

June 20, 2011

To Shareholders

11-6, Nishi Gotanda 3-chome, Shinagawa-ku, Tokyo, Japan
THK CO., LTD.
Representative Director and President: Akihiro Teramachi

Notice of Resolutions at the 41st Ordinary General Shareholders Meeting

Dear Shareholders:

We would also like to express our heartfelt sympathy for those who have been impacted by the Great East Japan Earthquake and offer our prayers for a rapid recovery.

The following matters were reported and resolved at the 41st Ordinary General Shareholders Meeting of the Company held on June 18, 2011.

Items reported:

1. Business report, consolidated financial statements, and the results of the audits of the consolidated financial statements by the accounting auditor and the Board of Auditors for the 41st Term (April 1, 2010 to March 31, 2011)
2. Financial statements for the 41st Term (April 1, 2010 to March 31, 2011)

The contents of the documents described in 1. and 2. above were reported.

Items resolved:

Proposal 1: Surplus Appropriation

This item was approved as originally proposed.

The term-end dividend is ¥8 per share (for an annual dividend of ¥16 per share, including the interim dividend).

Proposal 2: Appointment of Sixteen (16) Directors

This item, which was approved as originally proposed, called for the reelection of sixteen (16) Directors: Akihiro Teramachi, Masamichi Ishii, Takeki Shirai, Toshihiro Teramachi, Hiroshi Imano, Takashi Okubo, Tetsuya Hayashida, Hideyuki Kiuchi, Junichi Kuwabara, Junichi Sakai, Hirokazu Ishikawa, Junji Shimomaki, Takanobu Hoshino, Kaoru Hoshide, Nobuyuki Maki and Akihiko Kambe who were reelected and resumed their respective offices.

Proposal 3: Appointment of One (1) Auditor

This item, which was approved as originally proposed, called for the reelection of one (1) Auditor, Masatake Yone, who was reelected and assumed his office.

Proposal 4: Appointment of One (1) Substitute Auditor

This item, which was approved as originally proposed, called for the election of one (1) Substitute Auditor, Tomitoshi Omura, who was elected and assumed his office.

Proposal 5: Bonus Payment to Directors

This item was approved as originally proposed. The total amount of bonus payment is 50 million yen (of which 45 million yen is payable to Directors and 5 million yen to Auditors)

Proposal 6: Revision of Compensation for Directors

This item was approved as originally proposed. The total amount of compensation for Directors is the performance-based compensation which is limited to the sum of 3% of consolidated net income for the fiscal year of payment and 3% of the average of the consolidated net income for the most recent four fiscal years including the said fiscal year, in addition to the fixed compensation up to ¥100 million per month.

By the resolution at the Board of Directors meeting held subsequent to the Ordinary General Shareholders Meeting, Akihiro Teramachi was elected Representative Director and President; Masamichi Ishii was elected Senior Managing Director; Takeki Shirai, Toshihiro Teramachi and Hiroshi Imano were elected Managing Directors; and they assumed their respective offices.

By the resolution at the Board of Auditors meeting, Yoshimi Sato and Kazunori Igarashi were elected Standing Auditors, and they assumed their respective offices.

Dividend Payments

The term-end dividend was determined as ¥8 per share by the resolution at the 41st Ordinary General Shareholders Meeting.

1. Shareholders who have requested that the payments be made by transfer to a bank or postal savings account are asked to confirm the enclosed Dividend Calculation Form for the 41st Term-end Dividend and Dividend Transfer Recipient Confirmation Form. If you designate the method for proportionate allocation of dividends based on the number of shares, please contact the securities company, etc., at which you have an account, for the account into which the dividend payments are to be transferred.
2. Shareholders who have not requested that the payments be made by transfer to a bank or postal savings account are asked to bring the enclosed Receipt of 41st Term-end Dividends at the nearest JAPAN POST BANK Co., Ltd. or JAPAN POST NETWORK Co., Ltd. and receive the term-end dividends during the delivery period starting from June 20, 2011 to July 20, 2011. The Receipt may also be deposited into a bank account when you have it and bring the Receipt to that bank.
3. The Dividend Calculation Form is also enclosed for shareholders who receive a dividend in exchange for the Receipt of Dividends. You may use the Dividend Calculation Form to check the dividend amount after receiving the dividend and as a reference document for filing an income tax return.

The above represents a translation, for reference and convenience only, of the original notice issued in Japanese. We did our utmost to ensure accuracy in our translation and believe it to be of the highest standard. However, due to differences of accounting, legal and other systems, as well as of language, this English version might contain inaccuracies, and therefore might be inconsistent with the original intent imported from the Japanese. In the event of any discrepancies between the Japanese and English versions, the former shall prevail as the official version.