

[This is an English translation prepared for reference purpose only. Should there be any inconsistency between the translation and the original Japanese text, the latter shall prevail.]

[Cover]

Document to be filed:	Extraordinary Report
Filing to:	Director-General of the Kanto Local Finance Bureau
Date of filing:	March 25, 2024
Company name (Japanese):	日本たばこ産業株式会社 (<i>Nihon Tabako Sangyo Kabushiki-Kaisha</i>)
Company name (English):	JAPAN TOBACCO INC.
Title and name of representative:	Masamichi Terabatake, Representative Director and President, Chief Executive Officer
Location of head office:	1-1, Toranomom 4-chome, Minato-ku, Tokyo, Japan
Telephone number:	+81-3-6636-2914 (Main)
Contact person:	Hiromasa Furukawa, Senior Vice President, Chief Financial Officer and Corporate Communications
Place of contact:	1-1, Toranomom 4-chome, Minato-ku, Tokyo, Japan
Telephone number:	+81-3-6636-2914 (Main)
Contact person:	Hiromasa Furukawa, Senior Vice President, Chief Financial Officer and Corporate Communications
Place where the document is available for public inspection:	Tokyo Stock Exchange, Inc. (2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo)

1. Reason for filing

At the 39th Ordinary General Meeting of Shareholders of the Company held on March 22, 2024, resolution were made, and consequently, this document is filed pursuant to the provisions of Article 24-5, paragraph 4 of the Financial Instruments and Exchange Act and Article 19, paragraph 2, item ix-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc.

2. Content of report

a. Date of the General Meeting of Shareholders

March 22, 2024

b. Details of the items for resolution

Item 1: Appropriation of Surplus

Year-end dividends

(1) Type of assets to be paid as dividends:

Cash

(2) Allotment of assets to be paid as dividends and their aggregate amount:

¥100 per share of ordinary shares of the Company

Aggregate amount: ¥177,530,797,200

(3) Effective date for distribution of surplus:

March 25, 2024

Item 2: Reduction in Amount of Legal Capital Surplus

To ensure that future capital policies will be executed in a prompt and flexible manner, the Company will reduce a portion of legal capital surplus and reclassify the reduced amount as other capital surplus, in accordance with the provision stipulated in Paragraph 1, Article 448 of the Companies Act.

(1) Purpose of the reduction in the amount of legal capital surplus

The Company will reduce ¥100,000,000,000 from its legal capital surplus of ¥736,400,000,000, and the entire amount of the reduction will be reclassified as other capital surplus, bringing the amount of legal capital surplus after the reduction to ¥636,400,000,000.

(2) Date on which the reduction in the amount of legal capital surplus becomes effective

June 28, 2024 (planned)

Item 3: Election of Ten (10) Members of the Board

Election of Mr. Mutsuo Iwai, Mr. Shigeaki Okamoto, Mr. Masamichi Terabatake, Mr. Kei Nakano, Mr. Koji Shimayoshi, Ms. Yukiko Nagashima, Mr. Masato Kitera, Mr. Tetsuya Shoji, Ms. Hiroko Yamashina, Mr. Kenji Asakura as Members of the Board

Ms. Yukiko Nagashima, Mr. Masato Kitera, Mr. Tetsuya Shoji, Ms. Hiroko Yamashina, Mr. Kenji Asakura were candidates for Outside Directors.

Item 4: Election of One (1) Audit & Supervisory Board Member

Election of Ms. Emiko Takeishi as the Audit & Supervisory Board Member.

Ms. Emiko Takeishi was candidate for the Outside Audit & Supervisory Board Member.

- c. Number of voting rights that were exercised as the manifestation of the intention of approval, disapproval or abstention for the items for resolution; requirements for adoption thereof; and resolution results thereof

Item for resolution	Affirmatives (Units)	Negatives (Units)	Abstentions (Units)	Number of voting rights (Units)	Affirmation rate	Resolution result
Item 1	13,530,311	18,371	10	13,578,087	99%	Adopted
Item 2	13,522,333	26,617	10	13,578,087	99%	Adopted
Item 3						
Mutsuo Iwai	13,431,925	116,928	15	13,578,086	98%	Adopted
Shigeaki Okamoto	13,484,378	64,475	15	13,578,086	99%	Adopted
Masamichi Terabatake	13,468,391	80,457	15	13,578,081	99%	Adopted
Kei Nakano	13,491,864	56,989	15	13,578,086	99%	Adopted
Koji Shimayoshi	13,490,636	58,217	15	13,578,086	99%	Adopted
Yukiko Nagashima	13,507,030	41,824	15	13,578,087	99%	Adopted
Masato Kitera	13,494,522	54,332	15	13,578,087	99%	Adopted
Tetsuya Shoji	13,225,386	323,463	15	13,578,082	97%	Adopted
Hiroko Yamashina	13,515,192	33,662	15	13,578,087	99%	Adopted
Kenji Asakura	13,503,192	45,662	15	13,578,087	99%	Adopted
Item 4						
Emiko Takeishi	13,517,489	31,076	15	13,578,087	99%	Adopted

(Notes) Requirements for adoption of each item are as follows:

Item 1 and Item 2: a majority of the affirmative votes of the shareholders exercised their voting rights.

Item 3 and Item 4: at least one third or more of the total voting rights of those shareholders who are entitled to exercise their voting rights are exercised, and additionally a majority of the affirmative votes are exercised by those shareholders who exercised their voting rights.

- d. Reason why a portion of the number of voting rights of the shareholders present at the meeting was not included in the calculation

The confirmed number of voting rights of shareholders whose affirmative votes or negative votes on each item, which were exercised prior to the date of the meeting or at the meeting, were sufficient to meet the requirements for adoption of each item for resolution. Accordingly a portion of the number of voting rights was not included in the calculation as a result of the resolutions being legally adopted pursuant to the Companies Act.