

[TRANSLATION]

May 18, 2009

To Whom It May Concern:

Name of Company: Central Japan Railway Company
Name of Representative: Masayuki Matsumoto,
President and Representative Director
(Code: 9022, First Section of TSE, OSE and NSE)
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General Manager of the Public Relations Department
(Telephone Number: +81-52-564-2549)

Notice of Partial Amendments to the Articles of Incorporation

Central Japan Railway Company (the “Company”) hereby gives notice that, at the meeting of the Board of Directors held on May 18, 2009, the Company resolved that “Partial Amendments to the Articles of Incorporation” be proposed at the 22nd ordinary general meeting of shareholders scheduled to be held on June 23, 2009.

1. Purpose of Amendments to the Articles of Incorporation
(The provisions presented below, unless otherwise noted, indicate the proposed amendments to the Articles of Incorporation.)
 - (1) Since “The Act for Partial Amendments to the Act Concerning Book-entry Transfer of Corporate Bonds and Other Securities for the Purpose of Streamlining the Settlement for Trades of Stocks and Other Securities” (Act No. 88 of 2004; hereinafter referred to as the “Settlement Streamlining Act”) became effective on January 5, 2009, the Company is deemed to have adopted a resolution to amend the Articles of Incorporation to abolish the provision relating to the issuance of share certificates. Therefore, the current Article 7 (*Issuance of Share Certificates*) shall be deleted, and the numbering of all following articles shall be adjusted accordingly.
 - (2) With respect to Article 8 (*Transfer Agent*), since the provision relating to the register of beneficial shareholders is no longer applicable as a result of the implementation of the Settlement Streamlining Act, which abolished “The Act Concerning Central Securities Depository and Book-Entry Transfer” (Act No. 30 of 1984), all terms relating to such provision shall be deleted. In addition, since the register of lost share certificates can not be newly created on and after January 5, 2009 as a result of the implementation of the

Settlement Streamlining Act, all terms relating to the register of lost share certificates shall be deleted.

However, since the register of lost share certificates shall be created and kept for one (1) year from the day following the date of the implementation of the Settlement Streamlining Act, the necessary provisions shall be newly established in Article 1 and Article 2 of the supplementary provisions of the Articles of Incorporation, as a transitional measure.

- (3) With respect to Article 9 (*Share Handling Regulations*), necessary changes shall be made in order to clarify that the procedures relating to the exercise of shareholder rights shall be prescribed in the Share Handling Regulations.

2. Details of the Amendments to the Articles of Incorporation

Details of the amendments are set forth in the exhibit attached hereto.

3. Schedule

Date of ordinary general meeting of shareholders at which the amendments to the Articles of Incorporation are to be proposed: June 23, 2009 (Tentative)

Effective date of the amendments to the Articles of Incorporation: June 23, 2009 (Tentative)

End of Document

[Exhibit]

(Changes have been denoted by underlining.)

Before Amendment	After Amendment
<p><u>Article 7.</u> (<i>Issuance of Share Certificates</i>)</p> <p><u>The Company shall issue share certificates representing its shares.</u></p>	<p>(Deleted)</p>
<p><u>Article 8.</u> (Description omitted.)</p>	<p><u>Article 7.</u> (Unchanged.)</p>
<p><u>Article 9.</u> (<i>Transfer Agent</i>)</p> <ol style="list-style-type: none">1. (Description omitted.)2. (Description omitted.)3. The preparation and the keeping of the register of shareholders <u>(including the register of beneficial shareholders; hereinafter, the same shall apply), the register of new stock acquisition rights and the register of lost share certificates</u> of the Company as well as other business relating to the register of shareholders, the register of new stock acquisition rights, and the register of lost share certificates shall be entrusted to the transfer agent and shall not be handled by the Company.	<p><u>Article 8.</u> (<i>Transfer Agent</i>)</p> <ol style="list-style-type: none">1. (Unchanged.)2. (Unchanged.)3. The preparation and the keeping of the register of shareholders <u>and</u> the register of new stock acquisition rights of the Company as well as other business relating to the register of shareholders and the register of new stock acquisition rights, shall be entrusted to the transfer agent and shall not be handled by the Company.

<p>Article 10. (<i>Share Handling Regulations</i>)</p> <p>Except as otherwise provided for by law or by these Articles of Incorporation, <u>the handling procedures and handling fees</u> relating to shares shall be governed by the Share Handling Regulations established by the Board of Directors.</p>	<p>Article 9. (<i>Share Handling Regulations</i>)</p> <p>Except as otherwise provided for by law or by these Articles of Incorporation, <u>the process by which shareholder rights are to be exercised and other handling procedures</u> relating to shares shall be governed by the Share Handling Regulations established by the Board of Directors.</p>
<p>Article 11. through Article 24. (Description omitted.)</p>	<p>Article 10. through Article 23. (Unchanged.)</p>
<p>Article 25. (<i>Resolution for Election of Corporate Auditors</i>)</p> <p>The provision of the first paragraph of Article 19 shall be applied <i>mutatis mutandis</i> to the election of Corporate Auditors.</p>	<p>Article 24. (<i>Resolution for Election of Corporate Auditors</i>)</p> <p>The provision of the first paragraph of Article 18 shall be applied <i>mutatis mutandis</i> to the election of Corporate Auditors.</p>
<p>Article 26. through Article 32. (Description omitted.)</p>	<p>Article 25. through Article 31. (Unchanged.)</p>
<p>(Newly established.)</p>	<p><i>Supplementary Provisions</i></p>
<p>(Newly established.)</p>	<p>Article 1.</p> <p><u>The preparation of the register of lost share certificates of the Company and the keeping of the register, as well as other business relating to the register shall be entrusted to the transfer agent and shall not be handled by the Company.</u></p>
<p>(Newly established.)</p>	<p>Article 2.</p> <p><u>The preceding article and this article shall be effective until January 5, 2010, and shall be deleted after the said date.</u></p>

End of Document