

(Translation)

May 18, 2011

Dear Sirs:

Name of the company: West Japan Railway Company
Representative: Takayuki Sasaki
President and Representative Director
Code No.: No. 9021
Tokyo Stock Exchange,
Osaka Securities Exchange,
Nagoya Stock Exchange and
Fukuoka Stock Exchange
Further inquiries: Yoshinori Tsujiko
General Manager of Corporate
Communications Department
(Tel.: 06-6375-8889)

Notice of Amendment to the Articles of Incorporation

Notice is hereby given that West Japan Railway Company (the "Company"), at the meeting of its Board of Directors held today, determined to submit a proposition for "Amendment to the Articles of Incorporation" to its 24th Ordinary General Meeting of Shareholders to be held on June 23, 2011, as described below:

Description

1. Reasons for the amendment:

(1) The Company, at the meeting of its Board of Directors held on today, adopted resolutions for a stock split to subdivide each share into 100 shares and the adoption of a unit-of-share system under which the number of shares constituting one unit of shares should be 100 shares, as well as amendment to Article 6 (Total number of issuable shares) of the existing Articles of Incorporation and the establishment of a proposed Article 7 (Number of shares constituting one unit) in accordance with the Corporation Law of Japan. Accordingly, it is hereby proposed that a new Article 8 (Rights in respect of less-than-one-unit shares) and a new Article 9 (Request for sale of less-than-one-unit shares) be established.

(2) The Company regards the enhancement of corporate governance as one of its important managerial issues and has appointed external Directors and external Corporate Auditors. To be able to continue to retain capable human resources with high independence

and expertise in the future, it is hereby proposed that a new Article 26 (Agreements to limit liabilities of external Directors) and a new Article 32 (Agreements to limit liabilities of external Corporate Auditors) be established in accordance with the Corporation Law of Japan.

Each Corporate Auditor has consented to the submission of the proposition to establish the new Article 26.

(3) To provide for the effective dates of the amendment to Article 6 of the existing Articles of Incorporation and the establishment of the proposed Article 7, Article 8 and Article 9, it is hereby proposed that Article 1 of the Supplementary Provisions be established.

(4) In addition, in accordance with the establishment of such new provisions, it is hereby proposed that the relevant numbers of the existing Articles of Incorporation be carried down.

2. The particulars of the proposed amendment:

The particulars of the proposed amendment are described in the attachment hereto.

3. Schedule:

June 23, 2011 (expected)	The 24th Ordinary General Meeting of Shareholders will be held.
June 23, 2011 (expected)	The amendment to the Articles of Incorporation will come into effect.

The effective date of the amendment with regard to item (1) of "1. Reasons for the amendment" above shall be July 1, 2011.

- END -

Existing Articles of Incorporation	Proposed amendment
<p>Article <u>7</u> to Article <u>22</u> (Descriptions omitted) (To be newly established)</p> <p>Article <u>23</u> to Article <u>27</u> (Descriptions omitted) (To be newly established)</p>	<p><u>shares)</u></p> <p><u>Article 9. Any shareholder of the Company shall be entitled to request the Company to sell the number of shares that will, together with the number of his/her less-than-one-unit shares, will constitute one unit of shares.</u></p> <p>Article <u>10</u> to Article <u>25</u> (Same as existing)</p> <p><u>(Agreements to limit liabilities of external Directors)</u></p> <p><u>Article 26. The Company may, in accordance as provided for in Article 427, paragraph 1 of the Corporation Law of Japan, enter into agreements with external Directors, which limit their liabilities as provided for in Article 423, paragraph 1 of the said law; provided, however, that the maximum amount of their liabilities under such agreements shall be the amount as provided for in laws or ordinances.</u></p> <p>Article <u>27</u> to Article <u>31</u> (Same as existing)</p> <p><u>(Agreements to limit liabilities of external Corporate Auditors)</u></p> <p><u>Article 32. The Company may, in accordance as provided for in Article 427, paragraph 1 of the Corporation Law of Japan, enter into agreements with external Corporate Auditors, which limit their liabilities as provided for in Article 423, paragraph 1 of the said law; provided, however, that the maximum amount of their liabilities under such agreements shall be the amount as provided for in laws or ordinances.</u></p>
<p>Article <u>28</u> to Article <u>30</u> (Descriptions omitted)</p>	<p>Article <u>33</u> to Article <u>35</u> (Same as existing)</p>

Existing Articles of Incorporation	Proposed amendment
(To be newly established)	<p style="text-align: center;"><u>Supplementary Provisions</u></p> <p><u>Article 1. The amendment to Article 6 and the establishment of new Article 7, Article 8 and Article 9 shall become effective as of July 1, 2011.</u></p> <p><u>Article 2. The provisions of the above Article 1 and this Article 2 shall be deleted as of July 1, 2011.</u></p>
(To be newly established)	
(To be newly established)	