

May 11, 2017

Company Name : THK CO., LTD.
Code number : 6481, Section 1 of Tokyo Stock Exchange
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Notice Regarding Partial Amendments to the Articles of Incorporation

At a meeting held on May 11, 2017 by the Board of Directors, it was decided to propose a resolution for approval at the 47th Ordinary General Meeting of Shareholders to be held on June 17, 2017 to amend the Articles of Incorporations as explained below.

1. Reasons for the Amendments

- (1) In line with the relocation of its head office, THK CO., LTD. (hereinafter, the "Company") plans to amend the head office location stipulated in Article 3 "Location of the Head Office" of the current Articles of Incorporations from Shinagawa-ku, Tokyo to Minato-ku, Tokyo. The relocation is intended to reinforce coordination among group companies, enhance the operational efficiency, improve the work environment, and strengthen the business continuity plan in the time of disaster, by integrating the Company's head office, branches and group company head offices.

The amendments will be effective from the date of relocation to be determined at a meeting by Board of Directors, which will be held no later than the 48th Ordinary General Meeting of Shareholders in 2018. In order to clarify this treatment, supplementary provisions will be established in the Articles of Incorporations.

- (2) The Company has decided to change its closing date of each fiscal year from March 31 to December 31 for the purposes of promoting integrated group operations and improving its management transparency through the timely and appropriate disclosure of its operating results and other business information, which will be enabled by unifying the fiscal year with its foreign subsidiaries. The Company intends to make necessary amendments to Article 13 "Effective Date," Article 14 "Convocation," Article 43 "Fiscal Year," Article 44 "Term-end Dividends," and Article 45 "Interim Dividends" in the current Articles of Incorporation.

In relation to this change, the 48th fiscal year will be nine months starting from April 1, 2017 to

December 31, 2017. The Company also intends to establish supplementary provisions to state this transitional measure.

2. Details of the Amendments

Please refer to the attached sheet.

3. Schedules

Date of the Ordinary General Meeting of Shareholders to amend the Articles of Incorporation: June 17, 2017 (Saturday)

Effective date of the amendments: June 17, 2017 (Saturday)

The amendments to Article 3 will be effective from the date of relocation to be determined at a meeting by Board of Directors, which will be held no later than the 48th Ordinary General Meeting of Shareholders in 2018.

(The proposed amendments are underlined.)

Current Articles of Incorporation	Proposed Amendments
<p>Chapter 1 General Provisions (Location of the Head Office)</p> <p>Article 3. The head office of the Company shall be located in <u>Shinagawa-ku</u>, Tokyo, Japan.</p>	<p>Chapter 1 General Provisions (Location of the Head Office)</p> <p>Article 3. The head office of the Company shall be located in <u>Minato-ku</u>, Tokyo, Japan.</p>
<p>Chapter 2 Shares (Record Date)</p> <p>Article 13. The Company shall deem the shareholders with voting rights that are stated or recorded in the final shareholder registry on <u>March 31</u> of every year to be the shareholders that may exercise rights at the Ordinary General Meeting of Shareholders for the fiscal year in question.</p> <p>2. (Articles omitted)</p>	<p>Chapter 2 Shares (Record Date)</p> <p>Article 13. The Company shall deem the shareholders with voting rights that are stated or recorded in the final shareholder registry on <u>December 31</u> of every year to be the shareholders that may exercise rights at the Ordinary General Meeting of Shareholders for the fiscal year in question.</p> <p>2. (Same as at present)</p>
<p>Chapter 3 General Meeting of Shareholders (Convocation)</p> <p>Article 14. The Company's Ordinary General Meeting of Shareholders shall be convened within three (3) months from <u>April 1</u> of every year, and an Extraordinary General Meeting of Shareholders shall be convened as necessary.</p> <p>2. (Articles omitted)</p>	<p>Chapter 3 General Meeting of Shareholders (Convocation)</p> <p>Article 14. The Company's Ordinary General Meeting of Shareholders shall be convened within three (3) months from <u>January 1</u> of every year, and an Extraordinary General Meeting of Shareholders shall be convened as necessary.</p> <p>2. (Same as at present)</p>
<p>Chapter 7 Accounts (Fiscal Year)</p>	<p>Chapter 7 Accounts (Fiscal Year)</p>

<p>Article 43. The Company’s fiscal year shall be from <u>April 1 of every year to March 31 of the following year.</u></p> <p>(Term-end Dividends)</p> <p>Article 44. By resolution of the General Meeting of Shareholders, the Company shall pay to the shareholders or registered pledgees of shares stated or recorded in the final shareholder registry on <u>March 31</u> of every year, cash dividends of surplus (hereinafter referred to as “Term-end Dividends”).</p> <p>(Interim Dividends)</p> <p>Article 45. By resolution of the Board of Directors, the Company may distribute to the shareholders or registered pledgees of shares stated or recorded in the final shareholder registry on <u>September 30</u> of every year, the dividends of surplus provided for in Article 454, paragraph (5) of the Companies Act (hereinafter referred to as “Interim Dividends”).</p> <p>Supplementary Provisions</p> <p>1. (Paragraph omitted) (Newly established)</p>	<p>Article 43. The Company’s fiscal year shall be from <u>January 1 to December 31 of every year.</u></p> <p>(Term-end Dividends)</p> <p>Article 44. By resolution of the General Meeting of Shareholders, the Company shall pay to the shareholders or registered pledgees of shares stated or recorded in the final shareholder registry on <u>December 31</u> of every year, cash dividends of surplus (hereinafter referred to as “Term-end Dividends”).</p> <p>(Interim Dividends)</p> <p>Article 45. By resolution of the Board of Directors, the Company may distribute to the shareholders or registered pledgees of shares stated or recorded in the final shareholder registry on <u>June 30</u> of every year, the dividends of surplus provided for in Article 454, paragraph (5) of the Companies Act (hereinafter referred to as “Interim Dividends”).</p> <p>Supplementary Provisions</p> <p>1. (Same as at present)</p> <p><u>2. The amendments to Article 3 (Location of the Head Office) shall take effect as of the date of head office relocation which will be determined at a meeting of the Board of Directors to be held before the 48th Ordinary General Meeting of Shareholders in 2018. This paragraph shall be deleted as of the effective date of head office relocation.</u></p>
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<p>(Newly established)</p>	<p><u>3. Notwithstanding the provision of Article 43 (Fiscal Year), the 48th fiscal year shall be nine months from April 1, 2017 to December 31, 2017.</u></p>
<p>(Newly established)</p>	<p><u>4. Notwithstanding the provision of Article 45 (Interim Dividends), the record date of Interim Dividends for the 48th fiscal year shall be September 30, 2017. The preceding paragraph and this paragraph shall be deleted as of the end of the 48th fiscal year.</u></p>