (13/13)	
Tenure of Outside Director	1 year	
Reason for Selection as Outside Director Candidate and Expected Roles	<p>Mr. Hiroshi Ohashi has experience as a professor of the Graduate School of Economics, Dean of the Graduate School of Public Policy, and Vice President of the University of Tokyo. He is suitable as an outside Director based on his sound judgment and insight necessary for company management and his ability to supervise and advise on the Company's management.</p> <p>If he is elected, he will continue to perform a supervisory function on overall business operations based on his broad experience, including his academic expertise on public economic policy and his experience of having engaged in organizational management within the university, and as a member of the Personnel</p>	

Matters Concerning Independence	<p>Deliberation Committee and the Remuneration Deliberation Committee, ensure suitability of director candidates and objectivity and transparency of the process with respect to personnel matters concerning the Company's directors, and ensure objectivity and transparency of the remuneration determination process for the Company's directors.</p> <p>Although he has not engaged in the company management, we believe that he can perform duties as an outside Director based on the above stated reason.</p> <p>Mr. Hiroshi Ohashi satisfies the "Criteria for Independence of Outside Officers" established by the Company, and the Company has designated him as an independent officer as stipulated by the listed stock exchanges. If his appointment is approved, he will continue to be an independent officer.</p> <p>He has been working at the University of Tokyo (National University Corporation, the University of Tokyo) to which the Company makes donation and with which the Company has a transactional relationship, but for the last three (3) fiscal years the donation and payments made to such corporation by the Company has been no more than 1% of the annual total income of such corporation and the payment from such corporation to the Company has been no more than 1% of the annual consolidated net sales of the Company.</p>
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- Notes:
1. There is no special interest between the Company and these candidates.
 2. The Company has executed agreements with four (4) candidates, Ms. Hiroko Kawamoto, Mr. Toshio Iwamoto, Ms. Yumiko Noda and Mr. Hiroshi Ohashi, to limit their liability as provided for in Article 423, Paragraph 1 of the Companies Act. The maximum amount of such liability under such agreement shall be the amount stipulated by laws and regulations. If the election of each candidate is approved, the Company intends to continue such agreement with each one of them.
 3. The Company has executed a directors and officers liability insurance agreement with an insurance company in accordance with Article 430-3, Paragraph 1 of the Companies Act. The insurance agreement covers the legal costs and damages incurred by the insured, including the Company's Directors, due to third-party lawsuits and shareholder derivative lawsuits; excluding in the event the Company pursues liability for damages against the insured. The insurance premiums are fully borne by the Company and the agreement is renewed annually. If each candidate is elected as Director, he or she will be the insured under this insurance agreement.

Agenda Item No. 3: Election of Four (4) Directors Who Are Audit and Supervisory Committee Members

The terms of office of four (4) Directors who are Audit and Supervisory Committee Members, Mr. Takashi Kinoshita, Mr. Masaki Ogata, Mr. Kimitaka Mori, and Mr. Hiroshi Koike, will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of four (4) Directors who are Audit and Supervisory Committee Members.

In addition, consent for this agenda item has been obtained from the Audit and Supervisory Committee.

Each candidate shall be as follows:

No. of Candidate	Name	Current Position at the Company	Attendance at Board of Directors meetings	Attendance at Audit and Supervisory Committee meetings	Tenure of Outside Director
1.	Takashi Kinoshita Reappointment Independent Outside	Director and Full-time Audit and Supervisory Committee Member	100% (17/17)	100% (17/17)	2 years
2.	Osamu Kawanobe New appointment	—	—	—	—
3.	Kimitaka Mori Reappointment Independent Outside	Director and Audit and Supervisory Committee Member	100% (17/17)	100% (17/17)	2 years
4.	Hiroshi Koike Reappointment Independent Outside	Director and Audit and Supervisory Committee Member	100% (17/17)	100% (17/17)	2 years

Notes: 1. The attendance at Board of Directors meetings and Audit and Supervisory Committee meetings indicates the attendance in fiscal 2025.
2. The tenure shall be the period from the time when each candidate assumed the office of Director of the Company (until the conclusion of this General Meeting of Shareholders).

New appointment: Director candidates who are newly appointed

Reappointment: Director candidates who are reappointed

Independent: Independent officer candidates

Outside: Outside Director candidates

No. of Candidate	1	<div>Reappointment</div> <div>Independent</div> <div>Outside</div>
Name (Date of Birth)	Takashi Kinoshita (December 23, 1961)	
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1985 Joined the National Police Agency</p> <p>August 2010 Chief of Iwate Police Headquarters</p> <p>February 2012 Director General of Organized Crime Department, Tokyo Metropolitan Police</p> <p>April 2013 Director of Public Safety Division, Security Bureau, National Police Agency</p> <p>January 2014 Director of Security Planning Division, Security Bureau</p> <p>August 2014 Director General of Organized Crime Department, Criminal Investigation Bureau</p> <p>August 2016 Chief of Fukuoka Police Headquarters</p> <p>September 2017 Director General of Criminal Investigation Bureau</p> <p>August 2018 Retired National Police Agency</p> <p>June 2019 Full-time Corporate Auditor of the Company</p> <p>June 2023 Director and Full-time Audit and Supervisory Committee Member (current position)</p>	
Number of Company Shares owned by Candidate	0 shares	
Attendance at Board of Directors meetings	100% (17/17)	
Attendance at Audit and Supervisory Committee meetings	100% (17/17)	
Tenure of Outside Director	2 years	
Reason for Selection as Outside Director Candidate Who Is an Audit and Supervisory Committee Member and Expected Roles	<p>Mr. Takashi Kinoshita has served in various key positions in the National Police Agency, equipped with the judgment and insight required for auditing the execution of business operations. We believe that he is qualified for the position of director as a member of the Audit and Supervisory Committee based on his experience as an outside Corporate Auditor and Director and Full-time Audit and Supervisory Committee Member of the Company, where he worked to strengthen governance by supervising the overall</p>	

	<p>execution of business operations. If he is elected, he will continue to utilize his abundant insight and knowledge gained thus far as well as his auditing experience at the Company to carry out audits and supervision of the overall execution of business operations as Audit and Supervisory Committee Member.</p> <p>Although he has not engaged in the company management, we believe that he can perform duties as an outside Director who is an Audit and Supervisory Committee Member based on the above stated reason.</p>
Matters Concerning Independence	<p>Mr. Takashi Kinoshita satisfies the “Criteria for Independence of Outside Officers” established by the Company, and the Company has designated him as an independent officer as stipulated by the listed stock exchanges. If his appointment is approved, he will continue to be an independent officer.</p> <p>Although he has worked at the National Police Agency and there are transactions between the police-related agencies and the Company, payments from each agency to the Company for the last three (3)g fiscal years accounted for not more than 1% of the Company’s annual consolidated net sales.</p>
No. of Candidate	2 New
Name (Date of Birth)	Osamu Kawanobe (June 6, 1954)
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1979 Entered Japanese National Railways</p> <p>April 1987 Entered the Company</p> <p>July 2005 General Manager of Corporate Communications Department</p> <p>June 2008 Director and General Manager of Transport & Rolling Stock Department, Railway Operations Headquarters</p> <p>June 2010 Director and General Manager of Administration Department</p> <p>June 2012 Executive Director and Deputy Director General of Railway Operations Headquarters</p> <p>June 2014 Executive Director and Director General of Railway Operations Headquarters</p> <p>June 2016 Executive Vice President and Representative Director and Director General of Railway Operations Headquarters</p> <p>June 2019 President and Representative Director of JR East Mechatronics Co., Ltd.</p> <p>June 2024 Advisor (current position)</p>

	Important concurrent positions: Advisor of JR East Mechatronics Co., Ltd. Outside Director of Tohoku Electric Power Co., Inc.	
Number of Company Shares owned by Candidate	14,900 shares	
Reason for Selection as Director Candidate Who Is an Audit and Supervisory Committee Member	Mr. Osamu Kawanobe has served in various key positions, including Executive Vice President and Representative Director of the Company, important posts in the Company's railway business division, and President and Representative Director of JR East Mechatronics Co., Ltd. As well as having particularly deep insights into the fields of safety and technology within the railway business, he is highly acquainted with all aspects of the business of the Company and is equipped with the judgment and insight required for auditing and supervising the execution of business operations, and for leading management in other ways. As such, we believe that he is qualified for the position of director as a member of the Audit and Supervisory Committee.	
No. of Candidate	3	<div>Reappointment</div> <div>Independent</div> <div>Outside</div>
Name (Date of Birth)	Kimitaka Mori (June 30, 1957)	
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1980 Entered Shinwa Audit Corporation (now KPMG AZSA LLC)</p> <p>June 2000 Representative Partner of Asahi & Co. (now KPMG AZSA LLC)</p> <p>June 2004 Head of Financial Service, AZSA & Co. (now KPMG AZSA LLC)</p> <p>June 2006 Director of Head Office</p> <p>July 2011 KPMG AZSA LLC Chairman of KPMG Financial Service Japan</p> <p>June 2013 Retired KPMG AZSA LLC</p> <p>July 2013 Chairman of the Japanese Institute of Certified Public Accountants</p> <p>July 2013 Established Mori Certified Public Accountant Office Head of the Office (current position)</p> <p>June 2017 Corporate Auditor of the Company</p> <p>June 2023 Director and Audit and Supervisory Committee Member (current</p>	

	position)	
	Important concurrent positions:	
	Certified Public Accountant	
	Outside Corporate Auditor of Mitsui & Co.	
	Outside Director of Sumitomo Life Insurance Company	
Number of Company Shares owned by Candidate	6,800 shares	
Attendance at Board of Directors meetings	100% (17/17)	
Attendance at Audit and Supervisory Committee meetings	100% (17/17)	
Tenure of Outside Director	2 years	
Reason for Selection as Outside Director Candidate Who Is an Audit and Supervisory Committee Member and Expected Roles	<p>Mr. Kimitaka Mori has been engaged in corporate audits as a certified public accountant for many years, equipped with the judgment and insight required for auditing the execution of business operations from a professional standpoint regarding corporate finance and accounting. We believe that he is qualified for the position of director as a member of the Audit and Supervisory Committee based on his experience as an outside Corporate Auditor and Director and Audit and Supervisory Committee Member of the Company, where he worked to strengthen governance by supervising the overall execution of business operations. If he is elected, he will continue to utilize his abundant insight and knowledge gained thus far as well as his auditing experience at the Company to carry out audits and supervision of the overall execution of business operations as Audit and Supervisory Committee Member.</p> <p>Although he has not engaged in the company management, we believe that he can perform duties as an outside Director who is an Audit and Supervisory Committee Member based on the above stated reason.</p>	
Matters Concerning Independence	<p>Mr. Kimitaka Mori satisfies the “Criteria for Independence of Outside Officers” established by the Company, and the Company has designated him as an independent officer as stipulated by the listed stock exchanges. If his appointment is approved, he will continue to be an independent officer.</p> <p>Although he has worked at KPMG AZSA LLC, the Company’s external accounting auditor, the total amount of remuneration paid by the Company to this audit firm for audit certification services and non-audit services for the last three (3) fiscal years was not more than 1% of the firm’s total annual revenue.</p>	
No. of Candidate	4	<div>Reappointment</div> <div>Independent</div>

Outside

Name (Date of Birth)	Hiroshi Koike (July 3, 1951)
Brief Personal History, Positions and Responsibilities, and Important Concurrent Positions	<p>April 1977 Assistant Judge of the Osaka District Court</p> <p>August 2004 Judge of the Tokyo District Court (Presiding Judge)</p> <p>January 2006 Director General of Financial Bureau, General Secretariat of the Supreme Court</p> <p>July 2010 Chief Judge of the Mito District Court</p> <p>March 2012 Judge of the Tokyo High Court (Presiding Judge)</p> <p>July 2013 Chief Judge of the Tokyo District Court</p> <p>April 2014 President of the Tokyo High Court</p> <p>April 2015 Justice of the Supreme Court</p> <p>July 2021 Retired the Supreme Court</p> <p>June 2022 Corporate Auditor of the Company</p> <p>June 2023 Director and Audit and Supervisory Committee Member (current position)</p>
Number of Company Shares owned by Candidate	1,100 shares
Attendance at Board of Directors meetings	100% (17/17)
Attendance at Audit and Supervisory Committee meetings	100% (17/17)
Tenure of Outside Director	2 years
Reason for Selection as Outside Director Candidate Who Is an Audit and Supervisory Committee Member and Expected Roles	<p>Mr. Hiroshi Koike has extensive experience and achievements in the legal profession, including in public administration, equipped with the judgment and insight required for auditing the execution of business operations. We believe that he is qualified for the position of director as a member of the Audit and Supervisory Committee based on his experience as an outside Corporate Auditor and Director and Audit and Supervisory Committee Member of the Company, where he worked to strengthen governance by supervising the overall execution of business operations. If he is elected, he will continue to utilize his abundant insight and knowledge gained thus far as well as his auditing experience at the Company to carry out audits and</p>

Matters Concerning Independence	<p>supervision of the overall execution of business operations as Audit and Supervisory Committee Member.</p> <p>Although he has not engaged in the company management, we believe that he can perform duties as an outside Director who is an Audit and Supervisory Committee Member based on the above stated reason.</p> <p>Mr. Hiroshi Koike satisfies the “Criteria for Independence of Outside Officers” established by the Company, and the Company has designated him as an independent officer as stipulated by the listed stock exchanges. If his appointment is approved, he will continue to be an independent officer.</p> <p>He has worked at courts with which the Company has no relationship that needs to be disclosed for the last three (3) fiscal years.</p>
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- Notes:
1. There is no special interest between the Company and these candidates.
 2. The Company has executed agreements with three (3) candidates, Mr. Takashi Kinoshita, Mr. Kimitaka Mori, and Mr. Hiroshi Koike, to limit their liability as provided in Article 423, Paragraph 1 of the Companies Act. The liability limit under such agreement shall be the amount stipulated by law or regulation. If the election of each candidate is approved, the Company intends to continue such agreement with each one of them. If Mr. Osamu Kawanobe is elected, the Company intends to execute such agreement with him.
 3. The Company has executed a directors and officers liability insurance agreement with an insurance company in accordance with Article 430-3, Paragraph 1 of the Companies Act. The insurance agreement covers the legal costs and damages incurred by the insured, including the Company’s Directors, due to third-party lawsuits and shareholder derivative lawsuits; excluding in the event the Company pursues liability for damages against the insured. The insurance premiums are fully borne by the Company and the agreement is renewed annually. If each candidate is elected as Director, he will be the insured under this insurance agreement.

(Reference)

Composition of the Board of Directors after this General Meeting of Shareholders (tentative) and areas especially expected (major skills)

“Areas especially expected” based on the skills, expertise, and experience of each Director (top row) and focus points in those areas (bottom row) are as follows.

Name	Realization of sustainable growth	Provision of safe and secure social infrastructure	Realization of a vibrant society	Resolution of social issues through business, such as contributing to a prosperous global environment	Creation of new services and social implementation through technological innovation	Realization of DE&I so that all Group employees can actively participate	Improvement of management reliability	Establishment and promotion of a global business model
	Company management, business strategy, and finance	Safety and security	Regional revitalization and lifestyle solutions	ESG	Technology innovation and DX (digital transformation)	Engagement	Legal and compliance	Global
Yuji Fukasawa (Chairman and Director)	●			●				
Yoichi Kise (President and Representative Director)	●	●	●	●		●	●	
Chiharu Watari (Executive Vice President and Representative Director)	●	●				●		
Atsuko Itoh (Executive Vice President and Representative Director)	●			●				●
Hirohiko Ikeda (Executive Vice President and Representative Director)	●	●			●			
Harumi Nakagawa (Executive Director)	●		●			●		
Hideji Uchida (Executive Director)	●	●			●			
Hiroko Kawamoto (Outside Director)	●			●		●		

Name	Realization of sustainable growth	Provision of safe and secure social infrastructure	Realization of a vibrant society	Resolution of social issues through business, such as contributing to a prosperous global environment	Creation of new services and social implementation through technological innovation	Realization of DE&I so that all Group employees can actively participate	Improvement of management reliability	Establishment and promotion of a global business model
	Company management, business strategy, and finance	Safety and security	Regional revitalization and lifestyle solutions	ESG	Technology innovation and DX (digital transformation)	Engagement	Legal and compliance	Global
Toshio Iwamoto (Outside Director)	●				●			●
Yumiko Noda (Outside Director)	●			●				●
Hiroshi Ohashi (Outside Director)	●		●	●				
Takashi Kinoshita (Director and Full-time Audit and Supervisory Committee Member/Outside)	●			●			●	
Osamu Kawanobe (Director and Full-time Audit and Supervisory Committee Member)	●	●			●			
Kimitaka Mori (Director and Audit and Supervisory Committee Member/Outside)	●			●			●	
Hiroshi Koike (Director and Audit and Supervisory Committee Member/Outside)	●			●			●	
Tomoko Amaya (Director and Audit and Supervisory Committee Member/Outside)	●			●				●

Note: The above table does not represent all expertise and experience of each Director candidate.

(Reference)

Basic Corporate Governance Philosophy

The Company pursues the achievement of ultimate safety to enhance reliability for customers and the certain of enriched lives for people as its business. To that end, it works to make transparent, fair, firm, and timely decisions. At the same time, the Company strives for genuine collaboration with its stakeholders, including shareholders, customers, local communities, business partners, creditors, and employees who work for the Group, and it aims to achieve sustainable business growth and improve its medium- to long-term corporate value.

The Company, by the resolution of the Board of Directors, establishes “East Japan Railway Company Corporate Governance Guidelines,” which present its basic approach and concrete activities for corporate governance, and publishes them on its corporate website (<https://www.jreast.co.jp/multi/en/company/governance/>). Policies and procedures in the appointment of candidates for directors and the standard of independence for outside directors are also set out in the above-mentioned guidelines.

The Outline of Corporate Governance System (As of April 2025)

