FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D. C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of

the Securities Exchange Act of 1934

For the month of July 2005

COMMISSION FILE NUMBER: 1-7239

KOMATSU LTD.

Translation of registrant s name into English

3-6 Akasaka 2-chome, Minato-ku, Tokyo, Japan

Address of principal executive offices

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Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F x Form 40-F "

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes "No x

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

Table of Contents

INFORMATION TO BE INCLUDED IN REPORT

1. <u>A company announcement made on July 19, 2005</u>

Table of Contents

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

KOMATSU LTD. (Registrant)

Date: July 22, 2005

By: /s/ Kenji Kinoshita

Kenji Kinoshita Senior Executive Officer

Table of Contents

For Immediate Release

Komatsu Ltd.

2-3-6 Akasaka, Minato-ku, Tokyo 107-8414, Japan Corporate Communications Dept. Tel: +81-(0)3-5561-2616 Date: July 19, 2005 URL: http://www.komatsu.com/

Purchase of Its Own Shares through the Market

This is to notify that the purchase of its own shares was executed through the market pursuant to Article 211-3-1-2 of the Commercial Code of Japan in manners as noted below. Komatsu Ltd. has completed the purchase of its own shares, which was resolved at the Board of Directors Meeting held on June 24, 2005.

Notes

Period of purchase: Total number of shares purchased: Total cost of purchase: Method of purchase:

[Reference]

Authorization at the Board of Directors Meeting held on June 24, 2005.

Type of Shares to be purchased: Total Number of Shares to be purchased: Total Cost of purchase: Period to be purchased: From July 4 to July 19, 2005. 1,700,000 shares. 1,535,529,000 yen. Through Tokyo Stock Exchange.

Outstanding Common stock of Komatsu Ltd. Up to 1,700,000 shares. Up to 1,800,000,000 yen. From July 1 to July 29, 2005.

(end)