

The following documents are English translations of the USS Co., Ltd. Notice of Resolutions at the 31st Annual General Meeting of Shareholders (for the fiscal year ended March 31, 2011). USS is providing this translation solely for your convenience and does not make any guarantee that this document is accurate.

(Securities code: 4732)

USS Co., Ltd.
507-20 Shinpo-machi, Tokai, Aichi, Japan

Notice of Resolutions at the 31st Annual General Meeting of Shareholders

June 28, 2011

Dear Shareholders:

The following items were reported and the following resolutions were passed at the 31st Annual General Meeting of Shareholders (for the fiscal year ended March 31, 2011) of USS Co., Ltd. (“the Company”), held on June 28, 2011.

Sincerely,

Yukihiro Ando
President and Representative Director

Meeting Agenda:

Items reported:

1. The contents of the Business Report, the contents of the consolidated financial statements, and the results of the audit of consolidated financial statements by accounting auditors and the Board of Corporate Auditors for the Company's 31st business term (from April 1, 2010 to March 31, 2011)
2. The financial reports for the Company's 31st business term (from April 1, 2010 to March 31, 2011)

Items resolved:

Item 1: Appropriation of retained earnings

The proposition was approved with no revisions.

A year-end dividend of 101 yen per share applicable to the 31st business term was also approved.

Item 2: Election of 18 directors

The proposition was approved with no revisions. The following candidates for directors were elected and appointed: Futoshi Hattori, Yukihiro Ando, Fumihiko Tamura, Shigeo Hara, Dai Seta, Motohiro Masuda, Eiji Gono, Toshio Mishima, Masafumi Yamanaka, Hiromitsu Ikeda, Masayuki Akase, Hiroaki Inoue, Yasuhisa Koga, Hiroshi Kojima, Hideo Okada, Isamu Hayashi, Satoru Madono and Koji Sato.

Officers of the Company

Representative Directors and Executive Directors were elected at a meeting of the Board of Directors held after the 31st Annual General Meeting of the Shareholders. In addition, full-time corporate auditors were elected at a meeting of the Board of Corporate Auditors.

Upon the end of the annual meeting, the Company has the following directors and corporate auditors:

Title	Name
Chairman and Representative Director	Futoshi Hattori
President and Representative Director	Yukihiro Ando
Vice Chairman and Representative Director	Fumihiko Tamura
Vice Chairman and Representative Director	Shigeo Hara
Vice President and Representative Director	Dai Seta
Executive Vice President	Motohiro Masuda
Executive Vice President	Eiji Gono
Senior Managing Director	Toshio Mishima
Junior Managing Director	Masafumi Yamanaka
Junior Managing Director	Hiromitsu Ikeda
Junior Managing Director	Masayuki Akase
Director	Hiroaki Inoue
Director	Yasuhisa Koga
Director	Hiroshi Kojima
Outside Director	Hideo Okada
Outside Director	Isamu Hayashi
Outside Director	Satoru Madono
Outside Director	Koji Sato
Outside Corporate Auditor (full time)	Masura Takei
Outside Corporate Auditor (full time)	Yukihiko Inoue
Outside Corporate Auditor	Isao Otsuka