

(Translation)

June 23, 2010

To the Shareholders:

NOTICE OF RESOLUTIONS OF  
THE 23RD ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

Please take notice that at the 23rd Ordinary General Meeting of Shareholders of the Company held today, reports were made and resolutions were adopted as described below.

Yours very truly,

Takayuki Sasaki  
President and Representative Director

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

Description

Matters for reporting:

1. Report on the business report, the consolidated financial statements and the financial statements for the 23rd fiscal year (from April 1, 2009 to March 31, 2010)

The particulars of the above business report, consolidated financial statements and financial statements were reported to the meeting.

2. Report on the results of audit of the consolidated financial statements for the 23rd fiscal year by the account auditors and the Board of Corporate Auditors

The particulars of the above results of audit were reported to the meeting.

Matters for resolution:

<Proposed by the Company (Proposition No. 1 and Proposition No. 2)>

Proposition No. 1: Appropriation of retained earnings

The proposition was approved and adopted as proposed. The year-end dividends were determined to be ¥3,500 per share.

Proposition No. 2: Election of 14 Directors

The proposition was approved and adopted as proposed. Messrs. Noritaka Kurauchi, Satoru Sone, Tadashi Ishikawa, Takayuki Sasaki, Naoki Nishikawa, Seiji Manabe, Takashi Kondo, Akiyoshi Yamamoto and Kenji Nanakawa, nine in all, were reelected as Directors and Ms. Yumiko Sato and Messrs. Yuzo Murayama, Hitoshi Nakamura, Tatsuo Kijima and Makoto Shibata, five in all, were newly elected as Directors. They assumed office, respectively.

Messrs. Noritaka Kurauchi, Satoru Sone and Tadashi Ishikawa, Ms. Yumiko Sato and Mr. Yuzo Murayama, five in all, are external directors as provided for in Article 2, item 15 of the Corporation Law of Japan.

<Proposed by Shareholders (Proposition No. 3)>

Proposition No. 3: Dismissal of Director

The proposition was disapproved.

- END -

## Appendix

At the meeting of the Board of Directors held after the close of the Ordinary General Meeting of Shareholders, the following Representative Directors and Directors with specific titles were appointed and assumed office, respectively:

Chairman and Director:	Noritaka Kurauchi
President and Representative Director:	Takayuki Sasaki
Executive Vice President and Representative Director:	Naoki Nishikawa
Executive Vice President and Representative Director:	Seiji Manabe

## **Payment of Year-End Dividends for the 23rd Fiscal Year**

1. Year-end dividends will be payable upon the "Receipt for Year-End Dividends for the 23rd Fiscal Year" enclosed herein. Hence, please receive the year-end dividends at the head office, any branch office or sub-branch office nationwide of Japan Post Bank or any post office (as a banking agent) from (and including) June 24, 2010 to (and including) July 30, 2010.
2. If you have elected to receive payment of dividends by transfer to your bank account, please confirm the "Statement of Year-End Dividends for the 23rd Fiscal Year" and the "Account to Receive Dividends" enclosed herein. (With regard to the account to receive dividends if you have selected the method of allocation of dividends in proportion to the number of shares, please refer to your account management institution (securities company).)
3. The "Statement of Year-End Dividends for the 23rd Fiscal Year" enclosed herein can serve as an attached document if you file a final tax return. (If you have selected the method of allocation of dividends in proportion to the number of shares, please refer to your account management institution (securities company).)

\* Notice on payment of dividends on listed stocks, etc.:

With regard to the dividends to be paid by the Company, the Company is required to send each shareholder a "Notice of Payment" stating the amount of dividends, the amount of taxes assessed thereupon, etc. pursuant to the Special Taxation Measures Law of Japan. (The "Statement of Year-End Dividends for the 23rd Fiscal Year" enclosed herein will serve as a "Notice of Payment" as well.)