



May 18, 2016

Notice regarding acquisition of Treasury Stock through Off-auction Own Share Repurchase Trading (ToSTNeT-3)

Tokyo, May 18, 2016 - NSK Ltd. (TSE: 6471) hereby announces that it has determined the specific method of acquisition of treasury stock, which it resolved at the Board of Directors meeting held on May 11, 2016, pursuant to Article 156 of the Companies Act of Japan (“the Companies Act”) as applied pursuant to Article 165, Paragraph 3 of the Companies Act.

1. Method of acquisition

NSK Ltd. will entrust the acquisition of its treasury stock through off-auction own share repurchase trading (ToSTNeT-3) of the Tokyo Stock Exchange at 8:45 AM on May 19, 2016 at the closing price of 1,038 yen, as of today, May 18, 2016 (any change to another trading method or trading time will not be made.) The purchase order will be valid only at the transaction time prescribed above.

2. Details of acquisition

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| (1) Class of shares to be acquired | Common shares of the Company |
| (2) Total number of shares acquired | 14,450,800 shares |
| (3) Announcement of result of acquisition | The result of the acquisition will be announced after the completion of the transaction at 8:45 AM, May 19, 2016. |

(Note 1) The total number of shares to be acquired will not be changed. The acquisition of a part of, or all of, the shares may not take place depending on factors such as market conditions.

(Note 2) The purchase will be made by matching sell orders equivalent to the buy order for the number of shares to be acquired.

(Reference) Details of the resolution by the Board of Directors meeting concerning the acquisition of treasury stock (as announced on May 11, 2016)

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| (1) Class of shares to be acquired | Common shares of the Company |
| (2) Total number of shares to be acquired | 16 million shares (maximum)
(% of issued shares (excluding Treasury Stock) 3.0%) |
| (3) Total acquisition cost | JPY 15 billion (maximum) |
| (4) Period of acquisition | From May 17, 2016 to September 30, 2016 |
| (5) Method of acquisition | Purchase in the market through the Tokyo Stock Exchange (including acquisition of Treasury Stock through ToSTNeT-3 system of the Tokyo Stock Exchange) |

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