NSK Ltd.

(URL http://www.nsk.com)

For Immediate Release

October 29, 2004

CONSOLIDATED RESULTS FOR THE SIX MONTHS ENDED SEPTEMBER 30, 2004 (unaudited)

Financial highlights

	Six months ended September 30						
	2004	2003	Change				
(Millions of yen)			%				
Net sales	¥ 287,287	¥ 253,813	13.2				
Operating income	19,456	9,462	105.6				
Ordinary income	17,755	6,083	191.9				
Net income	11,816	3,842	207.5				
(Yen)							
Net income per share							
Basic	¥ 21.91	¥ 7.12					
Diluted	¥21.57	_					

Financial position

-	As of September 30, 2004	As of March 31, 2004
(Millions of yen)		
Total assets	¥ 622,206	¥ 621,877
Shareholders' equity (%)	179,529	188,662
Shareholders' equity to total assets (Yen)	28.9%	30.3%
Shareholders' equity per share	¥ 332.92	¥ 349.83

Cash Flow

	Six months ended September 30		
	2004	2003	
(Millions of yen)		_	
Net cash provided by operating activities	¥ 20,952	¥ 12,273	
Net cash (used in) investing activities	-13,492	-13,959	
Net cash (used in) financing activities	-20,937	-5,612	
Cash and cash equivalents at end of period	od 45,198	52,346	

Consolidated balance sheets

Current assets ¥ 284,438 ¥ 295,491 ¥ -11,053 Cash and deposits 33,736 43,533 -9,797 Notes and accounts receivable 127,557 121,208 6,349 Marketable securities 9,425 9,385 40 Inventories 76,736 75,905 831 Deferred tax assets 10,891 11,447 -556 Other current assets 27,258 35,263 -8,005 Less allowance for doubtful accounts -1,167 -1,252 85 Non-current assets 337,767 326,386 11,381 Property, plant and equipment 198,662 196,810 1,852 Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 <td< th=""><th>(Millions of yen)</th><th>As of</th><th>September 30, 2004</th><th>As of March 31, 2004</th><th>Increase/ Decrease</th></td<>	(Millions of yen)	As of	September 30, 2004	As of March 31, 2004	Increase/ Decrease
Cash and deposits 33,736 43,533 -9,797 Notes and accounts receivable 127,557 121,208 6,349 Marketable securities 9,425 9,385 40 Inventories 76,736 75,905 831 Deferred tax assets 10,891 11,447 -556 Other current assets 27,258 35,263 -8,005 Less allowance for doubtful accounts -1,167 -1,252 85 Non-current assets 337,767 326,386 11,381 Property, plant and equipment 198,662 196,810 1,852 Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investments and other assets 36,38	Assets				
Notes and accounts receivable 127,557 121,208 6,349 Marketable securities 9,425 9,385 40 Inventories 76,736 75,905 831 Deferred tax assets 10,891 11,447 -556 Other current assets 27,258 35,263 -8,005 Less allowance for doubtful accounts -1,167 -1,252 85 Non-current assets 337,767 326,386 11,381 Property, plant and equipment 198,662 196,810 1,852 Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 <	Current assets		¥ 284,438	¥ 295,491	¥ -11,053
Marketable securities 9,425 9,385 40 Inventories 76,736 75,905 831 Deferred tax assets 10,891 11,447 -556 Other current assets 27,258 35,263 -8,005 Less allowance for doubtful accounts -1,167 -1,252 85 Non-current assets 337,767 326,386 11,381 Property, plant and equipment 198,662 196,810 1,852 Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 <td>Cash and deposits</td> <td></td> <td>33,736</td> <td>43,533</td> <td>-9,797</td>	Cash and deposits		33,736	43,533	-9,797
Inventories 76,736 75,905 831 Deferred tax assets 10,891 11,447 -556 Other current assets 27,258 35,263 -8,005 Less allowance for doubtful accounts -1,167 -1,252 85 Non-current assets 337,767 326,386 11,381 Property, plant and equipment 198,662 196,810 1,852 Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087	Notes and accounts receivable		127,557	121,208	6,349
Deferred tax assets 10,891 11,447 -556 Other current assets 27,258 35,263 -8,005 Less allowance for doubtful accounts -1,167 -1,252 85 Non-current assets 337,767 326,386 11,381 Property, plant and equipment 198,662 196,810 1,852 Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts	Marketable securities		9,425	9,385	40
Other current assets 27,258 35,263 -8,005 Less allowance for doubtful accounts -1,167 -1,252 85 Non-current assets 337,767 326,386 11,381 Property, plant and equipment 198,662 196,810 1,852 Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Inventories		76,736	75,905	831
Less allowance for doubtful accounts -1,167 -1,252 85 Non-current assets 337,767 326,386 11,381 Property, plant and equipment Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment Land Other property, plant and equipment 92,011 90,493 1,518 Land Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Deferred tax assets		10,891	11,447	-556
Non-current assets 337,767 326,386 11,381 Property, plant and equipment Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment Land Other property, plant and equipment 92,011 90,493 1,518 Land Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Other current assets		27,258	35,263	-8,005
Property, plant and equipment 198,662 196,810 1,852 Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Less allowance for doubtful accounts		-1,167	-1,252	85
Buildings and structures 63,015 63,721 -706 Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Non-current assets		337,767	326,386	11,381
Machinery and transportation equipment 92,011 90,493 1,518 Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Property, plant and equipment		198,662	196,810	1,852
Land 25,942 26,426 -484 Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Buildings and structures		63,015	63,721	-706
Other property, plant and equipment 17,693 16,169 1,524 Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Machinery and transportation equipment		92,011	90,493	1,518
Intangible assets 8,395 8,368 27 Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Land		25,942	26,426	-484
Investments and other assets 130,709 121,207 9,502 Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Other property, plant and equipment		17,693	16,169	1,524
Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Intangible assets		8,395	8,368	27
Investment securities 84,865 88,483 -3,618 Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Investments and other assets		130,709	121,207	9,502
Prepaid pension costs 35,824 22,223 13,601 Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Investment securities				
Deferred tax assets 3,638 3,619 19 Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	Prepaid pension costs		•	•	•
Other investments and other assets 8,087 8,595 -508 Less allowance for doubtful accounts -1,706 -1,714 8	·		•	,	•
	Other investments and other assets		8,087	8,595	-508
Total assets \(\frac{\pm 622,206}{200} \) \(\frac{\pm 621,877}{200} \) \(\pm 329 \)	Less allowance for doubtful accounts		•		8
	Total assets		¥ 622,206	¥ 621,877	¥ 329

Consolidated balance sheets (Continued)

(Millions of yen)	As of September 3	30, As of March 31, 2004	Increase/ Decrease
Liabilities			
Current liabilities	¥ 237,30)7 ¥ 245,588	¥ -8,281
Notes and accounts payable	92,16		8,456
Short-term loans	71,09		-6,322
Current portion of corporate bonds	26,98		-10,000
Accrued income taxes	4,46		-2,244
Other current liabilities	42,58	37 40,759	1,828
Long-term liabilities	192,74		17,196
Corporate bonds	70,00		_
Long-term loans	59,3		-2,828
Deferred tax liabilities	17,78		1,064
Accrued employees' retirement benefits	30,75		13,436
Accrued officers' retirement benefits		38 1,729	-1,591
Other long-term liabilities	14,7	7,638	7,116
Total liabilities	430,05	421,137	8,914
Minority interests	12,62	25 12,077	548
Shareholders' equity			
Common stock	67.1	76 67 176	
Capital surplus	67,17 77,92		 1
Retained earnings	50,63		-8,225
Unrealized holding gains on securities	17,50		-1,625
Translation adjustments	-29,32		739
NSK treasury stock	-4,38	·	-22
Total shareholders' equity	179,52	29 188,662	-9,133
Total liabilities and shareholders' equity	¥ 622,20	06 ¥ 621,877	¥ 329

Consolidated statements of operations

Six mo	Six months ended September 30					
(Millions of yen)	2004	2003	Change			
			%			
Net sales	¥ 287,287	¥ 253,813	13.2			
Cost of sales	222,979	200,666	11.1			
Gross profit	64,307	53,146	21.0			
Selling, general and administrative expenses	44,851	43,684	2.7			
Operating income	19,456	9,462	105.6			
, ,	<u> </u>	<u> </u>				
Non-operating income:	3,788	3,526	7.4			
Interest and dividend income	916	717	27.8			
Equity in earnings of affiliated companies	1,283	1,209	6.1			
Other	1,589	1,600	-0.7			
	,	,	-			
Non-operating expenses:	5,489	6,906	-20.5			
Interest expenses	2,520	3,169	-20.5			
Other	2,968	3,736	-20.5			
	_,	-,				
Ordinary income	17,755	6,083	191.9			
Extraordinary income:	1,840	2,721	-32.3			
Gain on transfer to defined contribution pension plan	1,059					
Gain on sales of investment securities	781	2,207	-64.6			
Gain on sales of investments in affiliated companies	-	513	_			
·		0.0				
Extraordinary losses:	90	769	-88.2			
Loss on devaluation of investment securities	90					
Loss on disposal of property, plant and equipment	_	769	_			
Income before income taxes and minority interest	ts 19,505	8,034	142.8			
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Income taxes:						
Current	4,612	6,176	-25.3			
Deferred	2,472	-2,195				
Minority interests in earnings of consolidated	604	211	185.4			
subsidiaries	554	4 11	100.4			
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Net income	¥ 11,816	¥ 3,842	207.5			
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Consolidated statements of surplus

	Six months ended Sep	d September 30			
(Millions of yen)	2004	2003	Increase		
Capital surplus			Decrease		
Capital surplus at the beginning of period	¥ 77,923	¥ 77,923	¥ —		
Increase in capital surplus Gain on disposal of NSK treasury stock	0 0	0 0	0		
Capital surplus at the end of period	¥ 77,924	¥ 77,924	<u>¥ 0</u>		
Retained earnings					
Retained earnings at the beginning of per	iod <u>¥ 58,856</u>	¥ 48,366	¥ 10,490		
Increase in retained earnings Interim net income	11,816 11,816	3,842 3,842	7,974 7,974		
Decrease in retained earnings Dividends Loss on retirement benefit liabilities of UK subsidiaries	20,041 2,970 f 17,070	1,349 1,349 —	18,692 1,621 17,070		
Retained earnings at the end of period	¥ 50,631	¥ 50,858	¥ -227		

Consolidated statements of cash flows

Six months	ended	September	3
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(Millions of yen)	2004	2003
Operating activities		
Income before income taxes and minority interests	¥ 19,505	¥ 8,034
Depreciation and amortization	13,147	13,335
Amortization of excess of cost over net assets acquired	285	142
(Decrease) increase in allowance for doubtful accounts	-84	659
(Decrease) increase in provision for retirement benefits	-17,117	1,045
Interest and dividend income	-916	-717
Interest expense	2,520	3,169
Equity in earnings of affiliated companies	-1,283	-1,209
Loss on disposal of property, plant and equipment		769
Gain on sales of investment securities	-781	-2,207
Loss on devaluation of investment securities	90	
Gain on sales of investments in affiliated companies		-513
(Increase) in notes and accounts receivable	-6,411	-2,750
(Increase) decrease in inventories	-976	2,522
Increase (decrease) in notes and accounts payable	8,430	-7,039 2,170
Other Subtotal	10,882 27,290	
Interest and dividends received	2,851	17,412 1,501
	-2,653	-3,242
Interest paid Income taxes paid	-6,536	-3,242
Net cash provided by operating activities	20,952	12,273
Their cash provided by operating activities	20,002	12,210
Investing activities		
Additions to property, plant and equipment	-15,096	-9,577
Proceeds from sales of property, plant and equipment	1,367	2,490
Acquisition of investment securities	-111	-23
Proceeds from sales of investment securities	1,278	3,652
Acquisition of subsidiaries' stock resulting in changes in the scope of consolidation	_	-9,339
Payments arising from sales of subsidiaries' stock resulting in changes in the scope of consolidation	_	-218
Acquisition of affiliated companies' stock		-95
Payments for advances	-95	-362
Proceeds from collection of advances	85	86
Other	-919	-572
Net cash (used in) investing activities	-13,492	-13,959
Financing activities		
Net (decrease) in short-term loans	-8,127	-4,638
Long-term debt – borrowing	674	2,475
Long-term debt – repayments	-1,124	-1,990
Payments for redemption of corporate bonds	-10,000	_
Payments for acquisition of NSK treasury stock	-21	-6
Dividends paid	-2,158	-1,349
Dividends paid to minority stockholders Other	-112 -68	-37 -65
Net cash (used in) financing activities	-20,937	-5,612
Effect of exchange rate changes on cash and cash equivalents	-316	706
Net (decrease) in cash and cash equivalents	-13,794	-6,591
Cash and cash equivalents at beginning of the year	58,993	58,938
Cash and cash equivalents at end of period	¥ 45,198	¥ 52,346
		·

Sales by business segment

Six months ended September 30, 2004

(Millions of yen)	Industrial machinery bearings	Automotive products	Precision machinery and parts	Other	Total	Eliminations and other	Consolidated
Sales to third parties Intersegment sales	¥ 91,880	¥ 155,523	¥ 32,411	¥ 7,471	¥ 287,287	_	¥ 287,287
and transfers				3,336	3,336	-3,336	
Total	91,880	155,523	32,411	10,808	290,624	-3,336	287,287
Operating expenses	82,517	146,551	29,805	10,250	269,125	-1,293	267,831
Operating income	¥ 9,363	¥ 8,971	¥ 2,605	¥ 558	¥ 21,499	¥ -2,043	¥ 19,456

Six months ended September 30, 2003

	machinery	Automotive	machinery			Eliminations	
(Millions of yen)	,		and parts	Other	Total	and other	Consolidated
Sales to third parties	¥ 87,157	¥ 139,955	¥ 19,681	¥ 7,019	¥ 253,813		¥ 253,813
Intersegment sales							
and transfers				3,205	3,205	-3,205	
Total	87,157	139,955	19,681	10,224	257,018	-3,205	253,813
Operating expenses	82,284	132,945	21,160	9,597	245,987	-1,636	244,350
Operating income (loss)	¥ 4,873	¥ 7,010	¥ -1,479	¥ 627	¥ 11,031	¥ -1,568	¥ 9,462

Sales by geographical segment

Six months ended September 30, 2004

Eliminations

(Millions of yen)	Japan	Americas	Europe	Asia	Total	and other	Consolidated
Sales to third parties Interarea sales	¥ 173,192	¥ 40,022	¥ 48,461	¥ 25,611	¥ 287,287	_	¥ 287,287
and transfers	40,122	260	2,993	5,485	48,861	-48,861	
Total	213,314	40,282	51,454	31,096	336,148	-48,861	287,287
Operating expenses	197,746	39,076	48,724	29,403	314,951	-47,120	267,831
Operating income	¥ 15,567	¥ 1,205	¥ 2,730	¥ 1,693	¥ 21,197	¥ -1,741	¥ 19,456

Six months ended September 30, 2003

Eliminations

(Millions of yen)	Japan	Americas	Europe	Asia	Total	and other	Consolidated
Sales to third parties	¥ 149,098	¥ 37,774	¥ 44,048	¥ 22,891	¥ 253,813	_	¥ 253,813
Interarea sales							
and transfers	37,727	173	1,938	5,102	44,942	-44,942	
Total	186,826	37,947	45,987	27,993	298,755	-44,942	253,813
Operating expenses	178,185	37,109	45,725	25,810	286,830	-42,479	244,350
Operating income	¥ 8,641	¥ 837	¥ 262	¥ 2,183	¥ 11,925	¥ -2,462	¥ 9,462

Sales by customer location Six months ended September 30, 2004

(Millions of yen)	Americas	Europe	Asia	Total
Overseas sales	¥ 41,107	¥ 48,590	¥ 46,910	¥ 136,607
Consolidated net sales		<u> </u>	<u> </u>	287,287
Ratio of overseas sales to consolidated net sales	14.3%	16.9%	16.4%	47.6%

Six months ended September 30, 2003

(Millions of yen)	Americas	Europe	Asia	Total	
Overseas sales	¥ 38,567	¥ 44,058	¥ 38,759	¥ 121,385	
Consolidated net sales		<u> </u>		253,813	
Ratio of overseas sales to consolidated net sales	15.2%	17.3%	15.3%	47.8%	

Management Policy Statement

1. Basic Policy

NSK Ltd.'s goal is to establish itself as a world-class company by improving management's capabilities to stay ahead of the rapid changes in the business environment and by further increasing the value of the corporate brand. Consistent with the corporate philosophy of "Contributing to the World through our Motion & Control technology," our goals are:

- (1) To improve the QCDS (i.e. Quality, Cost, Delivery and Service) capabilities of our engineering, manufacturing and sales operations so that we will be able to meet the increasingly diverse needs of our customers and become the No.1 company in terms of customer satisfaction.
- (2) To continue to reduce negative environmental impact by effectively using our expertise in tribology, the science of anti-friction and lubrication technologies, which is our core technology and forms the basis of our entire business.
- (3) To be the outstanding corporate citizen in all the locations where we operate, including all international manufacturing locations.

2. Dividends

NSK places great importance on shareholder returns and will maintain our basic policy of issuing consistent dividends. However, in the future, greater emphasis will be placed on our dividend payout ratio and to ensuring that dividends better reflect our consolidated business results.

3. Key Indicators

NSK aims to increase return on equity (ROE) and recognizes operating income margin as a key indicator of profit stability. The Company also recognizes the importance of asset efficiency and cash flow.

4. Mid- and Long-Term Strategies

In order to achieve the mid-term targets that were set in fiscal 2003 and to sustain growth of operations, NSK is constantly striving to become No. 1 in customer satisfaction, utilizing the Group's comprehensive business capabilities and restructuring its business foundations. NSK endeavors to become a company capable of producing profits consistently, regardless of the volatile changes of the surrounding business environment, by aggressively pursuing the completion of the 2nd phase of the "NSK Business Restructuring Program." The 2nd phase of the "NSK Business Restructuring Program" includes the following activities:

- (1) Production innovation activities to strengthen our production system.
- (2) Quality improvement activities to increase the reliability of the "NSK" brand.
- (3) Salary and employment, and preprocessing and procurement system reforms to strengthen our profit structure.
- (4) Balance sheet reforms to strengthen our financial position.

NSK will continue to strategically focus its global management resources. We will also actively seek global alliances without limiting ourselves to past practices.

5. Key Management Tasks

During the past six months, NSK has continued to press forward with its structural improvements and the implementation of growth strategies, both focal themes of the company's Mid-term Business Plan.

Regarding structural improvements, we have expanded the scope of our production innovation activities, which had focused on manufacturing operations. Going forward, our production innovation activities will be expanded to include R&D, sales and administrative divisions. Through these Group-wide activities, we endeavor to implement management reforms throughout the NSK Group. As for growth strategies, we are increasing capital expenditures in various locations around the world. These investments will build the foundations of our future growth, contribute to profit

targets and accelerate our transition to a high-profit company. Our overseas strategy focuses on our accelerated expansion of business in China. In the past six months, we have established a needle roller bearing production company in the Changshu Southeast Economic Development Zone (Jiangsu). Production is scheduled to start in mid 2005. We are increasing not only our production capacity but also reinforcing our sales, marketing, and R&D network to establish a firm lead over our competitors.

Furthermore, we are committed to strengthen our "market-oriented" R&D capabilities. By combining our company's unique technical know-how in fundamental technologies in areas such as tribology and mechatronics with state-of-the-art technologies, we aim to further improve the functions of existing products as well as develop innovative new products.

As for our environmental activities, we are continuing to expand our lineup of environmentally-friendly products that, for an example, are effective in the prevention of global warming, as a means of contributing to environmental protection and to improve the level of our environmental management.

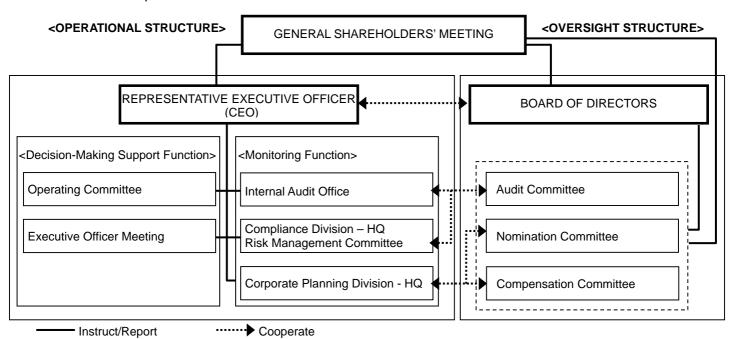
6. Corporate Governance Policy and Structure

NSK recognizes "corporate governance" as a system that, under the close surveillance of the Board of Directors, enables the operational organizations to focus on expanding business and improving profitability, thus achieving our ultimate goal of increasing shareholder value and increasing management transparency.

In order to do this, we have implemented the following measures:

- (1) The Board of Directors has relinquished a large portion of its decision-making authority to the operational organizations to speed-up decision-making processes.
- (2) The oversight structure and the operational organizations are working in cooperation to reinforce internal monitoring functions.
- (3) The Company has reinforced the monitoring functions of its business operations Beginning in 1999, NSK has continued to strengthen its corporate governance structure through measures such as introducing a voluntary executive officers system, appointing an independent director, and establishing a voluntary Executive Compensation Committee. To further accelerate this process, NSK adopted the "company-with-committees" system of corporate governance on June 29, 2004.

NSK's Corporate Governance Structure



To reinforce our internal monitoring functions, we have taken the following measures:

- (1) Establishment of the "Internal Audit Office" The Internal Audit Office was established on June 29, 2004 in place of the former Audit Office, and is in charge of monitoring the legality, validity, and efficiency of Group operations. The Internal Audit Office has introduced a new "risk reporting system," and consistent with the policies and schedules of the Audit Committee, has started to perform actual audits. The Internal Audit Office will not only monitor the Group's internal management systems, but will also be in charge of drawing up improvement plans and advising on improvement activities based on the audit results.
- (2) Establishment of the "Compliance Division Headquarters"
 The existing divisions in charge of legal matters were combined to form the new Compliance
 Division Headquarters on June 29, 2004 to further ensure all laws, regulations and rules on
 corporate ethics are respected throughout the NSK Group. The Compliance Division –
 Headquarters plans and implements compliance reinforcement and social contribution activities
 based on the Company's "Corporate Social Responsibility Promotion Program."

In addition, the Company, lead by the Corporate Planning Division – Headquarters, is also in the process of reviewing its various business management rules and regulations, beginning with the issuance of a new "Corporate Governance Standard."

Regarding risk management, the Risk Management Committee established new rules that are to be followed if an earthquake should ever hamper Tokyo headquarter functions. The Risk Management Committee identifies and monitors risk factors to prevent crises and minimize damage in cases of actual emergencies.

Overview of the six months ended September 30, 2004

In Japan, the economy saw a steady recovery, supported by healthy export demand from Asian countries such as China, increase in capital expenditures, sharp recovery in corporate profits, and a gradual recovery in consumer demand, although rising crude oil prices and the continued weakness of the stock market pose as risk factors.

The U.S. economy remains robust, while the European economy continues a gradual recovery. In Asia, strong growth continues in China and Thailand, while the economy in South Korea is also on the recovery.

Under these conditions, the NSK Group has pressed forward with structural reforms by expanding the scope of production innovation activities to cover the Group's entire operations, from manufacturing and sales through to R&D and administrative divisions. NSK has also aggressively pursued growth strategies, such as the reinforcement of our production and sales networks in China, and the development of high function products and innovative new products.

As a result, the consolidated net sales for the six months ended September 30, 2004 were \(\frac{4}{2}87,287\) million, an increase of 13.2% from the same period last year. Operating income increased to \(\frac{4}{1}9,456\) million, a year-on-year increase of 105.6%, while ordinary income was \(\frac{4}{1}7,755\) million, up by 191.9%.

Gain of ¥1,059 million on the partial adoption of a defined contribution pension plan instead of the existing 100% defined benefit pension plan at the parent company and Japanese subsidiaries and gain on sales of investment securities of ¥781 million have been appropriated as extraordinary income, while losses of ¥90 million on devaluation of investment securities were appropriated as extraordinary losses. After adjustment of income taxes, deferred taxes and minority interest in earnings of consolidated subsidiaries, net income for the six months ended September 30 was ¥11,816 million, a year-on-year increase of 207.5%.

The Company will pay an interim dividend of ¥5.5 per share, taking into consideration the business results for the first half of the fiscal year and the forecast for the latter half of fiscal 2004.

Net sales by product category

Industrial machinery bearings

Domestic sales to the industrial machinery, steel, railway, aftermarket and other general machinery sectors remained strong. Overseas, sales in Europe showed only a slight increase due to the relative weakness of the European recovery. However, sales in the American and Asian regions were robust. As a result, overall sales of industrial machinery bearings amounted to \pm 91,880 million, up 5.4% from the same period last year. With increasing profits from both Japan and Europe, operating income was \pm 9,363 million, up 92.1% compared to the same period of the previous year.

Automotive products

Sales of automotive bearings, particularly needle roller bearings for automatic transmission applications, were strong in Japan. Overseas, recovery in the Americas, combined with expanding sales in both Europe and Thailand led to an overall increase in sales. Sales of automotive components in Japan, such as electric power steering systems and automatic transmission components increased. Overseas, sales of steering columns in North America and Thailand were strong. As a result, sales of automotive products amounted to ¥155,523 million, up 11.1% from the same period last year. Operating income increased in Japan, Europe, and Asia for a total of ¥8,971 million, or an increase of 28.0% compared to the same period of the previous year.

Precision machinery and parts, mechatronic products

Overall sales of this product segment, especially to semiconductor and liquid crystal display production equipment sectors increased markedly. In Japan, the Americas, and Asia, sales to the machine tool and general industrial sectors improved, with total sales amounting to $\pm 32,411$ million or an improvement of $\pm 64.7\%$ compared to the same period last year with an operating income of $\pm 2,605$ million compared to a loss of $\pm 1,479$ million for the same period of the previous year.

Other

Other sales amounted to ¥10,808 million, up 5.7% from the same period last year with an operating income of ¥558 million, down 10.9% from the same period last year.

Net sales by region

Japan

With increase in overall capital investment, domestic sales to the machine tool, railway, steel and general industrial sectors continued to be strong. Sales of automotive products were also robust, particularly electric power steering systems and automatic transmission components. Needle roller bearings for automotive applications also showed strong sales. Sales of precision machinery and parts to the semiconductor and liquid crystal display production equipment sectors, general machinery manufacturers and the machine tool industry saw a sharp increase.

As a result, total Japan sales amounted to ¥213,314 million, or a 14.2% increase over the same period of the previous year. Operating income was ¥15,567 million or an 80.2% increase when compared to the same period last year.

The Americas

Sales in this region showed a dramatic year on year increase due to recovery of the American economy. Strong demand from Japanese automakers and demand recovery in the precision machinery product business also contributed to increased sales. After accounting for the negative effect of foreign exchange fluctuations, sales totaled ¥40,282 million or a 6.2% increase year on year with operating income of ¥1,205 million or a 43.9% increase.

Europe

Sales of automotive bearings and automotive products were strong. Demand for industrial machinery bearings and precision machinery products increased but only slightly due to later than expected economic recovery. However, with the positive effect of foreign exchange translations, sales finished at $\pm 51,454$ million or 11.9% higher than the same period last year. Operating income amounted to $\pm 2,730$ million, which is a dramatic improvement year on year, compared to the previous year's profit of ± 262 million. This is a result of both increased sales and cost reduction efforts.

Asia and Oceania

Sales to the information technology (IT) sector in the ASEAN nations declined. However, demand for industrial machinery bearings was strong, particularly in China. Demand for automotive products was strong in Thailand, with precision machinery product demand from the semiconductor and liquid crystal display production equipment sectors strong in both Taiwan and South Korea. Sales totaled ¥31,096 million, or an 11.1% increase over last year regardless of an adverse effect of foreign exchange fluctuations. However, operating income declined by 22.5% to ¥1,693 million due to rising steel prices and start-up costs of new production facilities in China.

Financial Position

Looking at our consolidated cash flow for the first half of fiscal 2004, net cash flow provided by operating activities amounted to ¥20,952 million, including ¥19,505 million in income before income taxes and minority interests, and ¥13,147 million provided by depreciation and amortization.

Investments for future growth areas, consisting of the acquisition of property, plant and equipment used cash of ¥15,096 million, resulting in net cash flow used in investing activities to total ¥13,492 million.

Cash was used for reimbursement of corporate bonds and repayment of loans, resulting in net cash used in financing activities to total ¥20,937 million.

In aggregate, the net decrease in cash and cash equivalents was ¥13,794 million, resulting in cash and cash equivalents at end of the period to total ¥45,198 million.

The following is the trend of our consolidated cash flow:

	As of				
	March 31,	March 31,	March 31,	March 31,	September
	2001	2002	2003	2004	30, 2004
Ratio of net worth to total					
capital (%)	33.4	32.4	28.8	30.3	28.9
Ratio of net worth to total					
capital at					
market value (%)	46.7	47.1	29.3	44.5	41.0
Debt redemption period (Years)	10.1	9.0	8.6	6.5	
Interest coverage ratio	2.5	4.2	4.1	6.1	7.9

- •Ratio of net worth to total capital (%): Net worth/Total capital
- •Ratio of net worth to total capital at market value (%): Market capital/Total capital
- •Debt redemption period (Years): Interest bearing debts/ Net cash provided by operating activities (Not calculated for the interim term.)
- •Interest coverage ratio: Net cash provided by operating activities/Interest paid
- (Notes) 1. All indices have been calculated based on consolidated data.
 - 2. Market capital has been calculated as:
 - "Closing share price at the end of the term" × "Common shares outstanding at the end of term"
 - 3. Interest-bearing debts refer to the total amount of bonds, loans and commercial paper appropriated on the balance sheet.

Forecast for the year ending March 31, 2005

	(Millions of yen)
Net sales	¥ 580,000
Operating income	39,500
Ordinary income	35,500
Net income	21,000

Future business conditions are clouded in uncertainty. Causes for particular concern include continued increase in prices of steel and crude oil, the possibility of a slowdown in the U.S. and Chinese economies, and a peak out in demand from the semiconductor and LCD production equipment manufacturers.

Under the current economic conditions, NSK forecasts net sales of ¥580,000 million for the full year ending March 31, 2005. Operating income, ordinary income and net income are forecasted at ¥39,500 million, ¥35,500 million and ¥21,000 million, respectively. (The previous forecast for sales, operating income, ordinary income and net income was ¥567,000 million, ¥37,000 million, ¥30,000 million and ¥17,500 million, respectively.)

Please note that the forecasts for the second half of fiscal 2004 have been calculated based on a foreign exchange rate of U.S. $1=\pm105$, 1 Euro = ±130 .

Notes

All forecasts are based on a number of assumptions and are subject to change. Actual financial results may differ materially and NSK Ltd. accepts no liability whatsoever for any direct or consequential loss arising from any use of this report.