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June 22, 2018

To whom it may concern:

Company Name: NSK Ltd.  
Representative: Toshihiro Uchiyama  
President and Chief Executive Officer  
Securities Code: 6471 (Tokyo Stock Exchange, First Section)  
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Head of CSR Division Headquarters  
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### **Appointment of Independent Committee based on the Response Measures to Large-scale Purchases of the Company Shares (Takeover Defenses)**

The terms of all five members of the Independent Committee, established based on “the Response Measures to Large-scale Purchases of the Company Shares (Takeover Defenses)” which were approved at the 156th Ordinary General Meeting of Shareholders of NSK (hereinafter referred to as “the Company”) held on June 23, 2017, expired at the close of the 157th Ordinary General Meeting of Shareholders of the Company.

Therefore the Company announces that it has appointed the following six persons as members of the Independent Committee, as approved by the Board of Directors in accordance with the Independent Committee Rules.

Each member’s term of office will continue until to the conclusion of the 158th Ordinary General Meeting of Shareholders of the Company, which will be held in June 2019.

#### **Members of the Independent Committee**

	Kazuaki Kama	(Outside Director)
	Yasunobu Furukawa	(Outside Director)
	Teruhiko Ikeda	(Outside Director)
(New Appointment)	Hajime Bada	(Outside Director)
(New Appointment)	Akemi Mochizuki	(Outside Director) ※
	Go Anan	(Lawyer)

※ Akemi Mochizuki will be appointed as a member of Independent Committee as of July 1, when she will be appointed as an Outside Director of the Company.

For the career summary of each member of the Independent Committee, please see the following attachment:

## Attachment

### Name and Career Summary of Independent Committee Members

**【Name】** Kazuaki Kama

**【Date of birth】**

December 26, 1948

**【Career summary】**

- Jul. 1971 Joined Ishikawajima-Harima Heavy Industries Co., Ltd. (currently IHI Corporation)
- Jun.2004 Executive Officer, General Manager of Finance & Accounting Division of Ishikawajima-Harima Heavy Industries Co., Ltd.
- Apr.2005 Managing Executive Officer, General Manager of Finance & Accounting Division of Ishikawajima-Harima Heavy Industries Co., Ltd.
- Jun.2005 Director, Managing Executive Officer, General Manager of Finance & Accounting Division of Ishikawajima-Harima Heavy Industries Co., Ltd.
- Apr.2007 President and Chief Executive Officer of Ishikawajima-Harima Heavy Industries Co., Ltd.
- Apr.2012 Chairperson of the Board of IHI Corporation
- Jun.2014 Director (current),  
Member of the Compensation Committee
- Apr.2016 Director of IHI Corporation
- Jun.2016 Member of the Nomination Committee, Senior Advisor of IHI Corporation (current)
- Jun.2017 Chairperson of the Nomination Committee (current)

**【Name】** Yasunobu Furukawa

**【Date of birth】**

October 11, 1953

**【Career summary】**

- Apr. 1976 Joined Tetsuzo Ota & Co. (currently Ernst & Young ShinNihon LLC)
- Sep. 1980 Registered as a Certified Public Accountant
- May.1999 Representative Partner of Ernst & Young ShinNihon LLC
- Aug. 2008 Executive Partner of Ernst & Young ShinNihon LLC
- Aug. 2010 Senior Executive Partner of Ernst & Young ShinNihon LLC
- Aug. 2012 Senior Advisor of Ernst & Young ShinNihon LLC
- Jun. 2015 Director (current), Chairperson of the Audit Committee (current),  
Member of the Nomination Committee
- Jun. 2016 Member of the Compensation Committee (current)

**【Name】** Teruhiko Ikeda

**【Date of birth】**

December 5, 1946

**【Career summary】**

- Apr. 1969 Joined The Fuji Bank, Limited (currently Mizuho Bank, Ltd.)
- Jun. 1996 General Manager of Branch Department of The Fuji Bank, Ltd.
- Apr. 1998 Managing Director (Member of the Board) of The Fuji Bank, Ltd.
- May.2001 Senior Managing Director (Member of the Board) of The Fuji Bank, Ltd.
- Apr. 2002 Deputy President of Mizuho Corporate Bank, Ltd. (currently Mizuho Bank, Ltd.)
- Apr. 2004 Advisor of Mizuho Trust & Banking Co., Ltd.
- Jun. 2004 President and Chief Executive Officer of Mizuho Trust & Banking Co., Ltd.
- Jun. 2008 Chairperson of the board of Mizuho Trust & Banking Co., Ltd.
- Jun. 2010 Advisor of Mizuho Trust & Banking Co., Ltd. (current)
- Jun. 2015 Director (current), Chairperson of the Compensation Committee (current)
- Jun. 2018 Member of the Audit Committee (current)

**【Name】** Hajime Bada

**【Date of birth】**

October 7, 1948

**【Career summary】**

- Apr. 1973 Joined Kawasaki Steel Corporation (currently JFE Steel Corporation)
- Jun. 2000 Director of Kawasaki Steel Corporation
- Apr. 2003 Executive Officer of JFE Steel Corporation
- Apr. 2005 President and Chief Executive Officer of JFE Steel Corporation
- Jun. 2005 Director of JFE Holdings, Inc.
- Apr. 2010 President and Chief Executive Officer of JFE Holdings, Inc.
- Apr. 2015 Director of JFE Holdings, Inc.
- Jun. 2015 Advisor of JFE Holdings, Inc. (current)
- Jun. 2018 Director (current), Member of the Nomination Committee (current)

**【Name】** Akemi Mochizuki

**【Date of birth】**

June 10, 1954

**【Career summary】**

- Oct. 1984 Aoyama Audit Corporation (currently PricewaterhouseCoopers Arata LLC)
- Mar.1988 Registered as a Certified Public Accountant
- Aug.1996 Joined Tohmatsu Audit Corporation (currently Deloitte Touche Tohmatsu LLC)
- Jul. 2001 Partner of Tohmatsu Audit Corporation (currently Deloitte Touche Tohmatsu LLC) (To step down from aforementioned post at Deloitte Touche Tohmatsu LLC on June 30, 2018)
- Jul. 2018 Director, Member of the Audit Committee (To be appointed on July 1, 2018)

**【Name】** Go Anan

**【Date of birth】**

March 20, 1977

**【Career summary】**

Oct.2001 Registered as a lawyer, Joined Mori Sogo Law Offices (currently Mori Hamada & Matsumoto)

Apr.2007 Established Sueyoshi Sogo Law Offices (currently STW & Partners)  
(current)