

(Translation)

May 13, 2019

To whom it may concern:

Company Name: Kyushu Railway Company
Name of Representative: Toshihiko Aoyagi, President and CEO
Securities Code: 9142
Tokyo Stock Exchange (First Section) and Fukuoka Stock Exchange
Inquiries: Public Relations Department
TEL +81-92-474-2541

Notice Regarding Changes in Corporate Officers

Kyushu Railway Company announces that, at a Board of Directors' meeting held on May 13, 2019, it has resolved to propose the following candidates for positions as directors at the 32nd Annual General Meeting of Shareholders to be held on June 21, 2019.

The details of this proposal are as follows.

1. Directors

(1) Candidates for reelection as Directors (excluding directors who are Audit and Supervisory Committee Members)

Koji Karaike	Toshihiko Aoyagi	Hayato Maeda
Ryuji Tanaka	Yoji Furumiya	Koji Toshima
Masayoshi Nuki	Izumi Kuwano	

(2) Candidates for new election as Directors

① Director Candidates (excluding Directors who are Audit and Supervisory Committee Members)

Toshihiro Mori (currently Senior Executive Officer)
Toshihide Ichikawa (currently Advisor, Mitsui Fudosan Co., Ltd.)
Shinji Asatsuma (currently Director, Kansai Paint Co., Ltd.)

(2) Candidates for Positions as Directors Who Are Audit and Supervisory Committee Members

Masaya Hirokawa (currently Director, Managing Executive Officer)

(2) Directors who are scheduled to resign (excluding those who will be appointed as Directors who are Audit and Supervisory Committee Members)

Yasuko Goto (currently Director, Audit and supervisory committee member)

Note: As a result of the above changes in officers, the Company will have 11 directors who are not Audit and Supervisory Committee Members and 4 directors who are Audit and Supervisory Committee Members.

In addition, the proposed candidates for representative directors, which will be approved at the meeting of the Board of Directors to follow the above Annual General Meeting of Shareholders, are as follows.

Individual Proposed as Representative Director and Chairman

Koji Karaike (currently Representative Director and Chairman)

Individual Proposed as Representative Director and President

Toshihiko Aoyagi (currently Representative Director and President)

2. Executive Officers (planned for June 21, 2019)

(1) Reelection as Executive Officer

Koji Karaike	Toshihiko Aoyagi	Hayato Maeda
Ryuji Tanaka	Yoji Furumiya	Toshihiro Mori
Tomiyuki Maekawa	Takuma Matsushita	Hiroyuki Fukunaga
Junya Matsumoto	Yasushi Imahayashi	Koji Higashi
Hiroyuki Fukuzawa	Kazuhiro Oishi	Kimiaki Hyodo
Hisashi Yamane	Yumi Akagi	Keisuke Nishikawa
Masatoshi Iwasaki		

(2) New election as Executive Officer

Michiya Sadakari (currently; General Manager of Electrical Engineering Department, Railway Operations Headquarters)

Shinji Sawakame (currently; General Manager of Condominium Development Department, Business Development Headquarters)

Wataru Tanaka (currently; president of JR Kyushu Farm Co., Ltd.)

Tomonori Uwabu (currently; General Manager of Tokyo Regional Office)

(3) Executive Officers scheduled to retire

Masaya Hirokawa (currently Managing Executive Officer)

(4) Changes in Positions

Hayato Maeda

Vice President and Executive Officer (currently Senior Managing Executive Officer)

Yoji Furumiya

Senior Managing Executive Officer (currently Managing Executive Officer)

Toshihiro Mori

Managing Executive Officer (currently Senior Executive Officer)

Tomiyuki Maekawa

Managing Executive Officer (currently Senior Executive Officer)

Takuma Matsushita

Managing Executive Officer (currently Senior Executive Officer)

Koji Higashi

Senior Executive Officer (currently Executive Officer)

Note: The appointment of executive officers and assignment of special titles are scheduled to be formally approved at the meeting of the Board of Directors to follow the 32nd Annual General Meeting of Shareholders.

Changes in Corporate Officers at Kyushu Railway Company

○ As of June 21, 2019

Koji Karaike
Representative Director and Chairman
Executive Officer
Chairman of the Board of Directors
(Representative Director and Chairman
Corporate Officer)

Toshihiko Aoyagi
Representative Director and President
Executive Officer
Chief Executive Officer
In charge of Auditing Department
(Representative Director and President
Corporate Officer)

Hayato Maeda
Director and Vice President
Executive Officer
Director General of Corporate Planning Headquarters
In charge of Public Relations Department
(Director
Senior Managing Executive Officer
Director General of Corporate Planning Headquarters
In charge of Public Relations Department and Tokyo Regional Office)

Ryuji Tanaka
Director
Senior Managing Executive Officer
Director General of Business Development Headquarters
(Director
Senior Managing Executive Officer
Director General of Business Development Headquarters
General Manager of Hotel Development Department)

Yoji Furumiya
Director
Senior Managing Executive Officer
Director General of Railway Operations Headquarters
Director General of Northern Kyushu Regional Head Office
In charge of Shanghai Branch Office
(Director

Managing Executive Officer
Director General of Railway Operations Headquarters
Director General of Northern Kyushu Regional Head Office
(In charge of Shanghai Branch Office)

Toshihiro Mori
Director
Managing Executive Officer
Chief Financial Officer
Deputy Director General of Corporate Planning Headquarters
General Manager of Strategy Management Department
(In charge of IT Strategic Planning Department and Finance & Accounting Department
(Senior Executive Officer
Deputy Director General of Corporate Planning Headquarters
General Manager of Strategy Management Department
(In charge of IT Strategic Planning Department))

Toshihide Ichikawa
Director
Advisor, Mitsui Fudosan Co., Ltd.

Shinji Asatsuma
Director
Kansai Paint Co., Ltd

Masaya Hirokawa
Directors
Audit and Supervisory Committee members
(Director
Managing Executive Officer
General Manager of Administration Department
(In charge of JR Kyushu Hospital and Human Resources Department))

Tomiyuki Maekawa
Managing Executive Officer
Deputy Director General of Railway Operations Headquarters
General Manager of Planning & Transportation Safety Department
(Senior Executive Officer
Deputy Director General of Railway Operations Headquarters
General Manager of Planning & Transportation Safety Department)

Takuma Matsushita
Managing Executive Officer
Deputy Director General of Business Development Headquarters

General Manager of Planning & Development Department
(Senior Executive Officer
Deputy Director General of Business Development Headquarters
General Manager of Planning & Development Department)

Koji Higashi
Senior Executive Officer
General Manager of Administration Department
In charge of JR Kyushu Hospital and Human Resources Department
(Executive Officer
General Manager of Kumamoto Regional Office
Acting Manager of Kumamoto Railway Operations Department)

Kimiaki Hyodo
Executive Officer
General Manager of Tokyo Regional Office
(Executive Officer
General Manager of Oita Regional Office
Acting Manager of Oita Railway Operations Department)

Yumi Akagi
Executive Officer
General Manager of Kumamoto Regional Office
Acting Manager of Kumamoto Railway Operations Department
(Executive Officer
General Manager of Customer Service Department and Marketing & Sales Department
Railway Operations Headquarters)

Michiya Sadakari
Executive Officer
General Manager of Oita Regional Office
Acting Manager of Oita Railway Operations Department
(General Manager of Electrical Engineering Department, Railway Operations Headquarters)

Shinji Sawakame
Executive Officer
General Manager of Condominium Development Department,
Business Development Headquarters
Acting Manager of Planning & Development Division, Condominium Development Department
(General Manager of Condominium Development Department,
Business Development Headquarters
Acting Manager of Planning & Development Division, Condominium Development Department)

Wataru Tanaka
Executive Officer
General Manager of Hotel Development Department,
Business Development Headquarters
(President of JR Kyushu Farm Co., Ltd.)

Tomonori Uwabu
Executive Officer
General Manager of Customer Service Department and Marketing & Sales Department
Railway Operations Headquarters
(General Manager of Tokyo Regional Office)

Yasuko Goto
Resigning
(Directors
Audit and Supervisory Committee members)

Note: The above changes in corporate officers with an effective date of June 21, 2019, assume that these changes will be approved at the 32nd Annual General Meeting of Shareholders (June 21, 2019), and finalized at the following Board of Directors' meeting.

○ Career summaries, etc., for new candidates for director

1 Candidates for Positions as Directors that Are Not Audit and Supervisory Committee Members

Toshihiro Mori (Date of birth: March 1, 1969)

April 1991	Joined Kyushu Railway Company
May 2007	Director, Drug Eleven Holdings Co., Ltd.
June 2009	President, Drug Eleven Holdings Co., Ltd.
May 2011	General Manager of Fund Management Department, Kyushu Railway Company
June 2013	General Manager of Finance & Accounting Department, Kyushu Railway Company
June 2014	General Manager of Marketing & Sales Department of Railway Operations Headquarters, Kyushu Railway Company
June 2015	General Manager of Customer Service Department of Railway Operations Headquarters and General Manager of Marketing & Sales Department of Railway Operations Headquarters, Kyushu Railway Company
June 2017	Director, Director General of Travel Services Headquarters, Kyushu Railway Company
April 2018	Director, Deputy Director General of Corporate Planning Headquarters and General Manager of Strategy Management Department of Corporate Planning Headquarters, Kyushu Railway Company
June 2018	Senior Executive Officer, Deputy Director General of Corporate Planning Headquarters and General Manager of Strategy Management Department of Corporate Planning Headquarters, Kyushu Railway Company (current)

(Reason for nomination as candidate)

Mr. Toshihiro Mori has a wealth of experience and broad insight, as he was engaged in business, principally in finance, and subsequently he worked as the President of Drug Eleven Holdings Co., Ltd., General Manager of Finance & Accounting Department, General Manager of Customer Service Department of Railway Operations Headquarters, General Manager of Marketing & Sales Department of Railway Operations Headquarters, and Director and Director General of Travel Services Headquarters. He currently serves as Senior Executive Officer, General Manager of Strategy Management Department. In these positions, he has contributed to increases in the corporate value of the JR Kyushu Group. The Company has nominated him as a candidate for director in light of his achievements and capabilities, as well as his outstanding personality and insight. The Company expects that he will demonstrate his capabilities, centered on the strengthening of financial strategy and investor relations. After his appointment as director, the Company plans to have him take the post of Chief Financial Officer.

Toshihide Ichikawa (Date of birth: September 27, 1954)

April 1977	Joined Mitsui Fudosan Co., Ltd.
April 2003	General Manager of Roppongi Project Promotion Department, Mitsui Fudosan Co., Ltd.
April 2005	Executive Officer, General Manager of Roppongi Project Promotion Department, Mitsui Fudosan Co., Ltd.
August 2005	Executive Officer, General Manager of Tokyo Midtown Business Department, Mitsui Fudosan Co., Ltd.
April 2008	Managing Executive Officer, General Manager of Tokyo Midtown Business Department, Mitsui Fudosan Co., Ltd.
April 2009	Managing Executive Officer, Director General of Accommodations Business Headquarter, Mitsui Fudosan Co., Ltd. Mitsui Fudosan Co., Ltd.
June 2011	Managing Director, Managing Executive Officer, Director General of Accommodations Business Headquarter, Mitsui Fudosan Co., Ltd.
April 2013	Director, Mitsui Fudosan Co., Ltd.
April 2013	Advisor, Mitsui Home Co., Ltd.
June 2013	Special Advisor, Mitsui Fudosan Co., Ltd.
June 2013	Representative Director and President, Executive Officer, Mitsui Home Co., Ltd.
October 2018	Senior Executive Officer, Mitsui Fudosan Group
April 2019	Advisor, Mitsui Fudosan Group (current)
April 2019	Permanent Advisor, Mitsui Home Co., Ltd. (current)

(Reason for nomination as candidate)

Mr. Toshihide Ichikawa has extensive knowledge and experience in real estate and housing businesses, having worked in the housing development and building business at Mitsui Fudosan Co., Ltd. while building a track record in the community development business through the Tokyo Midtown project. He served as a director of Mitsui Fudosan Co., Ltd., the largest real estate developers in Japan, and also as representative director and president, executive officer of Mitsui Home Co., Ltd. JR Kyushu expects that the experience and insight he has gained throughout his career as a specialist in real estate and management, especially his advanced skills and know-how in real estate projects of similar scale and complexity as the urban development projects that the JR Kyushu Group intends to undertake, will be instrumental in management oversight and checking functions. He is thus nominated as a candidate for outside director of JR Kyushu.

Shinji Asatsuma (Date of birth: February 2, 1961)

- April 1984 Joined Kansai Paint Co., Ltd.
- April 2012 Executive Officer, General Manager Corporate Planning Office, Kansai Paint Co., Ltd.
- April 2015 Managing Executive Officer, General Manager International Div., Kansai Paint Co., Ltd.
- June 2016 Director, Managing Executive Officer, Kansai Paint Co., Ltd.
- April 2017 Director, Managing Executive Officer, General Manager Administration Div., General Manager Corporate Administration Div., Kansai Paint Co., Ltd.
- April 2018 Director, Managing Executive Officer in charge of Management, Corporate Planning, Human Resources Planning, General Manager Administration Div., Kansai Paint Co., Ltd.
- April 2019 Director, Kansai Paint Co., Ltd. (planning to retire on June 27, 2019)

(Reason for nomination as candidate)

Mr. Shinji Asatsuma has a wealth of knowledge and insight related to financial affairs and accounting, having worked in mainly managerial roles at Kansai Paint Co., Ltd. While at Kansai Paint Co., Ltd., he engaged in formulation and implementation of the medium-term management plan as General Manager of the Corporate Planning Office, and he successfully promoted globalization as Director General of the International Headquarter. He was also in charge of investor relations activities, where he disseminated information to shareholders and investors and helped to improve corporate value. At the same time, he has been involved in management as a director. JR Kyushu expects that the experience and insight he has gained throughout his career as a specialist in financial affairs, investor relations, and management will be instrumental in management oversight and checking functions. He is thus nominated as a candidate for outside director of JR Kyushu.

2 Candidates for Positions as Directors that Are Audit and Supervisory Committee Members

Masaya Hirokawa (Date of birth: April 3, 1962)

April 1985	Joined Japanese National Railways
April 1987	Joined Kyushu Railway Company
March 2005	General Manager of IT Strategic Planning Division of Corporate Planning Headquarters, Kyushu Railway Company
June 2008	General Manager of Strategy Management Department of Corporate Planning Headquarters, Kyushu Railway Company
June 2011	General Manager of Planning Department of Business Development Headquarters, Kyushu Railway Company
June 2012	General Manager of Finance & Accounting Department, Kyushu Railway Company
June 2013	General Manager of Kumamoto Regional Office, Kyushu Railway Company
June 2013	Director, General Manager of Kumamoto Regional Office, Kyushu Railway Company
June 2015	Director, Deputy Director General of Corporate Planning Headquarters and General Manager of Strategy Management Department of Corporate Planning Headquarters, Kyushu Railway Company
June 2016	Director, General Manager of Administration Department, Kyushu Railway Company
June 2017	Managing Director, General Manager of Administration Department, Kyushu Railway Company
June 2018	Director and Managing Executive Officer, General Manager of Administration Department (current)

(Reason for nomination as candidate)

Mr. Masaya Hirokawa has a wealth of experience and broad expertise as he was primarily engaged in administration and human resources operation. He has worked as General Manager of IT Strategic Planning Division of Corporate Planning Headquarters, General Manager of Strategy Management Department of Corporate Planning Headquarters, General Manager of Planning Department of Business Development Headquarters, General Manager of Finance & Accounting Department, and General Manager of Kumamoto Regional Office, and has currently assumed the post of Director and Managing Executive Officer, General Manager of Administration Department. Since June 2013, he has taken part in the management of the Company as Director, helping to increase the corporate value of the Group. The Company has nominated him as a candidate for Audit and Supervisory Committee member based on the expectation that, as an Audit and Supervisory Committee member who has a thorough knowledge of the Company, he will be able to utilize his experience and achievements in prompt information sharing in the Audit and Supervisory Committee, internal adjustments in auditing operations, etc.