

(Translation)

November 5, 2024

To whom it may concern:

Company Name: East Japan Railway Company  
Representative: Yoichi Kise  
President and CEO  
Securities Code: 9020  
Tokyo Stock Exchange (Prime Market)  
Contact Person: Satoshi Shiohara  
General Manager,  
Corporate Communications Department

Announcement Regarding Business Succession through Company Split (Simplified Absorption-Type Split)

East Japan Railway Company (the “Company”) determined today to enter into an absorption-type company split agreement with a scheduled effective date of January 1, 2025, by the decision of the Director pursuant to the delegation from the Board of Directors, regarding the transfer of the rights and obligations relating to the business of development and leasing of company-owned land for the purpose of liquidation of real estate and reinvestment of funds obtained by liquidation (rotation) to JR East Real Estate Co., Ltd. (the “Company Split”).

As the Company Split is a simplified company split in which a wholly-owned subsidiary is the successor company, certain disclosure items and details have been omitted.

Details

I. Purpose of the Company Split

On July 1, 2024, the Company established JR East Real Estate Co., Ltd. to expand the scope of its real estate business and accelerate its rotational business model by developing land owned by JR East Group companies and acquiring and developing external properties, as the “engine of growth” of JR East Group.

The purpose of the Company Split is to further accelerate the growth of the Group by strengthening and expanding the liquidation of real estate to obtain funds for growth investment by transferring the business of development and leasing of company-owned land to JR East Real Estate Co., Ltd.

II. Summary of the Company Split

1. Schedule of the Company Split

|  |                             |
|--|-----------------------------|
| Date of approval of absorption-type company split agreement  | November 5, 2024            |
| Date of execution of absorption-type company split agreement | November 5, 2024            |
| Effective date of absorption-type company split agreement    | January 1, 2025 (scheduled) |

\* Since the Company Split falls under the category of simplified absorption-type company split pursuant to the provisions of Article 784, Paragraph 2 of the Companies Act, the Company will implement the Company Split without obtaining approval of a general meeting of shareholders.

## 2. Method of the Company Split

The Company Split is a simple absorption-type company split pursuant to which the Company is the splitting company and JR East Real Estate Co., Ltd. is the successor company.

## 3. Allotment of Shares in the Company Split

As the Company Split is executed between the Company and its wholly-owned subsidiary, it will be split without consideration, and no allotment of shares, money or other assets will be issued by the successor company.

## 4. Treatment of Stock Acquisition Rights and Bonds with Stock Acquisition Rights in connection with the Company Split

The Company has not issued stock acquisition rights or bonds with stock acquisition rights.

## 5. Share Capital Increased or Decreased by the Company Split

There is no change in the Company's share capital due to the Company Split.

## 6. Rights and Obligations to be Succeeded by the Successor Company

The successor company shall succeed assets, liabilities, contractual status, and other rights and obligations relating to the Company Split, which are set forth in the absorption-type company split agreement.

## 7. Prospects of Fulfilment of Debt Obligations

In relation to the Company Split, the Company has determined that there is no problem in the prospect of fulfilment of assumed debt obligations of the Company and the successor company.

## III. Overview of the Parties to the Company Split

|   | Splitting Company  | Successor Company                                       |
|---|--|---|
| (1) Name                                      | East Japan Railway Company   | JR East Real Estate Co., Ltd.                           |
| (2) Location                                  | 2-2, Yoyogi 2-chome, Shibuya-ku, Tokyo   | 1-6, Shinjuku 4-chome, Shinjuku-ku, Tokyo               |
| (3) Name and Title of Representative          | Yoichi Kise<br>President and CEO   | Masashi Tasaki<br>President and Representative Director |
| (4) Description of business                   | Passenger railway business and other businesses  | Real estate business                                    |
| (5) Amount of share capital                   | 200,000 million yen  | 1,000 million yen                                       |
| (6) Date of incorporation                     | April 1, 1987  | July 1, 2024  |
| (7) Number of issued shares                   | 1,134,412,200 shares   | 40,000 shares   |
| (8) Fiscal year-end                           | March 31   | March 31  |
| (9) Major shareholders and shareholding ratio | The Master Trust Bank of Japan, Ltd.<br>(as Trustee) 14.14%<br>Custody Bank of Japan, Ltd. (as Trustee) 4.22%<br>The JR East Group Employees Shareholding Association 4.01%<br>Mizuho Bank, Ltd. 3.44%<br>Nippon Life Insurance Company 2.12%<br>STATE STREET BANK WEST CLIENT – TREATY 505234 1.92% | East Japan Railway Company 100%                         |

|   |  |  |
|---|--|--|
|   | MUFG Bank, Ltd. 1.70%                            |  |
|   | Sumitomo Mitsui Banking Corporation 1.63%        |  |
|   | STATE STREET BANK AND TRUST COMPANY 505001 1.48% |  |
|   | JP MORGAN CHASE BANK 385781 1.35%                |  |
| (10) Financial position and operating results of the last fiscal year |  |  |
| Fiscal year   | East Japan Railway Company (consolidated)        | JR East Real Estate Co., Ltd. (non-consolidated) |
|   | Fiscal year ended March 31, 2024                 |  |
| Net assets  | 2,739,232 million yen                            |  |
| Total assets  | 9,771,479 million yen                            |  |
| Net assets per share  | 2,402.34 yen                                     |  |
| Operating revenues  | 2,730,118 million yen                            |  |
| Operating income  | 345,161 million yen                              |  |
| Ordinary income   | 296,631 million yen                              |  |
| Profit attributable to owners of the parent                           | 196,449 million yen                              |  |
| Earnings per share  | 173.82 yen                                       |  |

\*The Company conducted a 3 for 1 stock split for its common shares on April 1, 2024. Net assets per share and earnings per share were calculated as though the stock split had been conducted at the beginning of the previous fiscal year.

#### IV. Overview of the Business to be Split

##### 1. Description of Business to be Split or Succeeded

Development and leasing of company-owned land for the purpose of liquidation of real estate and reinvestment of funds obtained by liquidation (rotation)

##### 2. Results of the Business to be Split or Succeeded (fiscal year ended March 31, 2024)

Operating revenues: 611 million yen

##### 3. Items and Book Values of Assets and Liabilities to be Split or Succeeded (as of March 31, 2024)

| Assets         |                    | Liabilities           |                |
|----------------|--------------------|-----------------------|----------------|
| Item           | Book value         | Item                  | Book value     |
| Current assets | 13,319 million yen | Current liabilities   | 0 million yen  |
| Fixed assets   | 25,517 million yen | Long-Term liabilities | 99 million yen |
| Total          | 38,837 million yen | Total                 | 99 million yen |

\*The actual amounts of assets and liabilities to be split will reflect increases/decreases from the above amounts up to the effective date.

#### V. Status after the Company Split

There will be no changes to the company name, description of business, location of head office, representative, amount of share capital or fiscal year-end of the Company due to the Company Split.

#### VI. Future Outlook

The Company does not expect the Company Split to have a material impact to the consolidated financial results of the Company.