

[TRANSLATION]

【Cover】

【Filing Document】	Extraordinary Report
【Filed With】	Director-General of the Kanto Local Finance Bureau
【Filing Date】	June 27, 2022
【Corporate Name】	Central Japan Railway Company
【Name and Title of Representative】	Shin Kaneko President and Representative Director
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【Telephone Number】	+81-52-564-2620
【Name of Contact Person】	Takahiro Nojima Manager of the Stock Section, Administration Department
【Place(s) at Which Copies of this Extraordinary Report are Available for Public Inspection】	Conventional Lines Operations Division, Central Japan Railway Company ^(Note) (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 35th ordinary general meeting of shareholders of Central Japan Railway Company (the “Company”), held on June 23, 2022. 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 35th ordinary general meeting of shareholders was held:

June 23, 2022

(2) Contents of the resolved matters:

Proposal 1: Appropriation of retained earnings

Matters concerning year-end dividends:

Sixty five (65) yen per common share of the Company

Proposal 2: Partial amendment to the Articles of Incorporation

(1) In order to establish a management system that can respond to future changes in the managerial environment, clarify the management responsibilities and further strengthen the corporate governance and others, the term of office of directors shall be shortened from two (2) years to one (1) year.

(2) Necessary amendments shall be made in order to allow the Company to make payment of dividends from surplus and/or others by a resolution of the Board of Directors as the term of office of directors is shortened.

(3) The 2019 amendment to the Companies Act allows companies to electronically provide reference documents, etc. for general meetings of shareholders. In addition, in accordance with such amendment, companies issuing book-entry transfer shares are obligated to stipulate in their articles of incorporation that they will take measures for electronic provision of information that constitutes the content of reference documents, etc. for general meetings of shareholders. Accordingly, as well as necessary amendments, provisions to determine the scope of items to be stated in the documents to be delivered to shareholders who requested the physical delivery thereof and supplementary provisions concerning the effective date shall be established.

(4) In addition to the above, the numbers of clauses associated with each of the changes above, including the number of clauses of the Companies Act cited in Article 31 of the current Articles of Incorporation, will be revised.

Proposal 3: Election of twelve (12) Directors

Koei Tsuge, Shin Kaneko, Shunsuke Niwa, Akihiko Nakamura, Mamoru Uno, Mamoru Tanaka, Atsuhito Mori, Torkel Patterson, Haruo Kasama, Taku Oshima, Tsuyoshi Nagano and Hiroko Kiba were elected as Directors.

Proposal 4: Revision of the amount of Outside Director's remuneration

The amount of Outside Directors' remuneration shall be revised to no more than 100 million yen per year.

- (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	1,734,166	5,564	610	98.75	Adopted
Proposal 2	1,484,639	254,428	1,260	84.54	Adopted
Proposal 3					
Koei Tsuge	1,671,350	68,199	795	95.18	Adopted
Shin Kaneko	1,698,915	40,681	751	96.75	Adopted
Shunsuke Niwa	1,718,672	20,400	1,278	97.87	Adopted
Akihiko Nakamura	1,718,644	20,428	1,278	97.87	Adopted
Mamoru Uno	1,718,256	20,816	1,278	97.85	Adopted
Mamoru Tanaka	1,718,605	20,467	1,278	97.87	Adopted
Atsuhito Mori	1,718,648	20,424	1,278	97.87	Adopted
Torkel Patterson	1,722,748	16,324	1,278	98.10	Adopted
Haruo Kasama	1,735,254	4,488	610	98.81	Adopted
Taku Oshima	1,637,408	102,329	610	93.24	Adopted
Tsuyoshi Nagano	1,685,244	53,823	1,278	95.97	Adopted
Hiroko Kiba	1,737,326	2,417	610	98.93	Adopted
Proposal 4	1,735,355	4,270	717	98.82	Adopted

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

- For proposal 1, a majority of votes indicating the approval of the shareholders who attended the meeting was required.
 - For proposal 2, 2/3 or more 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.
 - For proposal 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.
 - For proposal 4, a majority of votes indicating the approval of the shareholders who attended the meeting was 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.