

(Translation)

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NOTICE OF RESOLUTIONS ADOPTED
AT THE ONE HUNDRED AND FORTY-NINTH (149TH)
ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF KOMATSU LTD.

Securities Code: 6301
June 19, 2018

Dear Shareholders:

This is to inform you that at the 149th Ordinary General Meeting of Shareholders of Komatsu Ltd. (hereinafter “the Company”) held today, reports and resolutions were made as follows:

Details

Items Reported:

- (1) The Business Report and the Consolidated Financial Statements for the 149th fiscal year (April 1, 2017 – March 31, 2018), as well as the Accounting Auditors’ Report and the Audit & Supervisory Board’s Report on the Result of the Audited Consolidated Financial Statements.

- (2) The Non-Consolidated Financial Statements for the 149th fiscal year (April 1, 2017 – March 31, 2018).

The above items were reported.

Items Resolved:

Item 1: Appropriation of Surplus

This proposal was approved as originally proposed, and it was decided that the year-end dividend for the 149th fiscal year (year-end dividends of surplus) is JPY 48 per one (1) common share of the Company.

Item 2: Election of Eight (8) Directors

This proposal was approved as originally proposed. Eight (8) Directors were elected as follows, and have assumed their positions as Directors.

(Reelected)

Messrs. Kunio Noji, Tetsuji Ohashi, Mikio Fujitsuka, Masayuki Oku,
Mitoji Yabunaka and Makoto Kigawa

(Newly elected)

Mr. Hiroyuki Ogawa and Ms. Kuniko Urano

Item 3: Election of One (1) Audit & Supervisory Board Member

This proposal was approved as originally proposed. Mr. Hirohide Yamaguchi was reelected and has assumed his position as Audit & Supervisory Board Member.

Item 4: Payment of Bonuses for Directors

As proposed, it was approved that the Company would pay bonuses within the range of JPY 255 million in total to the eight (8) Directors who were in office as of the end of the 149th fiscal year (of which, JPY 9 million in total to the three (3) Outside Directors).

Item 5: Revision of the Amount of Remuneration for Directors and Audit & Supervisory Board Members

This proposal was approved as originally proposed, and it was changed that the maximum amount of remuneration for the Directors in total shall not exceed JPY 1,500 million per year (of which, payment to the Outside Directors shall not exceed JPY 100 million per year) and the maximum amount of remuneration for the Audit & Supervisory Board Members in total shall not exceed JPY 200 million per year.

Item 6: Determination of the Amount of Remuneration in the Restricted Stock Compensation System for Directors

As proposed, it was approved that the Company would pay the remuneration for granting the restricted stock to the Directors (excluding the Outside Directors) as monetary compensation receivables, separately from the amount of remuneration for the Directors set forth in Item 5, no more than JPY 360 million per year with respect to “Stock-Based Remuneration A (Performance-Based Remuneration for a Single Year),” and no more than JPY 180 million per year with respect to “Stock-Based Remuneration B (Performance-Based Remuneration Linked to Performance of Mid-Range Management Plan).”

END