

**(Translation)**

## **NOTICE OF THE 37TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

To Our Shareholders:

We should like to extend our heartfelt gratitude for your continued understanding of business operations of JR-West Group (the “Group”).

The Group very seriously takes its responsibility for the train accident on the Fukuchiyama Line it caused on April 25, 2005, and has worked towards the safety of railway operations, its core business, as the highest priority issue.

In FY2024.3, we reexamined the *raison d'être* of our group in future society and set out “Our Purpose” as the way we want to be and formulated the “JR West Group Long-Term Vision 2032, Medium-Term Management Plan 2025” and the “JR West Group Railway Safety Think-and-Act Plan 2027” to realize this Purpose, as well as working on the initiatives for them.

Regarding our business performance, we were able to achieve increases in both sales and profits for the second consecutive fiscal year, thanks to our efforts to capture demand by seizing opportunities such as booming tourism and inbound tourism, as well as structural reforms in each business field.

On March 16, 2024, the Hokuriku Shinkansen line between Kanazawa and Tsuruga opened thanks to the efforts of all concerned. We hope that the opening of the new line will bring the Hokuriku region closer to the Tokyo metropolitan area and the Kansai region, stimulating tourism, business and other economic activities. We will also work together with the local community to accelerate the recovery and reconstruction of the areas affected by the 2024 Noto Peninsula Earthquake.

In FY2025.3, we will continue to work towards safety improvement as our foundation, with a strong awareness of meeting the wishes and expectations of our customers.

Meanwhile, the business environment is undergoing significant changes, including the emergence of labor shortages and the arrival of a society with inflation in which prices, wages, and interest rates continue to rise. Amid these circumstances, in April of this year, we updated our “Medium-Term Management Plan 2025” in order to resolve various management issues. While our basic strategy will not change, we will further focus on the promotion of measures to accelerate the realization of “Our Purpose,” such as improving safety and sustainable evolution of the railway operations, creating value together across the Group, and enhancing our ability to respond to and create change.

The opening of “JP Tower Osaka” and “INOGATE OSAKA,” which will lead to the creation of a bustling area around Osaka Station, and the preliminary town opening of “Grand Green Osaka” are coming up in FY2025.3, the opening of Hiroshima Station Building and other major projects will be completed and the Osaka-Kansai Expo will also be held in FY2026.3.

The Group will do its utmost to take advantage of these opportunities to evolve the “connections among people, communities, and societies” set forth in “Our Purpose,” to stir the heart and drive the future.

With regard to shareholder return, in light of our performance and our policy of conducting stable shareholder returns over the long-term, we have decided to increase the year-end dividend by ¥22.0 from the recent announcement of ¥62.5 per share to ¥84.5, resulting in an increase in the annual dividend by ¥22.0 from the recent announcement of ¥120.0 to ¥142.0. In addition, we will continue to strive for sustainable enhancement of corporate value and shareholder value by implementing share buybacks of up to ¥50.0 billion in FY2025.3.

We cordially request our shareholders to afford continued long-term support.

Kazuaki Hasegawa  
President and Representative Director

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

(Securities Code: 9021)

Date of sending by postal mail: May 31, 2024

Start of electronic provision measures: May 18, 2024

To the Shareholders:

## NOTICE OF THE 37TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

---

Dear Shareholders:

Notice is hereby given that the 37th Ordinary General Meeting of Shareholders of the Company will be held as described below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the Company's website. Please access the Company's website by using the internet address shown below to review the information.

The Company's website:

<https://www.westjr.co.jp/company/ir/stock/meeting/>

Tokyo Stock Exchange website (TSE Listed Company Information Service):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>

Access the TSE website by using the internet address shown above, enter "West Japan Railway Company" in "Issue name (company name)" or the Company's securities code "9021" 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]."

Since voting rights can be exercised in writing or via the Internet or other methods instead of attending the meeting in person, please review the accompanying "Reference Document for the General Meeting of Shareholders" and exercise your voting rights by June 18 (Tuesday), 2024.

(Please refer to pages 7 to 8 for instructions on how to exercise your voting rights via the Internet or by post).

Yours very truly,

Kazuaki Hasegawa  
President and Representative Director

West Japan Railway Company  
4-24, Shibata 2-chome, Kita-ku, Osaka,  
Japan

## Description

1. Date and hour of the meeting:

June 19 (Wednesday), 2024, at 10:00 a.m.  
(Reception is scheduled to start at 9:00 a.m.)

2. Place of the meeting:

RIHGA Royal Hotel  
3-68, Nakanoshima 5-chome, Kita-ku, Osaka, Japan

3. Matters forming the objects of the meeting:

Matters to be reported:

1. Report on the business report, the consolidated financial statements and the non-consolidated financial statements for the 37th fiscal year (from April 1, 2023 to March 31, 2024)
2. Report on the results of audit of the consolidated financial statements for the 37th fiscal year by the accounting auditors and the Audit and Supervisory Committee

Matters to be resolved:

Proposition No. 1: Appropriation of retained earnings

Proposition No. 2: Election of 11 Directors (excluding Directors who are Audit and Supervisory Committee Members)

Proposition No. 3: Election of four (4) Directors who are Audit and Supervisory Committee Members

4. Other matters determined upon convening the General Meeting of Shareholders:

- (1) Your voting rights can be exercised by proxy, who must be a shareholder (being one person) of the Company entitled to vote at this General Meeting of Shareholders.
- (2) If voting rights are exercised both in writing and via the Internet or other methods, the voting rights exercised via the Internet or other methods shall be treated as effective.
- (3) If voting rights are exercised more than once via the Internet or other methods, only the last vote shall be treated as effective.
- (4) If no indication of approval or disapproval is made for each agenda item on the returned voting form, it will be treated as an indication of approval.

In the event of amendments to the electronic provision measures, the amendments will be posted on the respective aforementioned websites.

- ◆ The revised Companies Act, which came into enforcement on September 1, 2022, introduced an electronic provision system for shareholders meeting documents. Under the Plan, shareholders are in principle able to access and read the documents relating to the General Meeting of Shareholders on the internet website, with the exception that only those shareholders who have made a written request in the prescribed manner by the record date for the General Meeting of Shareholders will be sent the documents in writing.
- ◆ While respecting the purpose of the electronic provision system, the reference documents for the General Meeting of Shareholders, etc. are also sent to shareholders who have not requested a written copy, in order to enhance the information provided to shareholders to help them exercise their voting rights, etc.
- ◆ The content of the written materials provided for the next General Meeting of Shareholders may be subject to change.

### **Information on the exercise of voting rights**

Before exercising your voting rights, please refer to the Reference Document for the General Meeting of Shareholders (on page 9 to page 35).

The following three methods are available for exercising voting rights:

<p>(i) Exercise of voting rights via the Internet</p> <p>Will be acceptable no later than June 18 (Tuesday), 2024</p>	<p>If you exercise your voting rights via the Internet, please refer to the “Information on exercise of voting rights via the Internet” on the next page in advance.</p> <p>If voting rights are exercised both in writing and via the Internet or other methods, the voting rights exercised via the Internet or other methods shall be treated as effective.</p>
<p>(ii) Exercise of voting rights in writing by mail</p> <p>Must reach us no later than June 18 (Tuesday), 2024</p>	<p>Please indicate your votes for or against each proposition in the enclosed voting form and return the form by mail.</p> <p><i>* Considering the circumstances of postal mail service, please do your best to mail your votes by June 14, 2024.</i></p>
<p>(iii) Exercise of voting rights by attending the meeting</p>	<p>Please present the enclosed voting form to a receptionist at the place of the meeting.</p>

### **Platform for electronic exercise of voting rights for institutional investors:**

“ICJ Platform,” a platform for electronic exercise of voting rights for institutional investors operated by ICJ Inc., will be available to institutional investors who have applied for the use of the platform in advance.

## **Information on exercise of voting rights via the Internet**

### **(1) By scanning the QR Code® (“Smart Voting”)**

“Smart Voting” can be made only once.

If you desire to change the votes exercised, please access the website for PCs listed in (2) below and log in with the “code for the exercise of voting rights” and the “password” printed in the enclosed voting form to exercise your votes again.

\* If you scan the QR Code® again, the website for PCs will open.

Gift plan for shareholders who exercise their voting rights via “Smart Voting”

### **(2) By entering the “code for the exercise of voting rights” and the “password”**

Website for the exercise of voting rights (in Japanese): <https://www.web54.net>

## **For the use of the website for the exercise of voting rights:**

1. The “code for the exercise of voting rights” and the “password” are printed in the enclosed voting form.
2. Any exercise of voting rights via the Internet will be acceptable no later than June 18 (Tuesday), 2024, the day immediately preceding the date of this General Meeting of Shareholders. However, for the expedient counting of the voting rights exercised, it would be appreciated if you could exercise your voting rights early.
3. If voting rights are exercised more than once via the Internet, only the last vote shall be treated as effective.
4. Fees payable to Internet service providers and telecommunication carriers in accessing the website for the exercise of voting rights must be borne by the shareholders.

## **For further information on the exercise of voting rights via the Internet:**

If you have any question about the exercise of voting rights via the Internet, please contact:

Sumitomo Mitsui Trust Bank, Limited

Stock Transfer Agency Business Planning Dept.

Web Support Dedicated Phone No: 0120-652-031 (toll-free) (9:00 a.m. to 9:00 p.m.)

Request for forms, etc. and other inquiries: 0120-782-031 (toll-free) (9:00 a.m. to 5:00 p.m. on weekdays)



## **Reference Document for the General Meeting of Shareholders**

### **Propositions and Reference Information**

#### **Proposition No. 1: Appropriation of retained earnings**

In the “JR-West Group Medium-Term Management Plan 2025” announced in April 2023, the Company established a basic policy to provide long-term, stable shareholder returns and to promote the enhancement of sustainable corporate value and shareholder value, and has worked to provide stable dividends with a target payout ratio of 35% or higher and implement a capital policy that takes into account opportunities.

In the “Updating of the JR-West Group Medium-Term Management Plan 2025” announced in April 2024, the basic policy regarding shareholder returns still remains unchanged.

By taking into consideration the business results of the Company for the fiscal year under review, future business outlook and various other factors, the Company proposes to appropriate retained earnings for the fiscal year under review, as set forth below:

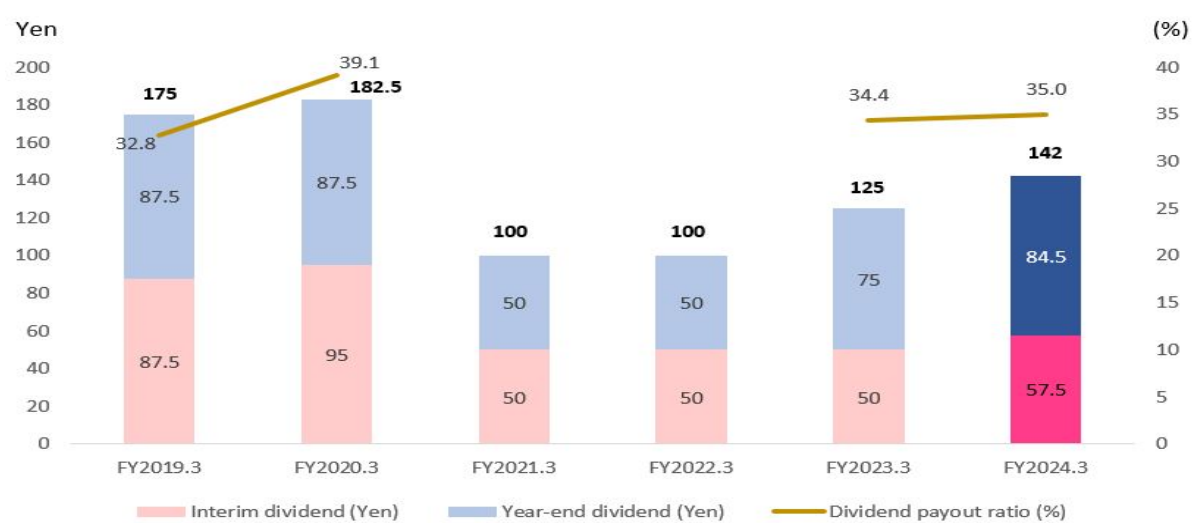
#### **Matters concerning year-end dividends**

With regard to dividends for the fiscal year under review, the Company has intended to pay an annual dividend of ¥142 per share. As an interim dividend of ¥57.50 per share was paid in December 2023, the Company proposes to pay a year-end dividend of ¥84.50 per share.

- 1 Kind of property to be distributed as dividends:  
Cash
- 2 Matter concerning the allocation of the property to be distributed to the shareholders as dividends and the aggregate amount thereof:  
¥84.50 per share of common stock of the Company  
¥20,604,384,937.50 in the aggregate
- 3 Date on which the distribution of retained earnings shall become effective:  
June 20, 2024

Note: The Company conducted a 2-for-1 stock split of shares of common stock on April 1, 2024. Since the record date for the year-end dividend above is March 31, 2024, the dividend will be paid based on the number of shares before the stock split (recorded in the shareholder register as of the end of March 31, 2024).

[Reference] Changes in dividends (Last six fiscal years)



- Notes:
1. The amount for shares before the stock split is shown.
  2. Dividend payout ratios for the fiscal years ended March 31, 2021 and 2022 are not reflected in the graph because of the net loss.

**Proposition No. 2: Election of 11 Directors (excluding Directors who are Audit and Supervisory Committee Members)**

The terms of office of all 13 Directors (Excluding Directors who are members of the Audit Committee. The same applies hereinafter in this proposal) will expire at the conclusion of this Annual General Meeting. Accordingly, the Company proposes the election of eleven (11) Directors.

The candidates for Director have been determined by the Board of Directors upon deliberations at the Personnel and Remuneration Advisory Committee, on which External Directors have the majority, to ensure the objectivity, fairness and reliability of their nomination.

The Audit and Supervisory Committee has examined the criteria and procedures for appointment in relation to this proposal and has expressed its opinion that they are appropriate.

The candidates for Director are as follows:

Candidate No.	Name	Position, assignment, etc. in the Company	Attendance at the meetings of the Board of Directors during the fiscal year under review
1	[Reelection] Kazuaki Hasegawa	President, Representative Director and Executive Officer Chairman of the Board of Directors Senior General Manager, Marketing Headquarters In charge of Marketing Headquarters Member of the Personnel and Remuneration Advisory Committee	15/15 (100%)
2	[Reelection] Yoshinobu Tsutsui Independent officer Candidate for External Director	External Director Chair of the Personnel and Remuneration Advisory Committee	15/15 (100%)
3	[Reelection] Haruko Nozaki Independent officer Candidate for External Director	External Director Member of the Personnel and Remuneration Advisory Committee	15/15 (100%)
4	[Reelection] Kenji Iino Independent officer Candidate for External Director	External Director	15/15 (100%)

Candidate No.	Name	Position, assignment, etc. in the Company	Attendance at the meetings of the Board of Directors during the fiscal year under review
5	[Reelection] Yoshiyuki Miyabe Independent officer Candidate for External Director	External Director	15/15 (100%)
6	[Reelection] Shoji Kurasaka	Vice President, Representative Director and Executive Officer Provides general assistance to President  In charge of Supporting Headquarters for the Victims of the Derailment Accident on the Fukuchiyama Line, Inquiry & Auditing Department, Corporate Strategy Headquarters, Corporate Governance Promotion Headquarters, and Tokyo Headquarters  Member of the Personnel and Remuneration Advisory Committee	15/15 (100%)
7	[Reelection] Eiji Tsubone	Director and Senior Executive Officer  Senior General Manager, Corporate Strategy Headquarters  In charge of Corporate Strategy Headquarters	15/15 (100%)
8	[Reelection] Hideo Okuda	Director and Executive Officer Senior General Manager, Digital Solution Headquarters  In charge of Digital Solution Headquarters	15/15 (100%)
9	[New election] Kouichi Haruna	Senior Managing Executive Officer  Deputy Senior General Manager, Regional Revitalization and Development Headquarters	—
10	[New election] Akira Inoue	President, Representative Director of Nishinihon Electric System Co., Ltd. (scheduled to retire in June 2024)	—
11	[New election] Takeshi Urushihara	Senior Administrative Officer General Manager, Kanazawa Branch	—

[Reference]

Please refer to the Company's website for the Criteria for Independence of External Officers of the Company ('Report on Corporate Governance').

URL: <https://www.westjr.co.jp/company/action/governancepdf/report.pdf>

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
1	Kazuaki Hasegawa (May 1, 1957) [Male]  [Reelection]	Apr. 1981	Joined JNR	15,200 shares
		Feb. 1987	Secretariat Section, President’s Office of JNR	
		Apr. 1987	Secretariat Section, General Affairs Department of the Company	
		June 2000	Deputy General Manager, Marketing Department, Railway Operations Headquarters of the Company	
		Oct. 2001	Manager, Marketing Division, Railway Operations Headquarters of the Company	
		June 2003	Deputy General Manager, Kobe Branch of the Company	
		June 2005	General Manager, Corporate Planning Headquarters of the Company	Attendance at the meetings of the Board of Directors
		June 2006	Deputy Senior General Manager, Corporate Planning Headquarters of the Company	15/15 (100%)
		June 2008	Executive Officer; General Manager, Okayama Branch of the Company	
		June 2012	Director and Senior Executive Officer; Senior General Manager, Kansai Urban Area Regional Head Office of the Company	
		June 2016	Vice President, Representative Director and Executive Officer; Senior General Manager, Business Development Headquarters of the Company	
		Dec. 2019	President, Representative Director and Executive Officer of the Company	
		Nov. 2020	President, Representative Director and Executive Officer; Senior General Manager, Digital Solution Headquarters of the Company	
		June 2022	President, Representative Director and Executive Officer of the Company	
		Jan. 2024	President, Representative Director and Executive Officer; Senior General Manager, Marketing Headquarters of the Company (present post)	
	[Reason for selecting him as a candidate for Director] Mr. Kazuaki Hasegawa has accumulated experience in the divisions involved in the life design sector, marketing division and administration of branch offices as well as the planning and general affairs divisions of the Company, among others. He is also familiar with organizational administration in the fields and the operations of the Group in general. As President and Representative Director of the Company since December 2019, and assuming the newly established position of Senior General Manager of Marketing Headquarters since January 2024, he has taken the initiative in implementing measures to increase its corporate value and enhance safety. In aiming to further promote the “JR West Group Medium-Term Management Plan 2025” and the “JR West Group Railway Safety Think-and-Act Plan 2027,” we believe that his objective judgement, foresight and ability to realize the goals are suitable for the management of the Company and that he is suitable for the position of Director of the Company.			

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
2	Yoshinobu Tsutsui (January 30, 1954) [Male]  [Reelection]  Independent officer  Candidate for External Director	Apr. 1977	Joined Nippon Life Insurance Company	0 shares
		July 2004	Director, Nippon Life Insurance Company	
		Jan. 2007	Director and Executive Officer, Nippon Life Insurance Company	
		Mar. 2007	Director and Senior Executive Officer, Nippon Life Insurance Company	
		Mar. 2009	Director and Senior Managing Executive Officer, Nippon Life Insurance Company	
		Mar. 2010	Representative Director and Senior Managing Executive Officer, Nippon Life Insurance Company	Attendance at the meetings of the Board of Directors
		Apr. 2011	President and Representative Director, Nippon Life Insurance Company	15/15 (100%)
		June 2015	Audit & Supervisory Board Member of the Company (retired in June 2020)	
		Apr. 2018	Chairman of the Board and Representative Director, Nippon Life Insurance Company (present post)	
		June 2020	Director of the Company (present post)	
<Important concurrent offices> <ul style="list-style-type: none"><li>• Chairman of the Board and Representative Director, Nippon Life Insurance Company</li><li>• Outside Director, Imperial Hotel Ltd.</li><li>• Outside Director, Panasonic Holdings Corporation (scheduled to retire in June 2024)</li><li>• Outside Director, Sumitomo Mitsui Financial Group, Inc.</li><li>• Vice-President, the Japan Business Federation</li><li>• President, Green Transformation Promotion Organization (GX Promotion Organization)</li></ul>				
[Reason for selecting him as a candidate for External Director and overview of the role expected] Mr. Yoshinobu Tsutsui has served Nippon Life Insurance Company successively as Representative Director and Senior Managing Executive Officer, President and Representative Director, and Chairman of the Board and Representative Director. The Company believes that, based on his expert knowledge and deep insight as a corporate executive, as well as his experience strengthening the Company’s governance as an External Audit & Supervisory Board Member, he will provide advice on the management of the Company from an independent point of view. To date, he has provided such advice to the Company and the Company believes that he is qualified as an External Director.				

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
3	Haruko Nozaki (June 19, 1955) [Female]  [Reelection]  Independent officer  Candidate for External Director	Apr. 1978	Joined HORIBA Community Corporation	1,500 shares
		Mar. 1980	Joined HORIBA, Ltd.	
		Apr. 2001	General Manager, Personnel and Education Department of HORIBA, Ltd.	
		Jan. 2008	Deputy General Manager in charge of personnel, General Administration Division of HORIBA, Ltd.	
		Apr. 2014	Junior Corporate Officer of HORIBA, Ltd. (retired in March 2022)	Attendance at the meetings of the Board of Directors
		July 2015	Chairman of HORIBA, Ltd. Health Insurance Association (retired in March 2022)	
		June 2020	Director of the Company (present post)	15/15 (100%)
		Sept. 2021	Executive Board Member, Japan Association for the 2025 World Exposition (present post)	
		Apr. 2022	Executive Officer, Kyoto University (present post)	
		June 2022	Outside Director of SEKISUI CHEMICAL CO., LTD. (present post)	
<Important concurrent offices> <ul style="list-style-type: none"><li>Executive Officer, Kyoto University</li><li>Outside Director, SEKISUI CHEMICAL CO., LTD.</li></ul>				
[Reason for selecting her as a candidate for External Director and overview of the role expected] The Company believes that based on her long years of experience in personnel affairs and education at HORIBA, Ltd., as well as abundant experience and knowledge about various issues, including the success of women in the workplace, the promotion of diversity, and the development of the next generation, in addition to extensive experience as Executive Board Member at a public interest corporation and national university corporation Kyoto University, as well as Outside Director of SEKISUI CHEMICAL CO., LTD., Ms. Haruko Nozaki will provide useful advice on management of the Company from an independent point of view. To date, she has provided such advice to the Company and the Company believes that she is qualified as an External Director.				



Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
4	Kenji Iino (January 3, 1955) [Male]  [Reelection]  Independent officer  Candidate for External Director	Apr. 1978	Joined Mitsui Fudosan Co., Ltd.	300 shares
		Apr. 2004	General Manager, Office Building Marketing Department (I), Office Building Division, Mitsui Fudosan Co., Ltd.	
		Apr. 2007	Managing Officer, General Manager, Personnel Department, Mitsui Fudosan Co., Ltd.	
		Apr. 2009	Executive Managing Officer, General Manager, Personnel Department, Mitsui Fudosan Co., Ltd.	
		Apr. 2011	Executive Managing Officer, Mitsui Fudosan Co., Ltd.	
		June 2011	Executive Managing Director, Executive Managing Officer, Mitsui Fudosan Co., Ltd.	Attendance at the meetings of the Board of Directors
		Apr. 2013	Managing Director, Executive Managing Officer, Mitsui Fudosan Co., Ltd.	15/15 (100%)
		Apr. 2016	Managing Director, Mitsui Fudosan Co., Ltd.	
		June 2016	Senior Corporate Auditor, Mitsui Fudosan Co., Ltd.	
		June 2020	Counselor, Mitsui Fudosan Co., Ltd.	
		June 2020	Senior Corporate Auditor, Mitsui Fudosan Realty Co., Ltd.	
		June 2022	Director of the Company (present post)	
[Reason for selecting him as a candidate for External Director and overview of the role expected] Mr. Kenji Iino served as Executive Managing Director and Executive Managing Officer, Managing Director and Executive Managing Officer, and Senior Corporate Auditor at Mitsui Fudosan Co., Ltd. and as Senior Corporate Auditor at Mitsui Fudosan Realty Co., Ltd. from June 2020. The Company believes that he can provide advice on the Company’s management from an independent standpoint based not only on his insight into the real estate business in general, but also on his expertise and high level of insight as a manager. To date, he has provided such advice to the Company and the Company believes that he is qualified as an External Director.				

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
5	Yoshiyuki Miyabe (December 5, 1957) [Male]  [Reelection]  Independent officer  Candidate for External Director	Apr. 1983	Joined Matsushita Electric Industrial Co., Ltd. (current Panasonic Holdings Corporation)	300 shares
		Jan. 2003	General Manager, R&D Planning Office, Matsushita Electric Industrial Co., Ltd.	
		Apr. 2008	Executive Officer, Matsushita Electric Industrial Co., Ltd.	
		Apr. 2011	Managing Executive Officer, Panasonic Corporation	
		June 2011	Managing Director, Panasonic Corporation	
		Apr. 2014	Representative Director and Senior Managing Director, Panasonic Corporation	Attendance at the meetings of the Board of Directors
		June 2017	Senior Managing Executive Officer, CTO, and CMO, Panasonic Corporation	15/15 (100%)
		Apr. 2021	Senior Managing Executive Officer, Representative in Tokyo, Panasonic Corporation	
		Apr. 2022	Executive Vice President, Representative in Tokyo, Panasonic Holdings Corporation	
		June 2022	Director, Executive Vice President, Representative in Tokyo, Panasonic Holdings Corporation (present post)	
		June 2022	Director of the Company (present post)	
		<Important concurrent offices>		
• Director, Executive Vice President, Panasonic Holdings Corporation				
• Representative Director, Kansai Association of Corporate Executives				
[Reason for selecting him as a candidate for External Director and overview of the role expected] Mr. Yoshiyuki Miyabe has served as Managing Director, Representative Director and Senior Managing Director, Senior Managing Executive Officer, Director, Executive Vice President, at the current Panasonic Holdings Corporation, and also assumed the position of Representative Director of Kansai Association of Corporate Executives. The Company believes that he can provide advice on the Company’s management from an independent standpoint based on his expertise and high level of insight as a manager, as well as his insight into advanced technologies that contribute to improving safety, quality, and productivity. To date, he has provided such advice to the Company and the Company believes that he is qualified as an External Director.				

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
6	Shoji Kurasaka (June 7, 1962) [Male]  [Reelection]	Apr. 1985	Joined JNR Personnel Section, General Affairs Department, Osaka Railway Operations Division of JNR	11,800 shares
		Apr. 1987	Personnel Section, Personnel Department of the Company	
		June 2008	General Manager, Personnel Department of the Company	
		June 2009	Executive Officer; General Manager, Personnel Department of the Company	
		June 2012	Executive Officer; Deputy Senior General Manager, Kansai Urban Area Regional Head Office; General Manager, Osaka Branch, Kansai Urban Area Regional Head Office of the Company	
		June 2014	Executive Officer; General Manager, Corporate Communications Department of the Company	
		June 2016	Senior Executive Officer; Senior General Manager, Supporting Headquarters for the Victims of the Derailment Accident on the Fukuchiyama Line of the Company	Attendance at the meetings of the Board of Directors
		June 2018	Director and Senior Executive Officer; Senior General Manager, Supporting Headquarters for the Victims of the Derailment Accident on the Fukuchiyama Line; General Manager, Deliberation Department of the Derailment Accident on the Fukuchiyama Line; General Manager, General Affairs Department of the Company	15/15 (100%)
		June 2019	Director and Senior Managing Executive Officer; General Manager, General Affairs Department of the Company	
		Dec. 2019	Director and Senior Managing Executive Officer; General Manager, General Affairs Department; Senior General Manager, Tokyo Headquarters of the Company	
		June 2020	Director and Senior Managing Executive Officer; Senior General Manager, Corporate Planning Headquarters of the Company	
		June 2021	Vice President, Representative Director and Executive Officer; Senior General Manager, Corporate Planning Headquarters of the Company	
		June 2022	Vice President, Representative Director and Executive Officer of the Company (present post)	

	<p>[Reason for selecting him as a candidate for Director]</p> <p>Mr. Shoji Kurasaka, while mainly active in the planning and general affairs divisions, also has experience in the marketing divisions and branch office organizational management, and has extensive knowledge of the Group's overall operations, including efforts to improve corporate governance and strengthen risk management, and has spearheaded efforts to strengthen the Group management system and reform the business structure. In further promoting the initiatives for the "JR West Group Medium-Term Management Plan 2025" and aiming for the sustainable development of the JR West Group, we believe that his ability to make objective decisions, foresight and feasibility are suitable for the management of the Company and that he is qualified to serve as a Director of the Company.</p>
--	--

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
7	Eiji Tsubone (December 3, 1966) [Male]  [Reelection]	Apr. 1990	Joined the Company	4,500 shares
		June 2003	Sub-leader, Corporate Resource Development Headquarters of the Company	
		July 2005	Manager, Corporate Planning Headquarters of the Company	
		June 2008	Chief Manager, Corporate Planning Headquarters of the Company	
		July 2008	Director of West Japan Railway Daily Service Net Company (retired in June 2011)	
		June 2011	Deputy General Manager, Okayama Branch of the Company	Attendance at the meetings of the Board of Directors
		June 2013	General Manager, Corporate Planning Headquarters of the Company	15/15 (100%)
		June 2016	Executive Officer; General Manager, Railway System Planning Department, Railway Operations Headquarters of the Company	
		June 2020	Executive Officer; Deputy Senior General Manager, Corporate Planning Headquarters; Head, Group Management Strengthening Team, Corporate Planning Headquarters of the Company	
		June 2021	Director and Senior Executive Officer; Deputy Senior General Manager, Corporate Planning Headquarters of the Company	
		June 2022	Director and Senior Executive Officer; Senior General Manager, Corporate Strategy Headquarters of the Company (present post)	
[Reason for selecting him as a candidate for Director] Mr. Eiji Tsubone has accumulated experience in the corporate planning division and divisions involved in the life design sector, among others, as well as experience in the management of a Group company and in the administration of branch offices. Through his involvement, with preparing technology strategies for railway operations in the future, among other projects, he is familiar with the operations of the Group in general and has also demonstrated his ability in formulating “JR West Group Medium-Term Management Plan 2025.” In further promoting the initiatives for the Plan and aiming for the sustainable development of the JR West Group, we believe that his ability to make objective decisions, foresight and feasibility are suitable for the management of the Company and that he is qualified to serve as a Director of the Company.				

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
8	Hideo Okuda (May 7, 1968) [Male]  [Reelection]	Apr. 1992	Joined the Company	3,000 shares
		June 2012	Chief Manager, Planning Section, Kansai Urban Area Regional Head Office of the Company	
		July 2014	Chief Manager, Corporate Planning Headquarters of the Company	
		June 2016	General Manager, Group Management Planning Office, Corporate Planning Headquarters of the Company	
		Dec. 2016	President and Representative Director, JR West Innovations Co., Ltd. (retired in June 2019)	Attendance at the meetings of the Board of Directors
		Feb. 2018	General Manager, Corporate Planning Headquarters of the Company	15/15 (100%)
		Oct. 2019	General Manager, Corporate Planning Headquarters; General Manager, MaaS Promotion Department of the Company	
		Nov. 2020	Executive Officer; Deputy Senior General Manager, Digital Solution Headquarters of the Company	
		June 2021	Administrative Officer; Deputy Senior General Manager, Digital Solution Headquarters of the Company	
		June 2022	Director and Executive Officer; Senior General Manager, Digital Solution Headquarters of the Company (present post)	
<Important concurrent offices> • President and Representative Director, TRAILBLAZER inc.				
[Reason for selecting him as a candidate for Director] Mr. Hideo Okuda has been engaged mainly in the planning division and divisions involved in the life design sector and has experience in management of a Group company and is familiar with the operations of the Company in general, including being engaged in strengthening of the Group management system. Currently, he has been implementing the JR-West Group Digital Strategy, which he helped formulate, and he has taken the initiative in working to create new value through digital technology and to transform operations throughout the Group. In further promoting the initiatives for the “JR West Group Medium-Term Management Plan 2025” and aiming for the sustainable development of the JR West Group, we believe that his objective decision-making ability, foresight and feasibility are suitable for the management of the Company and that he is qualified to serve as a Director of the Company.				

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
9	Kouichi Haruna (September 25, 1963) [Male]  [New election]	Apr. 1989	Joined the Company	6,400 shares
		June 2000	Sub-leader, Development Business Headquarters of the Company	
		June 2002	Sub-leader, Corporate Resource Development Headquarters of the Company	
		July 2004	Manager, Corporate Planning Headquarters of the Company	
		Apr. 2007	Chief Manager, General Affairs Planning Section, Kyoto Branch of the Company	
		July 2008	Chief Manager, Planning Section, Kyoto Branch of the Company	Attendance at the meetings of the Board of Directors
		June 2009	Deputy General Manager, Kyoto Branch of the Company	—
		June 2010	General Manager, Corporate Planning Headquarters of the Company	
		June 2015	Executive Officer; Deputy Senior General Manager, Tokyo Headquarters of the Company	
		June 2017	Executive Officer; Deputy Senior General Manager, Corporate Planning Headquarters of the Company	
		June 2018	Executive Officer; Deputy Senior General Manager, Business Development Headquarters of the Company	
		June 2021	Administrative Officer; Deputy Senior General Manager, Business Development Headquarters of the Company	
		June 2022	Executive Officer; Deputy Senior General Manager, Regional Revitalization and Development Headquarters of the Company	
		June 2023	Senior Managing Executive Officer; Deputy Senior General Manager, Regional Revitalization and Development Headquarters of the Company (present post)	
[Reason for selecting him as a candidate for Director] Mr. Kouichi Haruna has been engaged mainly in the planning division of the Company and city development and also has accumulated experience in the administration of branch offices. He is a person who is well versed in all aspects of the Company’s business, and is currently leading the way in promoting city development in partnership with the local community, aiming for an increase in the corporate value as a company that coexists with local communities. In further promoting the “JR West Group Medium-Term Management Plan 2025” and aiming for the sustainable development of the JR West Group, we believe that his ability to make objective decisions, foresight and feasibility are suitable for the management of the Company and that he is qualified to serve as a Director of the Company.				

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
10	Akira Inoue (February 16, 1965) [Male]  [New election]	Apr. 1989	Joined the Company	800 shares
		June 1999	Section Manager, Kusatsu Electric District, Kyoto Branch of the Company	
		June 2001	Section Manager, Kyoto Electric District, Kyoto Branch of the Company	
		June 2003	Chief Manager, Electrical Engineering Section, Kobe Branch of the Company	
		July 2005	Manager, Electrical Engineering Department, Railway Operations Headquarters of the Company	Attendance at the meetings of the Board of Directors
		Sept. 2005	Chief Manager, Signal Section, Electrical Engineering Department, Railway Operations Headquarters of the Company	
		July 2008	Deputy General Manager, Osaka Electric Construction Office of the Company	—
		June 2010	Deputy General Manager, Yonago Branch of the Company	
		June 2012	Director of Nishinihon Electric System Co., Ltd.	
		June 2013	General Manager, Electrical Engineering Department, Railway Operations Headquarters of the Company	
		June 2014	Deputy General Manager, Osaka Electric Construction Office of the Company	
		June 2015	General Manager, Osaka Electric Construction Office of the Company	
		July 2017	Senior Director of West Japan Electric Technologies Co., Ltd.	
		Dec. 2018	President, Representative Director of Nishinihon Electric System Co., Ltd. (present post) (scheduled to retire in June 2024)	
[Reason for selecting him as a candidate for Director] Mr. Akira Inoue has long been engaged in the technology division and also has accumulated experience in the administration of branch offices and the management of Group companies. He is familiar with the railway operations of the Company in general, and is currently leading the way in ensuring the future safety of our railways and stable transportation, as President of a Group company. In order to further promote the initiatives for “JR West Group Medium-Term Management Plan 2025” and “JR West Group Railway Safety Think-and-Act Plan 2027” and to aim for the sustainable development of the JR West Group, we believe that his ability to make objective decisions, foresight and feasibility are suitable for the management of the Company and that he is suitable for the position of Director of the Company.				



Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office	Number of shares of the Company held by candidate
11	<p>Takeshi Urushihara (December 9, 1969) [Male]</p> <p>[New election]</p>	Apr. 1992	Joined the Company
		June 2003	General Manager, Osaka Nishi Conductor's Office, Osaka Branch of the Company
		June 2006	Section Manager, Osaka Conductor's District, Osaka Branch of the Company
		July 2009	Chief Manager, Transportation Section, Kyoto Branch of the Company
		Dec. 2010	Chief Manager, Crew Section, Kyoto Branch, Kansai Urban Area Regional Head Office of the Company
		July 2011	Chief Manager in charge of Driver Section, Transport Department, Railway Operations Headquarters of the Company
		June 2012	Chief Manager, Driver Section, Transport Department, Railway Operations Headquarters of the Company
		June 2014	Chief Manager, Planning Section, Transport Department, Railway Operations Headquarters of the Company
		June 2016	Deputy General Manager, Osaka Branch, Kansai Urban Area Regional Head Office of the Company
		July 2017	Deputy General Manager, Kansai Urban Area Regional Head Office of the Company
		Feb. 2019	Executive Officer; General Manager, Fukuchiyama Branch of the Company
		June 2021	Administrative Officer; General Manager, Kanazawa Branch of the Company
		June 2023	Senior Administrative Officer; General Manager, Kanazawa Branch of the Company (present post)
		<p>[Reason for selecting him as a candidate for Director]</p> <p>Mr. Takeshi Urushihara has long been engaged mainly in the railway divisions and also has accumulated experience in the administration of branch offices. He is familiar with the railway operations of the Company in general, mainly in the transport division, and has greatly contributed to safe and stable railway transportation. Currently, at the Kanazawa Branch, he has taken the initiative in improving safety and realizing a railway system that operates in partnership with the local community. We believe that his ability to make objective decisions, foresight and feasibility are appropriate for the management of the Company and that he is qualified to serve as a Director of the Company in order to steadily implement the "JR-West Group Railway Safety Think-and-Act Plan 2027," solve the Company's management issues, including the further improvement of safety, and achieve the sustainable development of the JR West Group.</p>	

- (Notes) 1. Candidate Mr. Yoshinobu Tsutsui has held the office of Chairman of the Board and Representative Director of Nippon Life Insurance Company, and candidate Mr. Hideo Okuda has held the office of President and Representative Director of TRAILBLAZER inc. The Company has transaction relations with each company. Each of the other Candidates has no special interest in the Company.
2. Candidates Messrs. Yoshinobu Tsutsui, Kenji Iino, Yoshiyuki Miyabe and Ms. Haruko Nozaki are candidates for external director as provided for in Article 2, paragraph (3), item (vii) of the Regulation for Enforcement of the Companies Act of Japan. Each candidate is currently an External Director of the Company and has been an External Director of the Company for four

years, four years, two years and two years, respectively, at the close of this General Meeting of Shareholders.

3. Candidates Messrs. Yoshinobu Tsutsui, Kenji Iino, Yoshiyuki Miyabe and Ms. Haruko Nozaki have satisfied the “Criteria for Independence of External Officers” of the Company and the requirements for independent officers specified by the Tokyo Stock Exchange, and the Company has registered them as independent officers in accordance with the rules of said Exchange. Candidate Mr. Yoshinobu Tsutsui has held the office of Chairman of the Board and Representative Director of Nippon Life Insurance Company. However, the transaction amount between the insurance company and the Company for the most recent three fiscal years was less than 1% of their respective consolidated operating revenues and the amount of borrowings of the Company from the insurance company was less than 1% of their respective consolidated total assets. Additionally, the insurance company holds shares in the Company but its shareholding ratio for the most recent five fiscal years was less than 2% of the total issued shares of the Company. Therefore, his independence as an External Director has fully been secured. Candidate Ms. Haruko Nozaki is an Executive Officer at Kyoto University (national university corporation Kyoto University) and the university corporation is a recipient of donation from the Company and the Company’s client. The donation amount to and the transaction amount between the university corporation for the most recent three fiscal years are both less than 1% of the total annual income of the university corporation and consolidated operating revenue of the Company. Therefore, the Company has determined that her independence as an External Director is fully ensured.
4. The Company has entered into an agreement with each of the four candidates for External Director Messrs. Yoshinobu Tsutsui, Kenji Iino, Yoshiyuki Miyabe and Ms. Haruko Nozaki to limit their liabilities as provided for in Article 423, paragraph (1) of the Companies Act of Japan, to the amount as provided for in laws and regulations. If the reelection of each of them is approved, the Company will maintain such agreement with each of them.
5. The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act of Japan. This policy covers losses, including compensation for damage, litigation expenses, etc., incurred by insured in the event of a claim for damages arising from the performance of duties carried out by the insured including Directors of the Company. If the proposition is approved, each candidate above will be named as an insured by this insurance policy. In addition, the Company plans to renew the insurance policy with the same terms at the next renewal.
6. While the candidate, Mr. Yoshinobu Tsutsui, was serving as an External Director of Sumitomo Mitsui Financial Group, Inc., the company and its subsidiary, SMBC Nikko Securities Inc., were subject to an administrative disposition under the Financial Instruments and Exchange Act by the Financial Services Agency in October 2022 in connection with a violation of Article 159, Paragraph 3 (Illegal Stabilizing Transactions) of the Financial Instruments and Exchange Act by a former officer or employee of SMBC Nikko Securities Inc. In addition, in February 2023, the Tokyo District Court convicted SMBC Nikko Securities Inc. in connection with this incident, and the decision has been confirmed. Furthermore, in October 2022, SMBC Nikko Securities Inc. received an administrative action under the Financial Instruments and Exchange Law from the Financial Services Agency in relation to a situation where undisclosed information was passed between executives and employees of the company and Sumitomo Mitsui Banking Corporation, which is a subsidiary of Sumitomo Mitsui Financial Group Inc., and Sumitomo Mitsui Financial Group Inc. and Sumitomo Mitsui Banking Corporation received a report collection order under the Financial Instruments and Exchange Law and Banking Law from the Financial Services Agency in relation to the same situation. Although he was not aware of the incident, he has been constantly emphasizing the importance of compliance with laws and regulations, ensuring the appropriateness of operations, and risk management at meetings of the Board of Directors, committees, and other bodies, and he has made recommendations for thorough implementation of such compliance, risk management, and other matters. Even after the incident was discovered, he has been promoting efforts to formulate and implement effective measures to prevent recurrence, to further strengthen the legal compliance and internal control systems of Sumitomo Mitsui Financial Group, and to foster a sound corporate culture, through deliberations at meetings of the Board of Directors, committees, and other bodies.

7. The Company conducted a 2-for-1 stock split of shares of common stock on April 1, 2024. The numbers of shares of the Company stated above as being held by each Director candidate are as of March 31, 2024, before the stock split.

**Proposition No. 3: Election of Four (4) Director who are Audit and Supervisory Committee Members**

The terms of office of all four Directors who are Audit and Supervisory Committee Members 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.

The candidates for Audit and Supervisory Committee Members have been determined by the Board of Directors upon deliberations at the Personnel and Remuneration Advisory Committee, on which External Directors have the majority, to ensure the objectivity, fairness and reliability of their nomination.

The Audit and Supervisory Committee has consented to the submission of this proposal.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows:

Candidate No.	Name	Position and assignment in the Company	Attendance at the meetings of the Board of Directors during the fiscal year under review
1	[Reelection] Maki Ogura Independent officer Candidate for External Director	External Director who is an Audit and Supervisory Committee Member (full-time) Chair of the Audit and Supervisory Committee	15/15 (100%)
2	[Reelection] Makiko Tada	Director who is an Audit and Supervisory Committee Member (full-time)	11/11 (100%)
3	[Reelection] Emiko Hazama Independent officer Candidate for External Director	External Director who is an Audit and Supervisory Committee Member	15/15 (100%)
4	[Reelection] Kenryo Goto Independent officer Candidate for External Director	External Director who is an Audit and Supervisory Committee Member	15/15 (100%)

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
1	Maki Ogura (February 26, 1957) [Male]  [Reelection]  Independent officer  Candidate for External Director	Apr. 1982	Joined JNR	0 shares
		Dec. 1985	Management Planning Office of JNR	
		Apr. 1987	Business Administration Office, Corporate Planning Headquarters of the Company	
		Feb. 1988	Retired from the Company	
		Apr. 1990	Registered as an attorney at law	
		June 2004	Specialist, Judicial System Division, Judicial System Department, Minister’s Secretariat, Ministry of Justice	
		Apr. 2007	Appointed to the office of judge Judge, Osaka High Court	Attendance at the meetings of the Board of Directors
		Apr. 2009	Judge, Osaka District Court	
		Apr. 2011	Judge, Morioka District Court and Morioka Family Court	
		Apr. 2014	Judge, Amagasaki Branch, Kobe District Court and Kobe Family Court	15/15 (100%)
		Apr. 2017	Judge, Osaka High Court	
		Apr. 2019	Judge, Kishiwada Branch, Osaka High Court and Osaka Family Court (retired in June 2020)	
		June 2020	Audit & Supervisory Board Member of the Company	
		June 2022	Director who is an Audit and Supervisory Committee Member of the Company (present post)	
		[Reason for nomination as a candidate for External Director who is an Audit and Supervisory Committee Member and overview of the role expected] Mr. Maki Ogura has had a long career as a judge and accumulated experience and expertise as an attorney at law and in administration of legal affairs, among others. Based on this and his experience in working to strengthen governance as an External Audit & Supervisory Board Member of the Company, it is expected that he will provide advice on the Company’s management from an independent standpoint. In addition, the Company believes that he will continue to make efforts to strengthen governance through auditing, etc., as he has done in the past, and that he is qualified to serve as an External Director who is an Audit and Supervisory Committee Member.		

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
2	Makiko Tada (March 8, 1965) [Female]  [Reelection]	Apr. 1989	Joined the Company	4,100 shares
		Oct. 2001	Manager, IT Promotion Office, Corporate Planning Headquarters of the Company	
		June 2004	Manager, Customer Planning and Promotion Office, Corporate Planning Headquarters of the Company	
		June 2006	Manager, Customer Planning and Promotion Office, Marketing Division, Railway Operations Headquarters of the Company	
		July 2007	Manager, Marketing Division, Railway Operations Headquarters of the Company	
		June 2008	Chief Manager, Marketing Division, Railway Operations Headquarters of the Company	
		July 2009	General Manager, Marketing Division, Railway Operations Headquarters of the Company	Attendance at the meetings of the Board of Directors
		June 2012	General Manager, Customer Satisfaction Department, Marketing Division, Railway Operations Headquarters of the Company	11/11 (100%)
		June 2015	Executive Officer; General Manager, Customer Satisfaction Department, Railway Operations Headquarters of the Company	
		June 2018	Executive Officer; Deputy Senior General Manager, Kansai Urban Area Regional Head Office; General Manager, Kobe Branch, Kansai Urban Area Regional Head Office of the Company	
		June 2021	Administrative Officer; General Manager, Regional Revitalization Division, Corporate Planning Headquarters of the Company	
		June 2022	Administrative Officer; General Manager, Regional Revitalization Division, Regional Revitalization and Development Headquarters of the Company	
		June 2023	Director who is an Audit and Supervisory Committee Member of the Company (present post)	
[Reason for nomination as a candidate for Director who is an Audit and Supervisory Committee Member] In addition to her experience in the Company’s technical department, Ms. Makiko Tada has extensive experience in the marketing division and in the promotion of customer satisfaction, as well as in safety management through the management of branch office organizations, and is well versed in all aspects of the Company’s business, and is currently contributing to the appropriate audits of business operations and the strengthening of governance, as Director who is an Audit and Supervisory Committee Member. In further promoting the initiatives for the “JR West Group Medium-Term Management Plan 2025” and aiming for the sustainable development of the JR West Group, we believe that her objective decision-making ability, foresight and feasibility are suitable for the management of the Company and that she is qualified as Director who is an Audit and Supervisory Committee Member in establishing high-quality governance that lives up to the public trust in the Company.				

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office	Number of shares of the Company held by candidate
3	<b>Emiko Hazama</b> (January 6, 1960) [Female]  [Reelection]  Independent officer  Candidate for External Director	Apr. 1982    Joined Suntory Co., Ltd. Apr. 2002    Manager, Research Institute on Continuity and Change in Life, Suntory Co., Ltd. Mar. 2005    Manager, Next Generation Institute, Suntory Co., Ltd. Apr. 2008    General Manager, Osaka Secretary Office of Suntory Co., Ltd. Apr. 2008    General Manager in charge of Transmission of Information, Osaka Tourism & Convention Association Apr. 2012    Deputy Mayor, Sakai City (retired in June 2019) Apr. 2019    Professor (Visiting Professor), Kinugasa Research Organization, Ritsumeikan University Apr. 2020    Professor, Department of Public Affairs, Osaka University of Commerce (present post) May 2020    Representative Director, Learning and Ecological Activities Foundation for Children (present post) June 2020    Audit & Supervisory Board Member of the Company June 2022    Director who is an Audit and Supervisory Committee Member of the Company (present post)  <Important concurrent offices> • Professor, Department of Public Affairs, Osaka University of Commerce • Representative Director, Learning and Ecological Activities Foundation for Children	1,400 shares          Attendance at the meetings of the Board of Directors          15/15 (100%)
		[Reason for nomination as a candidate for External Director who is an Audit and Supervisory Committee Member and overview of the role expected] Ms. Emiko Hazama has engaged in many years of research on local revitalization and culture and has experience and expertise in administration. Based on this and her experience in working to strengthen governance as an External Audit & Supervisory Board Member of the Company, it is expected that she will provide advice on the Company's management from an independent standpoint. In addition, the Company believes that she will continue to make efforts in auditing the Company, which is engaged in local revitalization and the strengthening of governance, as she has done in the past, and that she is qualified to serve as an External Director who is an Audit and Supervisory Committee Member.	

Candidate No.	Name (Date of birth)	Brief history, position, assignment and important concurrent office		Number of shares of the Company held by candidate
4	Kenryo Goto (February 18, 1958) [Male]  [Reelection]  Independent officer  Candidate for External Director	Sept. 1981	Joined Asahi & Co. (current KPMG AZSA LLC)	300 shares
		Mar. 1984	Registered as Certified Public Accountant (CPA)	
		May 2005	Representative Partner (current partner), KPMG AZSA & Co. (current KPMG AZSA LLC)	
		Aug. 2010	Director; General Manager, Business Department 3, Osaka Office, KPMG AZSA LLC	
		July 2013	Managing Director; General Manager, Business Department 3, Osaka Office, KPMG AZSA LLC	
		July 2015	Managing Director; General Manager, Osaka Office, KPMG AZSA LLC	Attendance at the meetings of the Board of Directors
		June 2020	Retired from KPMG AZSA LLC	
		July 2020	Established Kenryo Goto Certified Public Accountant Office (present post)	15/15 (100%)
		June 2021	Outside Director (Audit and Supervisory Committee Member), Towa Pharmaceutical Co., Ltd. (present post)	
		June 2022	Director who is an Audit and Supervisory Committee Member of the Company (present post)	
Jan. 2024	Outside Corporate Auditor, HI-LEX CORPORATION (present post)			
<Important concurrent offices>				
• Certified Public Accountant, Kenryo Goto Certified Public Accountant Office				
• Outside Director (Audit and Supervisory Committee Member), Towa Pharmaceutical Co., Ltd.				
• Outside Corporate Auditor, HI-LEX CORPORATION				
[Reason for nomination as a candidate for External Director who is an Audit and Supervisory Committee Member and overview of the role expected] Mr. Kenryo Goto has been a certified public accountant for many years and has also served as a representative partner and managing director of an auditing corporation, as well as Outside Director (Audit and Supervisory Committee Member) of Towa Pharmaceutical Co., Ltd. It is expected that he will provide advice on the Company’s management from an independent standpoint based on his expertise and deep insight in finance and accounting as well as his extensive auditing experience. In addition, the Company believes that he will make efforts to strengthen governance through auditing, etc. and that he is qualified to serve as an External Director who is an Audit and Supervisory Committee Member.				

- (Notes) 1. Each of the Candidates has no special interest in the Company.
2. Candidates Messrs. Maki Ogura and Kenryo Goto and Ms. Emiko Hazama are candidates for external director as provided for in Article 2, paragraph (3), item (vii) of the Regulation for Enforcement of the Companies Act of Japan. Each candidate is currently an External Director of the Company and has been an External Director of the Company for two years, at the close of this General Meeting of Shareholders. The terms of office of the candidates, Mr. Maki Ogura and Ms. Emiko Hazama, as External Audit & Supervisory Board Member of the Company are two years for each of them.



3. Candidates Messrs. Maki Ogura and Kenryo Goto and Ms. Emiko Hazama have satisfied the “Criteria for Independence of External Officers” of the Company and the requirements for independent officers specified by the Tokyo Stock Exchange, and the Company has registered them as independent officers in accordance with the rules of said Exchange. Candidate Mr. Maki Ogura was an employee of the Company in the past. However, many years have passed since he ceased to a person who executes business (he retired in February 1988), and the Company has judged that his independence as an External Director has fully been secured.
4. Candidate Mr. Maki Ogura was appointed as an Audit & Supervisory Board Member of West Japan Railway Daily Service Net Company, JR West Real Estate & Development Company, and Nara Hotel Co., Ltd, which are subsidiaries of the Company, in June 2020.
5. Although candidates Messrs. Maki Ogura and Kenryo Goto and Ms. Emiko Hazama have not been engaged in corporate management other than serving as an external officer, as indicated in the above individual “Reason for selecting him/her as a candidate for External Director who is an Audit and Supervisory Committee Member and overview of the role expected,” the Company has judged that they will properly perform the duties of External Directors.
6. The Company has entered into an agreement with candidates for External Director Messrs. Maki Ogura and Kenryo Goto and Ms. Emiko Hazama to limit their liabilities as provided for in Article 423, paragraph (1) of the Companies Act of Japan, to the amount as provided for in laws and regulations. If the reelection of each of them is approved, the Company will maintain such agreement with each of them.
7. The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act of Japan. This policy covers losses, including compensation for damage, litigation expenses, etc., incurred by insured in the event of a claim for damages arising from the performance of duties carried out by the insured including Directors of the Company. If the proposition is approved, each candidate above will be named as an insured by this insurance policy. In addition, the Company plans to renew the insurance policy with the same terms at the next renewal.
8. The Company conducted a 2-for-1 stock split of shares of common stock on April 1, 2024. The numbers of shares of the Company stated above as being held by each of the candidates for Directors who are Audit and Supervisory Committee Members are as of March 31, 2024, before the stock split.

[Reference] Knowledge, experience, ability, etc. possessed by candidates for Directors (including candidates for Directors who are Audit and Supervisory Committee Members) (Skill Matrix)

To realize the five key strategies in the “JR West Group Medium-Term Management Plan 2025”: “Improve safety of railways,” “Revitalize and restructure core businesses (railway business and Group business),” “Further evolve real estate and city development,” “Develop diverse services via digital strategy” and “Create new businesses,” in order for the Board of Directors to make appropriate decisions in a timely manner and to exercise a highly effective monitoring and supervisory function, the skills (knowledge, experience, abilities, etc.) currently considered important for the Board of Directors are defined as (i) corporate management, (ii) governance, (iii) safety and quality, (iv) customer satisfaction and marketing, (v) innovation and global environment, (vi) community and city development and (vii) coexistence with local communities. The Company believes that the components of ESG-related skills are included in each of the seven individual skills, and that all board members should be equipped to exhibit each of these skills.

The table below lists the skills that each Director candidate (including Director candidates who are members of the Audit and Supervisory Committee) currently possesses and is expected to demonstrate in particular with regard to the above seven skills.

Name	Position in the Company (expected)	Skills particularly expected to be displayed (major components stated in the lower column)						
		Corporate management Business strategy Organization development Finance strategy	Governance Legal affairs/risk management Diversity Human rights Human resources cultivation	Safety/Quality Safety-related technologies/Safety management Quality management	Customer satisfaction/ Marketing Customer value creation Expanding businesses in new fields Branding	Innovation/ Global environment DX/ Advanced technology Productivity improvement Realization of a Decarbonized Society Energy savings	Community/ City development Real estate development Enhancing convenience of railway networks Improving appeal of communities/cities	Coexistence with local communities Tourism/ industrial development Local culture development Sustainable transportation systems
Kazuaki Hasegawa	Representative Director (Chairman of the Board)	●		●			●	
Yoshinobu Tsutsui	Director (Independent, External)	●	●		●			
Haruko Nozaki	Director (Independent, External)		●					●
Kenji Iino	Director (Independent, External)	●			●		●	
Yoshiyuki Miyabe	Director (Independent, External)	●		●		●		
Shoji Kurasaka	Representative Director	●	●					●
Kouichi Haruna	Representative Director	●					●	●
Akira Inoue	Representative Director	●		●				
Eiji Tsubone	Director	●			●	●		
Hideo Okuda	Director	●			●	●		
Takeshi Urushihara	Director			●				●
Maki Ogura	Director who is a full-time Audit and Supervisory Committee Member (Independent, External) (Chair of the Audit and Supervisory Committee)		●					
Makiko Tada	Director who is a full-time Audit and Supervisory Committee Member			●	●			●
Emiko Hazama	Director who is an Audit and Supervisory Committee Member (Independent, External)		●					●
Kenryo Goto	Director who is an Audit and Supervisory Committee Member (Independent, External)	●	●					

(Notes) 1. Of skills possessed by each individual, up to three skills that are particularly expected to be displayed in light of the composition of the Board of Directors have the mark “●.”

2. The above table is not an exhaustive list of all the knowledge, experience, ability, etc., the individuals possess.