

[TRANSLATION]

**【Cover】**

<b>【Filing Document】</b>	Extraordinary Report
<b>【Filed With】</b>	Director-General of the Kanto Local Finance Bureau
<b>【Filing Date】</b>	June 25, 2019
<b>【Corporate Name】</b>	Central Japan Railway Company
<b>【Name and Title of Representative】</b>	Shin Kaneko President and Representative Director
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<b>【Name of Contact Person】</b>	Shinya Iwasaki Manager of the Stock Section, Administration Department
<b>【Place(s) at Which Copies of this Extraordinary Report are Available for Public Inspection】</b>	Conventional Lines Operations Division, Central Japan Railway Company <sup>(Note)</sup> (3-4, Meieki 1-chome, Nakamura-ku, Nagoya)  Shizuoka Branch Office, Conventional Lines Operations Division, Central Japan Railway Company (4, Kurogane-cho, Aoi-ku, Shizuoka)  Shinkansen Operations Division, Central Japan Railway Company (9-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo)

Kansai Branch Office, Shinkansen Operations  
Division, Central Japan Railway Company  
(1-1, Miyahara 1-chome, Yodogawa-ku, Osaka)

Nagoya Stock Exchange, Inc.  
(8-20, Sakae 3-chome, Naka-ku, Nagoya)

Tokyo Stock Exchange, Inc.  
(2-1, Nihonbashi Kabutocho, Chuo-ku, Tokyo)

(Note) The Conventional Lines Operations Division is not a place for public inspection specified by law; however, it is provided as a place for public inspection for the convenience of investors.

1. 【Reasons for Filing】

The following matters were resolved at the 32nd ordinary general meeting of shareholders of Central Japan Railway Company (the “Company”), held on June 21, 2019. The Company accordingly files this extraordinary report under Article 24-5, Paragraph (4) of the Financial Instruments and Exchange Act, and under Article 19, Paragraph (2), Item (ix)-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs.

2. 【Contents of this Report】

(1) Date on which the 32nd ordinary general meeting of shareholders was held:

June 21, 2019

(2) Contents of the resolved matters:

Proposal 1: Appropriation of retained earnings

(i) Matters concerning year-end dividends:

Seventy five (75) yen per common share of the Company

(ii) Other matters concerning the appropriation of retained earnings:

▪ Line item relating to retained earnings showing an increase and the amount thereof

General reserve: 380,000,000,000 yen

▪ Line item relating to retained earnings showing a decrease and the amount thereof

Retained earnings carried forward: 380,000,000,000 yen

Proposal 2: Election of one (1) Director

Shunsuke Niwa was elected as Director.

Proposal 3: Election of five (5) Audit and Supervisory Board Members

Hidenori Fujii, Hajime Ishizu, Fumio Yamashita, Shigeo Kifuji and Kunihiro Nasu were elected as Audit and Supervisory Board Members.

- (3) Number of votes, indicating approval, disapproval, and abstention regarding the resolved matters, requirements for the resolved matters to be adopted, and results of voting:

Resolved Matter	Approval (number of votes)	Disapproval (number of votes)	Abstention (number of votes)	Approval Rate (%)	Result of Voting
Proposal 1	1,754,966	11,278	1,193	98.73	Adopted
Proposal 2 Shunsuke Niwa	1,620,576	142,204	4,641	91.17	Adopted
Proposal 3					
Hidenori Fujii	1,739,590	26,640	1,193	97.87	Adopted
Hajime Ishizu	1,604,762	161,462	1,193	90.28	Adopted
Fumio Yamashita	1,765,287	958	1,193	99.31	Adopted
Shigeo Kifuji	1,679,407	86,837	1,193	94.48	Adopted
Kunihiro Nasu	1,764,912	1,333	1,193	99.29	Adopted

(Note) The requirements for the proposals to be resolved were as follows:

1. For proposal 1, a majority of votes indicating the approval of the shareholders who attended the meeting was required.
2. For proposals 2 and 3, a majority of votes indicating the approval of the shareholders who attended the meeting with the attendance of shareholders representing 1/3 or more of all voting rights that can be exercised were required.

- (4) Reason for not adding some of the votes of shareholders who attended the ordinary general meeting of shareholders to the final number of votes:

The votes of shareholders who attended the general meeting of shareholders on the meeting date, but have not been confirmed as to whether they indicated approval, disapproval or abstention, were not added to the final count because the requirements for the proposals to be resolved were already met by adding the votes from the exercise of voting rights as of the day before the general meeting of shareholders was held to the votes of shareholders who attended the general meeting of shareholders, which were confirmed as approvals or disapprovals, and the proposals were duly adopted in accordance with the Companies Act.

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