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To All Stakeholders

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Additional Information Concerning the Trust Employee Shareholding Incentive Plan (E-Ship®)

USS Co., Ltd. announced the establishment of an employee shareholding incentive plan (“the Plan” hereafter) in a press release dated February 14, 2012 titled “USS To Establish Trust Employee Shareholding Incentive Plan (E-Ship®).” Today, USS is announcing additional information about the Plan, including the date of establishment, amount to be borrowed, length of the Plan and other items. Newly determined items are underlined.

1. Profile of USS Employee Stock Ownership Plan Trust

- (1) Name USS Employee Stock Ownership Plan Trust (“E-Ship Trust” hereafter)
- (2) Trustor USS Co., Ltd.
- (3) Trustee The Nomura Trust & Banking Co., Ltd.
- (4) Beneficiaries Individuals who fulfill the requirements to be beneficiaries (individuals must complete the prescribed procedure once confirmed eligible to be beneficiaries)
- (5) Trust contract date March 8, 2012
- (6) Trust period March 8, 2012 to March 7, 2017
- (7) Trust objectives The objectives are to provide a stable and consistent supply of stock to the USS Employee Stock Ownership Plan and to distribute trust assets to qualified beneficiaries

(8) Requirements for beneficiaries

Qualified beneficiaries are individuals who have completed the prescribed procedure and who are alive on the starting date for the procedure to confirm qualified beneficiaries (date of completion of conversion and disposal of trust assets upon completion of trust period, date when all USS stock held by the trust has been sold to the ESOP, etc.), belong to the USS Employee Stock Ownership Plan (however, also includes individuals who leave the ESOP due to election as a director or corporate auditor, termination of membership due to transfer, or upon reaching the mandatory retirement age on or after the trust contract signing date and up to the starting date for the procedure to confirm qualified beneficiaries), and not be subject to an asset freeze or other economic sanctions prescribed in the Foreign Exchange and Foreign Trade Law (Law No. 228 of 1949, “Foreign Exchange Law” hereafter) (defined as parties specified by the provisions of Article 6, Paragraph 1 of the Foreign Exchange Ordinance (Ordinance No. 260 of 1980) based on Article 16 of the Foreign Exchange Law).

2. Purchase of USS stock by the E-Ship Trust

- (1) Type of stock USS common stock
- (2) Total purchase price 1,000 million yen (total of E-Ship Trust loans)
- (3) Purchase period March 12, 2012 to March 23, 2012
- (4) Purchase method Stock is to be purchased on stock exchanges

(Reference)

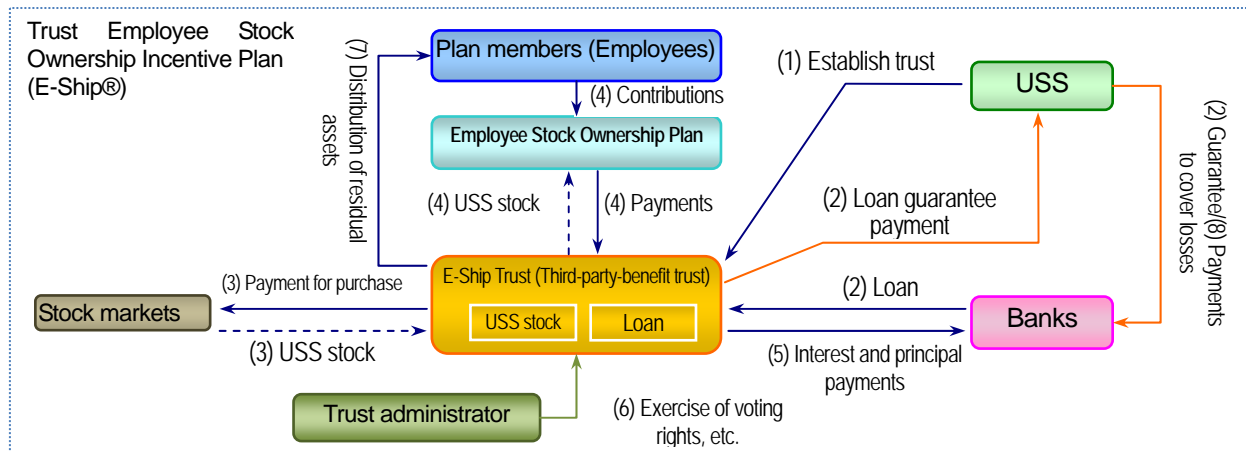
1. Overview of the Plan

The Plan is an incentive plan for all employees who belong to the USS employee stock ownership plan. USS will establish the E-Ship Trust at a trust bank and this trust will purchase the number of shares of USS stock that is expected to be purchased by the Employee Stock Ownership Plan over the five-year period beginning on the trust establishment date.

The E-Ship Trust will sell this stock on a continuous basis to the ESOP. If the E-Ship Trust has capital gains from the sale of this stock when the trust is terminated, these capital gains will be distributed as residual trust assets to individuals who are qualified as beneficiaries. USS will guarantee the loans obtained by the E-Ship Trust to purchase USS stock. Consequently, in accordance with the guarantee agreement, USS will cover any remaining liabilities of the trust if the trust has a cumulative capital loss on sales of stock due to a drop in the USS stock price. In this case, when the trust is terminated, USS would repay the remaining portion of the loan that is equal to these capital losses.

The Plan gives employees an additional incentive to increase the company's value over the medium and long terms. In addition, as a means of expanding employee benefits, the Plan uses the expansion of the ESOP to encourage employees to purchase more USS stock. The Plan thus has the dual goals of increasing corporate value and helping employees accumulate savings.

2. Structure of the Plan



- (1) USS will establish the E-Ship Trust (third-party-benefit trust) with qualified members of the ESOP as beneficiaries.
- (2) The E-Ship trust will borrow the amount from banks that is needed to purchase USS stock. USS will sign a guarantee agreement with the E-Ship Trust and banks for this loan and the E-Ship trust will pay USS a loan guarantee fee.
- (3) The E-Ship Trust will purchase on stock markets the amount of USS stock that is expected to be purchased by the ESOP during the trust period.
- (4) During the trust period, the E-Ship trust will continuously sell the USS stock acquired as described in item 3 to the ESOP at the market price and in accordance with a plan (terms and methods).
- (5) The E-Ship Trust will use proceeds from the sale of USS stock to the ESOP and dividends received from this stock to make interest and principal payments for the loans.
- (6) For USS stock held by the E-Ship Trust, the trust administrator selected to serve the beneficiaries will submit voting instructions and perform other activities.
- (7) If assets remain in the trust when the trust ends because the USS stock price has increased or for another reason, these assets will be distributed to qualified beneficiaries.
- (8) If there is an unpaid portion of the trust's loan when the trust ends because the USS stock price has decreased or for another reason, this portion will be repaid in accordance with the guarantee contract.

*E-Ship® is a registered trademark of The Nomura Trust & Banking Co., Ltd.

E-Ship® (abbreviation for Employee Shareholding Incentive Plan) is a new type of incentive plan for employees that was developed by Nomura Securities and Nomura Trust & Banking based on conventional employee stock ownership plans, using as reference the employee stock ownership plans that are widely used in the United States.