

This document is a translation of a document originally prepared in the Japanese language and is provided for your convenience. NSK makes no representation or warranty that this document is a complete or accurate translation of the original Japanese text, and it is not intended to be relied upon. In the event that there is a discrepancy between the Japanese and English versions, the Japanese version shall prevail. This document is not intended and should not be construed as an inducement to purchase or sell stock in NSK.

June 25, 2019

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)
Contact: Tamami Murata
Vice President
Head of CSR Division Headquarters
Telephone (representative)
+81-3-3779-7111

Appointment of Independent Committee based on the Response Measures to Large-scale Purchases of the Company Shares (Takeover Defenses)

The terms of all six 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 158th 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 159th Ordinary General Meeting of Shareholders of the Company, which will be held in June 2020.

Members of the Independent Committee

	Teruhiko Ikeda	(Outside Director)
	Hajime Bada	(Outside Director)
	Akemi Mochizuki	(Outside Director)
(New Appointment)	Toshio Iwamoto	(Outside Director)
(New Appointment)	Yoshitaka Fujita	(Outside Director)
	Go Anan	(Lawyer)

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】 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 Chairman of the board of Mizuho Trust & Banking Co., Ltd.
- Jun. 2010 Advisor of Mizuho Trust & Banking Co., Ltd. (current)
- Jun. 2015 Director (current), Chair 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.
- Jun. 2018 Director (current), Member of the Nomination Committee
- Jun. 2019 Chair of the Nomination Committee (current)
Honorary Advisor of JFE Holdings, Inc. (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)
- Jun. 2001 Partner of Tohmatsu Audit Corporation (currently Deloitte Touche Tohmatsu LLC)
- Jul. 2018 Director(current), Member of the Audit Committee
- Jun.2019 Chair of the Audit Committee(current)

【Name】 Toshio Iwamoto

【Date of birth】

January 5, 1953

【Career summary】

- Apr. 1976 Joined Nippon Telegraph and Telephone Public Corporation (currently Nippon Telegraph and Telephone Corporation)
- Jun.2004 Director of NTT Data Corporation
- Jun.2005 Director, Senior Vice President of NTT Data Corporation
- Jun. 2007 Director, Executive Vice President of NTT Data Corporation
- Jun. 2009 Representative Director and Senior Executive Vice President of NTT Data Corporation
- Jun. 2012 Representative Director, President and Chief Executive Officer of NTT Data Corporation
- Jun. 2018 Chief Corporate Adviser of NTT Data Corporation (current)
- Jun. 2019 Director(current), Member of the Compensation Committee(current)

【Name】 Yoshitaka Fujita

【Date of birth】

January 27, 1952

【Career summary】

- Apr. 1975 Joined Murata Manufacturing Co., Ltd.
- Jun.1998 Director of Murata Manufacturing Co., Ltd
- Jun.2000 Director, Vice President of Murata Manufacturing Co., Ltd
- Jun.2003 Director, Senior Vice President of Murata Manufacturing Co., Ltd
- Jun.2005 Director, Executive Vice President of Murata Manufacturing Co., Ltd
- Jun.2008 Representative Director, Senior Executive Vice President of Murata Manufacturing Co., Ltd.
- Jun. 2017 Vice Chairman of Murata Manufacturing Co., Ltd. (current)
- Jun. 2019 Director(current), Member of the Nomination Committee(current)

【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)