

<English translation for reference only>

Case No. (mi) 1 through 3 of 2010

Case of Corporate Reorganization

Decision

Parties: As specified in the appended inventory of parties

Main Text

1. The corporate reorganization proceedings for the Debtors shall commence.
2. The person and entity as below shall be appointed as trustees:  
  
1-6-1 Otemachi, Chiyoda-ku, Tokyo  
Enterprise Turnaround Initiative Corporation of Japan  
  
Fukuoka Building 9th Floor, 2-8-7 Yaesu, Chuo-ku, Tokyo  
Eiji Katayama
3. Each trustee may conduct his/its duty solely.
4. The periods such as for filing reorganization claims, etc. shall be specified as follows:
  - (1) The period for filing reorganization claims, etc. : Until March 19, 2010;
  - (2) The date for admission or denial for filed reorganization claims, etc. to be made: By April 30, 2010; and
  - (3) The period for ordinary investigation of filed reorganization claims, etc. : From May 10, 2010 to May 24, 2010
5. The period during which the Debtors, creditors, shareholders, the labor's union, etc. may state its/their opinion in writing with respect to the appointment of trustees shall be specified as follows:  
  
Until February 19, 2010
6. The period for the submission of the proposed reorganization plan shall be specified as follows:
  - (1) The period during which the trustees should submit their proposed reorganization plan;  
Until June 30, 2010
  - (2) The period during which the Debtors, creditors who made a filing of reorganization claims, etc., and shareholders may submit its/their proposed reorganization plan;

Until May 31, 2010

7. The trustees shall conduct the following acts in addition to those provided for in the Corporate Reorganization Act:
  - (1) Submit to the court a written report provided for in Paragraph 1 of Article 84 of the Corporate Reorganization Act before March 19, 2010;
  - (2) Prepare a written report and profit and loss statement with respect to the management of the Debtors' business and property every month, and submit the written report, accompanied by a copy of profit and loss statements, to the court by the last day of the next month;
  - (3) Prepare a balance sheet before the evaluation of property at the time of commencing the corporate reorganization proceedings, and thereafter promptly submit it to the court;
  - (4) Prepare a balance sheet and an inventory of property under Paragraph 3 of Article 83 of the Corporate Reorganization Act, and thereafter promptly submit them to the court;
  - (5) Prepare a document stating the total amount of assets based on liquidation value and going concern value at the time of preparing a proposed reorganization plan, and a profit and loss statement during the period until the time of preparing a proposed reorganization plan after commencing the corporate reorganization proceedings, and submit them to the court with a proposed reorganization plan;
8. The trustees shall obtain the approval of the court in order to conduct the following acts:
  - (1) Assigning, creating security interests, leasing, and any other disposition (excluding those regarding transactions which fall within the scope of ordinary business) of rights pertaining to assets owned or possessed by the Debtors.
  - (2) Assigning, creating security interests, and any other disposition (excluding collection by the Debtors) of claims owned by the Debtors.
  - (3) Acquiring property (excluding purchasing goods and other acquisitions of property which fall within the scope of ordinary business);
  - (4) Lending money;
  - (5) Borrowing money (excluding borrowing based on the contract for overdraft) and guarantees;
  - (6) Filing and withdrawing a lawsuit, petition for relief, mediation, demand for payment, and the other equivalent thereto;
  - (7) Making a settlement or an arbitration agreement (meaning an arbitration agreement provided for in Paragraph 1 of Article 2 of the Arbitration Act (Act No. 138 of 2003)) ;
  - (8) Releasing an obligation, assuming a debt without consideration, or waiving a right;
  - (9) Action which causes a common benefit claim exceeding 1 billion JPY and which does not fall within the scope of the ordinary business;
  - (10) Exchanging security related to a secured reorganization claim (excluding the creation of a pledge as exchange of security for an insurance claim related to a renewed fire insurance contract); and

- (11) Executing a contract regarding support of maintenance and reorganization of the Debtors' business, and a contract regarding service in relation to selecting those who provide such support.

#### Grounds of the Decision

According to the case records, it is found that there are facts, on the part of the Debtors, which constitute cause for the commencement of corporate reorganization proceedings provided for in Paragraph 1 of Article 17 of the Corporate Reorganization Act, on the other hand, matters listed in each item of Paragraph 1 of Article 41 of the same Act are not found.

Based on the above, this Petition has justifiable grounds, so the court makes a decision as set forth in Paragraph 1 of the Main Text. In addition, the court makes a decision as set forth in Paragraphs 2 through 8 of the Main Text under the provisions of Paragraph 1 of Article 42, Paragraph 1 of Article 69, Paragraph 2 of Article 72, Paragraph 2 of Article 84, Paragraph 4 of Article 85, Paragraph 3 of Article 146 and Paragraphs 1 and 2 of Article 184 of the Corporate Reorganization Act and Paragraph 1 of Article 51 of the Rules of Corporate Reorganization.

5:30 PM, January 19, 2010

Civil 8<sup>th</sup> Division of Tokyo District Court

Chief of Judge [Hiroyuki Kanno]

Judge [Yuji Watanabe]

Judge [Naofumi Moutai]

Exhibit

Inventory of Party

Case No. (mi) 1 of 2010

Petitioner (Debtor): Japan Airlines Corporation  
2-4-11 Higashi Shinagawa, Shinagawa-ku, Tokyo  
Representative Director: Haruka Nishimatsu

Case No. (mi) 2 of 2010

Petitioner (Debtor): Japan Airlines International Co., Ltd.  
2-4-11 Higashi Shinagawa, Shinagawa-ku, Tokyo  
Representative Director: Haruka Nishimatsu

Case No. (mi) 3 of 2010

Petitioner (Debtor): JAL Captital Co., Ltd.  
2-4-11 Higashi Shinagawa, Shinagawa-ku, Tokyo  
Representative Director: Yoshimasa Kanayama

Nishimura & Asahi Law Offices

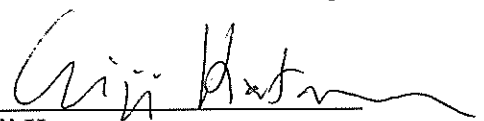
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Yusuke Yukawa, Esq.  
Daisuke Matsubara, Esq.  
Yasuko Maita, Esq.  
Yasuo Tsukitome, Esq.  
Daisuke Shinobu, Esq.  
Hiroyuki Takahashi, Esq.  
Akio Sawa, Esq.  
Tetsushi Konda, Esq.

[End of Text]

I, Trustee Eiji Katayama, confirm this to be as correct and accurate translation in English language as it be, of the court decision in Japanese language.  
Dated: January 19, 2010

  
Eiji Katayama