

Securities Code: 5108
Bridgestone Corporation
1-1, Kyobashi 3-chome, Chuo-ku
Tokyo, Japan

March 2, 2017

Re: Notice of the 98th Annual Shareholders' Meeting

Dear Shareholders:

You are cordially invited to attend Bridgestone Corporation's 98th Annual Shareholders' Meeting, as described in this letter.

If for some reason you cannot attend, you may exercise your voting rights in writing (by mailing) or via an electromagnetic method (through the Internet, etc.). Please review the Reference to Exercise of Voting Rights provided below, then (1) indicate your vote of approval or disapproval on the enclosed Exercise of Voting Rights form and return the form to us, or (2) exercise your voting rights on the Web site (<http://www.web54.net>) or otherwise by 6:00 p.m. on Thursday, March 23, 2017.

Very truly yours,

Masaaki Tsuya
Member of the Board
CEO and Representative Executive Officer
Concurrently Chairman of the Board

The 98th Annual Shareholders' Meeting

1. Date and time: Friday, March 24, 2017, at 10:00 a.m.
2. Location: "Hiten", the Main Banquet Hall, Grand Prince Hotel New Takanawa
3-13-1, Takanawa, Minato-ku, Tokyo, Japan
*Please be noted that the meeting will be held in a different place from the previous year.
*No souvenirs will be provided to the shareholders attending the meeting.
3. Purpose of the meeting
Matters to be reported:
 1. Business Report and Consolidated Financial Statements for the 98th Fiscal Year (January 1, 2016 through December 31, 2016), as well as Audit Reports of the Accounting Auditor and the Audit Committee for the Consolidated Financial Statements
 2. Financial Statements for the 98th Fiscal Year (January 1, 2016 through December 31, 2016)Matters to be resolved:
 - Proposal 1** Appropriation of Surplus
 - Proposal 2** Election of Eleven (11) Members of the Board

The details of the respective proposals are as per "Reference to Exercise of Voting Rights" provided below.

4. Other matters related to the Annual Shareholders' Meeting

(1) Handling of the duplicated exercises of voting rights by the same shareholder

If any shareholder has exercised his/her voting rights multiple times via the Internet, etc., only the final execution shall be deemed as his/her effective exercise of voting rights.

If any shareholder has exercised his/her voting rights both via the Internet, etc., and by sending the Exercise of Voting Rights form, only the last one to arrive at the Company shall be deemed effective, provided, however, that only the exercise of voting rights via the Internet, etc., shall be deemed effective if both arrive at the Company on the same day.

(2) Conditions for the exercise of voting rights by proxy

All shareholders may exercise their voting rights through a proxy, who shall be one of the shareholders having voting rights of the Company.

Such shareholder or his/her proxy shall submit a document certifying the proxy right (e.g., power of attorney) to the Company.

(3) Handling of requests for the Exercise of Voting Rights form by shareholders who have approved in advance the sending of Notices of Annual Shareholders' Meetings via an electromagnetic method

If any shareholder who has approved the sending of Notices via an electromagnetic method wishes the delivery of an Exercise of Voting Rights form, he/she is requested to contact the dedicated phone service, which is stated in the Inquiries on Electronification of the Notice described on page 13 (Transfer Agent Business Center, Sumitomo Mitsui Trust Bank, Limited).

Note:

The Business Report, the Consolidated Financial Statements, the Financial Statements and the Audit Reports are enclosed in the "Business Report for the 98th Fiscal Period."

The following matters that are not stated in the "Business Report for the 98th Fiscal Period" are provided to our shareholders by posting relevant information on the Company's Web site (<http://www.bridgestone.com/>) in accordance with the relevant provisions of the laws and regulations and the Articles of Incorporation.

Business Report:

"Stock Acquisition Rights",
"Independent Auditors" and
"Systems to Ensure Compliance of the Executive Officers' Execution of Duties with Laws and Regulations and the Articles of Incorporation, as well as Other Systems to Ensure the Propriety of Business Operations"

Consolidated Financial Statements:

"Consolidated Statement of Changes in Equity" and
"Notes to Consolidated Financial Statements"

Non-consolidated Financial Statements:

"Non-consolidated Statement of Changes in Equity" and
"Notes to Non-consolidated Financial Statements"

Notes:

- 1) Attendees are asked to return their Exercise of Voting Rights forms to the receptionist on the day of the meeting.
- 2) Attendees are asked to beat the rush to the venue for the meeting as the reception area is overcrowded just before opening of the meeting.
- 3) If you exercise your voting rights on the Web site (<http://www.web54.net>), please refer to "Exercise of Voting Rights via the Internet, etc." described on page 13.
- 4) Attendees are asked to bring this Notice of the 98th Annual Shareholders' Meeting and the attached documents to the venue on the day of the meeting.

Guidance:

Should any revision be needed with regard to the Reference to Exercise of Voting Rights, the Business Report, the Consolidated Financial Statements and/or the Financial Statements, the Company will publish such revision on the Company's Web site (<http://www.bridgestone.co.jp/>).

Reference to Exercise of Voting Rights

Proposals and Reference Information

Proposal 1 Appropriation of Surplus

It is proposed to disburse the year-end dividend as appropriation of the surplus for the year according to the schedule shown below in view of the year's closing results, and the interest of promoting corporate strength, future business development and other aspects.

(1) Disbursement of dividends to shareholders and total amount thereof

It is proposed that a total amount of 54,828,233,880 yen (seventy (70) yen per share) be disbursed.

Accordingly, the fiscal year's total dividend, including the interim dividend, would be one hundred and forty (140) yen per share.

(2) Effective date of the disbursement of dividends from surplus

It is proposed to set the effective date for the disbursement of dividends to be March 27, 2017.

Proposal 2 Election of Eleven (11) Members of the Board



The term of office of all the eleven (11) current Members of the Board expires at the close of this shareholders' meeting. Accordingly, it is proposed that eleven (11) nominees be appointed as Members of the Board.



In order to maintain the proper composition of the Board of Directors, each candidate has been determined through strict selection procedures at the Nominating Committee of the Company, in accordance with the "Nominating Policy for appointment to the Board" (as described on page 11 prescribed by the Committee.



The table below lists the nominees for the position.



Nominee No.	Name			
1	Masaaki Tsuya	Renomination		
2	Kazuhisa Nishigai	Renomination		
3	Narumi Zaitso	New Nomination		
4	Kenichi Togami	Renomination		
5	Sakie Tachibana Fukushima	Renomination	Outside Director	Independent Director
6	Scott Trevor Davis	Renomination	Outside Director	Independent Director
7	Yuri Okina	Renomination	Outside Director	Independent Director
8	Kenichi Masuda	Renomination	Outside Director	Independent Director
9	Kenzo Yamamoto	Renomination	Outside Director	Independent Director
10	Keikou Terui	Renomination	Outside Director	Independent Director
11	Seiichi Sasa	Renomination	Outside Director	Independent Director



Nominees for Members of the Board


Nominee No.	Name (Date of birth)	Brief personal history, position, assignment and important concurrent positions
1	 <p data-bbox="357 517 507 568">Masaaki Tsuya (June 22, 1952)</p> <div data-bbox="312 600 552 629" style="border: 1px solid black; padding: 2px; text-align: center;">Renomination</div> <ul data-bbox="280 651 592 846" style="list-style-type: none"> • The term of office as Member of the Board: 9 years • Attendance at the Board of Directors for the year: 100% 14 of 14 • Number of shares owned: 33,700 	<p data-bbox="619 371 1433 730"> April 1976 Joined Bridgestone Tire Co., Ltd. (Now Bridgestone Corporation) January 2006 Director, Division of the Executive Office March 2006 Vice President and Officer March 2008 Became a Member of the Board Vice President and Senior Officer September 2011 Became a Representative Board Member Senior Vice President March 2012 CEO and Representative Board Member March 2013 CEO and Representative Board Member, Concurrently Chairman of the Board March 2016 Member of the Board to Present CEO and Representative Executive Officer Concurrently Chairman of the Board </p> <p data-bbox="268 853 1433 1032"> (Reason for nomination as Member of the Board) Since Mr. Masaaki Tsuya joined the Company, he has accumulated abundant business experience through the engagement in such fields as international relations, human resources and public relations, and promotion of internal control, and has strongly promoted management reforms including strengthening corporate governance since his appointment as CEO and Representative Board Member in 2012. The Company has determined that Mr. Masaaki Tsuya qualifies for Member of the Board as he is expected to contribute to the enhancement of corporate value continuously by utilizing his global business experience and insight for corporate management. </p>
2	 <p data-bbox="341 1301 523 1352">Kazuhisa Nishigai (July 29, 1950)</p> <div data-bbox="312 1384 552 1413" style="border: 1px solid black; padding: 2px; text-align: center;">Renomination</div> <ul data-bbox="280 1435 592 1630" style="list-style-type: none"> • The term of office as Member of the Board: 9 years • Attendance at the Board of Directors for the year: 100% 14 of 14 • Number of shares owned: 22,800 	<p data-bbox="619 1155 1433 1458"> April 1975 Joined Bridgestone Tire Co., Ltd. (Now Bridgestone Corporation) April 2004 Director, Process Engineering Development Division January 2005 Vice President and Officer October 2007 Vice President and Senior Officer March 2008 Became a Member of the Board Vice President and Senior Officer March 2010 Became a Representative Board Member Senior Vice President March 2012 COO and Representative Board Member March 2016 Member of the Board to Present COO and Representative Executive Officer </p> <p data-bbox="268 1637 1433 1816"> (Reason for nomination as Member of the Board) Since Mr. Kazuhisa Nishigai joined the Company, he has accumulated abundant business experience through the engagement in such fields as production technology, plant management and sales. Since his appointment as COO and Representative Board Member in 2012, he has strongly promoted management reforms including the expansion of tire business and diversified products business. The Company has determined that Mr. Kazuhisa Nishigai qualifies for Member of the Board as he is expected to contribute to the enhancement of corporate value continuously by utilizing his global business experience and insight for corporate management. </p>

Nominee No.	Name (Date of birth)	Brief personal history, position, assignment and important concurrent positions
3	 <p data-bbox="347 517 517 577">Narumi Zaitso (April 23, 1950)</p> <p data-bbox="312 600 552 629">New Nomination</p> <ul data-bbox="277 678 544 734" style="list-style-type: none"> • Number of shares owned: 20,100 	<p data-bbox="619 394 1433 723"> April 1973 Joined Bridgestone Tire Co., Ltd. (Now Bridgestone Corporation) February 2004 Director, Production Technology Management Division October 2006 Vice President and Officer March 2010 Vice President and Senior Officer March 2012 Became a Member of the Board Vice President and Senior Officer January 2013 Member of the Board Senior Vice President March 2016 Executive Vice President and Executive Officer January 2017 Executive Vice President and Officer to Present Assistant to Executive Vice President and Executive Officer Responsible for Corporate Administration </p>
<p data-bbox="268 987 751 1016">(Reason for nomination as Member of the Board)</p> <p data-bbox="268 1016 1422 1171">Since Mr. Narumi Zaitso joined the Company, he has accumulated abundant business experience through the engagement in such fields as manufacturing, production technology and international business. Since his appointment as Vice President and Senior Officer in 2010, he had been in charge of production technology, quality management and international tire business, etc. The Company has determined that Mr. Narumi Zaitso qualifies for Member of the Board as he is expected to contribute to the enhancement of corporate value continuously by utilizing the broad business experience and insight for corporate management.</p>		
4	 <p data-bbox="339 1435 525 1496">Kenichi Togami (February 2, 1955)</p> <p data-bbox="312 1518 552 1547">Renomination</p> <ul data-bbox="277 1570 592 1738" style="list-style-type: none"> • The term of office as Member of the Board: 1 year • Attendance at the Board of Directors for the year: 100% 11 of 11 • Number of shares owned: 6,000 	<p data-bbox="619 1283 1433 1559"> April 1977 Joined Bridgestone Tire Co., Ltd. (Now Bridgestone Corporation) August 2010 Director, Diversified Products, Sports & Cycle Business Administration Office January 2014 Director, Internal Auditing Office March 2014 Vice President and Officer January 2015 Vice President and Officer, International Tire Business Operations January 2016 Assistant to Executive Vice President, Responsible for Corporate Planning March 2016 Became a Member of the Board to Present </p>
<p data-bbox="268 1744 751 1774">(Reason for nomination as Member of the Board)</p> <p data-bbox="268 1774 1422 1957">Since Mr. Kenichi Togami joined the Company, he has accumulated abundant business experience through the engagement in such fields as finance, diversified products business, internal auditing and international business, and since 2016, while engaging in appropriate decision making of the Board of Directors as a Member of the Board, he has been in charge of auditing of the entire Bridgestone Group and promoting strengthening of the audit system as a member of the Audit Committee. The Company has determined that Mr. Kenichi Togami qualifies for Member of the Board as he is expected to contribute to the enhancement of corporate value continuously by utilizing the broad business experience and insight for corporate management.</p>		

Nominee No.	Name (Date of birth)	Brief personal history, position, assignment and important concurrent positions
5	 <p data-bbox="293 521 571 577">Sakie Tachibana Fukushima (September 10, 1949)</p> <div data-bbox="312 611 552 645" style="border: 1px solid black; padding: 2px; text-align: center;">Renomination</div> <div data-bbox="312 663 552 696" style="border: 1px solid black; padding: 2px; text-align: center;">Outside Director</div> <div data-bbox="312 714 552 748" style="border: 1px solid black; padding: 2px; text-align: center;">Independent Director</div> <ul data-bbox="277 763 592 958" style="list-style-type: none"> • The term of office as Member of the Board: 7 years • Attendance at the Board of Directors for the year: 100% 14 of 14 • Number of shares owned: 1,500 	<p data-bbox="619 349 1385 488">June 1980 Joined Braxton International September 1987 Joined Bain & Company Japan, Inc. August 1991 Joined Korn/Ferry International May 1995 Member of the Board of Directors, Korn/Ferry International Global Headquarters</p> <p data-bbox="619 490 1385 595">September 2000 Country Manager-Japan, Korn/Ferry International July 2001 Regional Managing Director-Japan, Korn/Ferry International May 2009 Chairman & Representative Director-Japan, Korn/Ferry International</p> <p data-bbox="619 598 1299 703">March 2010 Became a Member of the Board as Outside Director to Present July 2010 Representative Director, G&S Global Advisors Inc. to Present</p> <p data-bbox="619 705 1145 846">(Important concurrent positions) Representative Director of G&S Global Advisors Inc. Outside Director of Ajinomoto Co., Inc. Outside Director of J. FRONT RETAILING Co., Ltd. Outside Director, USHIO INC.</p>
<p data-bbox="268 965 703 992">(Reason for nomination as Outside Director)</p> <p data-bbox="268 994 1433 1182">Ms. Sakie Tachibana Fukushima has deep insight regarding human resources with a global perspective, as well as abundant expertise on and experience in international corporate management and has been contributing to appropriate decision making of the Board of Directors as Outside Director since 2010. Since 2016, she has further been playing a leading role in enhancing deliberation and exercising authorities, etc. as Chairperson of the Nominating Committee, and participating in active deliberation as a member of the Compensation Committee. The Company has determined that Ms. Sakie Tachibana Fukushima continuously qualifies for Outside Director in view of these experiences, insights and achievements.</p>		
6	 <p data-bbox="325 1440 539 1496">Scott Trevor Davis (December 26, 1960)</p> <div data-bbox="312 1529 552 1563" style="border: 1px solid black; padding: 2px; text-align: center;">Renomination</div> <div data-bbox="312 1581 552 1615" style="border: 1px solid black; padding: 2px; text-align: center;">Outside Director</div> <div data-bbox="312 1632 552 1666" style="border: 1px solid black; padding: 2px; text-align: center;">Independent Director</div> <ul data-bbox="277 1682 592 1839" style="list-style-type: none"> • The term of office as Member of the Board: 6 years • Attendance at the Board of Directors for the year: 86% 12 of 14 • Number of shares owned: 0 	<p data-bbox="619 1301 1369 1357">April 1990 Researcher, The Japan Institute of Labour (Now The Japan Institute for Labour Policy and Training)</p> <p data-bbox="619 1359 1369 1415">April 2001 Professor, Department of International Economics, Reitaku University</p> <p data-bbox="619 1417 1417 1473">April 2006 Professor, Department of Global Business, College of Business, Rikkyo University to Present</p> <p data-bbox="619 1476 1299 1532">March 2011 Became a Member of the Board as Outside Director to Present</p> <p data-bbox="619 1534 1433 1639">(Important concurrent positions) Professor, Department of Global Business, College of Business, Rikkyo University Outside Director of Seven & i Holdings Co., Ltd. Outside Director, Sampo Holdings, Inc.</p>
<p data-bbox="268 1845 703 1872">(Reason for nomination as Outside Director)</p> <p data-bbox="268 1874 1433 2058">Mr. Scott Trevor Davis has excellent academic knowledge in the field of sociology and international business administration, as well as abundant wisdom regarding CSR in Japan and overseas and has been contributing to appropriate decision making of the Board of Directors as Outside Director since 2011. Since 2016, he has been participating in active deliberation as a member of the Nominating Committee and Compensation Committee, and playing a leading role in enhancing deliberation, etc. as Chairperson of the Governance Committee and Compliance Committee. The Company has determined that Mr. Scott Trevor Davis would appropriately continue to execute the duties of an Outside Director in view of these experiences, insights and achievements.</p>		

Nominee No.	Name (Date of birth)	Brief personal history, position, assignment and important concurrent positions
7	 <p data-bbox="347 521 517 577">Yuri Okina (March 25, 1960)</p> <div data-bbox="312 602 552 629" style="border: 1px solid black; padding: 2px; text-align: center;">Renomination</div> <div data-bbox="312 651 552 678" style="border: 1px solid black; padding: 2px; text-align: center;">Outside Director</div> <div data-bbox="312 701 552 728" style="border: 1px solid black; padding: 2px; text-align: center;">Independent Director</div> <ul data-bbox="280 752 592 920" style="list-style-type: none"> • The term of office as Member of the Board: 3 years • Attendance at the Board of Directors for the year: 100% 14 of 14 • Number of shares owned: 0 	<p data-bbox="619 353 1410 752"> April 1984 Joined Bank of Japan April 1992 Joined The Japan Research Institute, Limited May 2003 Director of Industrial Revitalization Commission, the Industrial Revitalization Corporation of Japan (part-time position) October 2005 Council Member, SCIENCE COUNCIL OF JAPAN June 2006 Research Director, Chief Economist, The Japan Research Institute, Limited April 2010 Guest Professor, Waseda University March 2014 Became a Member of the Board as Outside Director to Present June 2014 Vice Chairman of the Institute, The Japan Research Institute, Limited to Present September 2014 Invited Professor, Keio University to Present </p> <p data-bbox="619 752 1299 864">(Important concurrent positions) Vice Chairman of the Institute, The Japan Research Institute, Limited Outside Director of Nippon Yusen Kabushiki Kaisha (NYK LINE) Outside Director of Seven Bank, Ltd. </p>
<p data-bbox="268 927 703 954">(Reason for nomination as Outside Director)</p> <p data-bbox="268 954 1433 1115">Ms. Yuri Okina has significant research experience regarding financial systems and financial administration, as well as abundant knowledge of economics and financial situations, and has been contributing to appropriate decision making of the Board of Directors as Outside Director since 2014. Since 2016, she has been playing a leading role in enhancing deliberation and exercising authorities, etc. as Chairperson of the Compensation Committee, and participating in active deliberation as a member of the Nominating Committee. The Company has determined that Ms. Yuri Okina continuously qualifies for Outside Director in view of these experiences, insights and achievements.</p>		
8	 <p data-bbox="339 1373 525 1429">Kenichi Masuda (January 11, 1963)</p> <div data-bbox="312 1453 552 1480" style="border: 1px solid black; padding: 2px; text-align: center;">Renomination</div> <div data-bbox="312 1503 552 1529" style="border: 1px solid black; padding: 2px; text-align: center;">Outside Director</div> <div data-bbox="312 1552 552 1579" style="border: 1px solid black; padding: 2px; text-align: center;">Independent Director</div> <ul data-bbox="280 1603 592 1771" style="list-style-type: none"> • The term of office as Member of the Board: 1 year • Attendance at the Board of Directors for the year: 100% 14 of 14 • Number of shares owned: 0 	<p data-bbox="619 1205 1433 1541"> April 1988 Lawyer, Admitted in Japan to Present September 1993 Lawyer, Admitted in New York to Present January 1997 Partner, Anderson Mori (Japanese law firm: Now Anderson Mori & Tomotsune) to Present April 2010 Adjunct Lecturer, Graduate Schools for Law and Politics, The University of Tokyo March 2011 Became an Outside Corporate Auditor March 2016 Became a Member of the Board as Outside Director to Present </p> <p data-bbox="619 1541 1283 1630">(Important concurrent positions) Partner of Anderson Mori & Tomotsune Outside Corporate Auditor of LIFENET INSURANCE COMPANY Audit & Supervisory Board Member, Mercuria Investment Co., Ltd. </p>
<p data-bbox="268 1823 703 1850">(Reason for nomination as Outside Director)</p> <p data-bbox="268 1850 1433 2007">Mr. Kenichi Masuda has abundant professional career and experience as a lawyer at law firms in Japan and overseas, as well as his expertise as represented by his current experience of teaching corporate law at a graduate school of law and has been contributing to audits as Outside Corporate Auditor since 2011. Since 2016, he has been contributing to appropriate decision making of the Board of Directors as Outside Director and playing a leading role as Chairperson of the Audit Committee. The Company has determined that Mr. Kenichi Masuda would appropriately continue to execute the duties of an Outside Director in view of these experiences, insights and achievements.</p>		

Nominee No.	Name (Date of birth)	Brief personal history, position, assignment and important concurrent positions
9	 <p data-bbox="341 521 523 577">Kenzo Yamamoto (January 21, 1954)</p> <div data-bbox="312 602 552 629" style="border: 1px solid black; padding: 2px; text-align: center;">Renomination</div> <div data-bbox="312 651 552 678" style="border: 1px solid black; padding: 2px; text-align: center;">Outside Director</div> <div data-bbox="312 701 552 728" style="border: 1px solid black; padding: 2px; text-align: center;">Independent Director</div> <ul data-bbox="280 752 592 920" style="list-style-type: none"> • The term of office as Member of the Board: 1 year • Attendance at the Board of Directors for the year: 100% 11 of 11 • Number of shares owned: 200 	<p data-bbox="619 293 1417 405">April 1976 Joined Bank of Japan February 2002 Director-General, Financial Markets Department, Bank of Japan May 2003 Chief Representative in New York, Bank of Japan December 2003 General Manager for the Americas and Chief Representative in New York, Bank of Japan</p> <p data-bbox="619 434 1417 490">July 2005 Director-General, Payment and Settlement Systems Department, Bank of Japan</p> <p data-bbox="619 495 1417 551">July 2006 Director-General, Financial System and Bank Examination Department, Bank of Japan</p> <p data-bbox="619 555 1417 600">May 2008 Executive Director, Bank of Japan</p> <p data-bbox="619 604 1417 660">June 2012 Chairman, NTT Data Institute of Management Consulting, Inc. to Present</p> <p data-bbox="619 665 1417 721">August 2013 Board Member, Quality Control Oversight Board, The Japanese Institute of Certified Public Accountants to Present</p> <p data-bbox="619 725 1417 781">July 2014 Committee Member, Risk Committee, Mitsubishi UFJ Financial Group, Inc. to Present</p> <p data-bbox="619 786 1417 842">March 2016 Became a Member of the Board as Outside Director to Present</p> <p data-bbox="619 846 1417 891">(Important concurrent position) Chairman, NTT Data Institute of Management Consulting, Inc.</p> <p data-bbox="268 927 1433 1084">(Reason for nomination as Outside Director) Mr. Kenzo Yamamoto has abundant expertise on financial market and financial systems, as well as his deep insight regarding corporate management and risk management. Since 2016, he has been contributing to appropriate decision making of the Board of Directors as Outside Director and promoting strengthening of the audit system as a member of the Audit Committee. The Company has determined that Mr. Kenzo Yamamoto continuously qualifies for Outside Director in view of these experiences, insights and achievements.</p>
10	 <p data-bbox="357 1350 507 1406">Keikou Terui (July 27, 1953)</p> <div data-bbox="312 1431 552 1458" style="border: 1px solid black; padding: 2px; text-align: center;">Renomination</div> <div data-bbox="312 1480 552 1507" style="border: 1px solid black; padding: 2px; text-align: center;">Outside Director</div> <div data-bbox="312 1529 552 1556" style="border: 1px solid black; padding: 2px; text-align: center;">Independent Director</div> <ul data-bbox="280 1581 592 1749" style="list-style-type: none"> • The term of office as Member of the Board: 1 year • Attendance at the Board of Directors for the year: 91% 10 of 11 • Number of shares owned: 300 	<p data-bbox="619 1122 1433 1178">April 1979 Joined Ministry of International Trade and Industry (Now Ministry of Economy, Trade and Industry (METI))</p> <p data-bbox="619 1182 1433 1238">July 2008 Director-General for Technology Policy Coordination, Minister's Secretariat, METI</p> <p data-bbox="619 1243 1433 1299">January 2011 Director-General, Kanto Bureau of Economy, Trade and Industry, METI</p> <p data-bbox="619 1303 1433 1359">April 2012 Director-General for Regional Economic and Industrial Policy, METI</p> <p data-bbox="619 1364 1433 1420">August 2013 President, Nonprofit Corporation Japan Utility Telemetering Association to Present</p> <p data-bbox="619 1424 1433 1480">October 2013 Senior Research Associate, Chemicals Evaluation and Research Institute</p> <p data-bbox="619 1485 1433 1541">June 2014 Director, Union of Japanese Scientists and Engineers to Present</p> <p data-bbox="619 1545 1433 1601">March 2016 Became a Member of the Board as Outside Director to Present</p> <p data-bbox="619 1606 1433 1662">June 2016 Director, Chemicals Evaluation and Research Institute, Japan to Present</p> <p data-bbox="619 1666 1433 1722">(Important concurrent positions) Outside Director, Ube Industries, Ltd. Outside Director, ORGANO CORPORATION</p> <p data-bbox="268 1758 1433 1960">(Reason for nomination as Outside Director) Mr. Keikou Terui has broad insight regarding industrial technology fields, as well as his abundant administrative experience in industrial policies at the Ministry of Economy, Trade and Industry. Since 2016, he has been contributing to appropriate decision making of the Board of Directors as Outside Director, and participating in active deliberation based on his abundant knowledge and from an objective viewpoint as a member of the Nominating Committee and Compensation Committee . The Company has determined that Mr. Keikou Terui would appropriately continue to execute the duties of an Outside Director in view of these experiences, insights and achievements.</p>

Nominee No.	Name (Date of birth)	Brief personal history, position, assignment and important concurrent positions
11	 <p data-bbox="336 517 526 573">Seiichi Sasa (October 12, 1953)</p> <div data-bbox="311 600 552 629" style="border: 1px solid black; padding: 2px; text-align: center;">Renomination</div> <div data-bbox="311 651 552 680" style="border: 1px solid black; padding: 2px; text-align: center;">Outside Director</div> <div data-bbox="311 703 552 732" style="border: 1px solid black; padding: 2px; text-align: center;">Independent Director</div> <ul data-bbox="277 750 592 920" style="list-style-type: none"> • The term of office as Member of the Board: 1 year • Attendance at the Board of Directors for the year: 100% 11 of 11 • Number of shares owned: 1,800 	<p data-bbox="619 331 1422 387">April 1976 Joined The Dai-Ichi Kangyo Bank, Limited (Now Mizuho Bank, Ltd.) (Resigned in June 1978)</p> <p data-bbox="619 387 1166 443">March 1983 Certified Public Accountant, Admitted to Present</p> <p data-bbox="619 443 1326 499">September 2005 Adjunct Lecturer, Graduate School of Political Studies, to Present Gakushuin University</p> <p data-bbox="619 499 1422 555">December 2007 Examiner for Financial Accounting, Certified Public Accountant Examination</p> <p data-bbox="619 555 1177 584">June 2008 Executive Director, KPMG AZSA LLC</p> <p data-bbox="619 584 1198 640">September 2014 Adjunct Lecturer, Hitotsubashi University to Present</p> <p data-bbox="619 640 1294 696">March 2016 Became a Member of the Board as Outside Director to Present</p> <p data-bbox="619 696 1342 790">(Important concurrent position) Certified Public Accountant (Representative, Sasa Seiichi Certified Public Accountant Office)</p>
<p data-bbox="268 925 703 954">(Reason for nomination as Outside Director)</p> <p data-bbox="268 954 1430 1140">Mr. Seiichi Sasa has abundant professional career and experience of accounting audit and consulting as a Certified Public Accountant, as well as his expertise as represented by his current experience of teaching accounting and audit at a university and graduate school and former appointment as an Examiner of Certified Public Accountant Examination. Since 2016, he has been contributing to appropriate decision making of the Board of Directors as Outside Director and promoting strengthening of the audit system as a member of the Audit Committee. The Company has determined that Mr. Seiichi Sasa would appropriately continue to execute the duties of an Outside Director in view of these experiences, insights and achievements.</p>		

Notes:

1. None of the nominees has any special interest with the Company.
2. Ms. Sakie Tachibana Fukushima, Mr. Scott Trevor Davis, Ms. Yuri Okina, Mr. Kenichi Masuda, Mr. Kenzo Yamamoto, Mr. Keikou Terui and Mr. Seiichi Sasa are the nominees as Outside Directors.
3. To ensure the independence of its Independent Directors, the Company has designated its own “Guidelines for Determining Whether Outside Directors are Sufficiently Independent” (as described on pages 11–12), in addition to the respective standards stipulated by the Tokyo Stock Exchange, the Nagoya Stock Exchange and the Fukuoka Stock Exchange. Ms. Sakie Tachibana Fukushima, Mr. Scott Trevor Davis, Ms. Yuri Okina, Mr. Kenichi Masuda, Mr. Kenzo Yamamoto, Mr. Keikou Terui and Mr. Seiichi Sasa have fulfilled the Guidelines and the standards, and the Company intends to notify the respective stock exchanges of them as Independent Directors.
4. NYK LINE, at which Ms. Yuri Okina serves as an Outside Director, (i) received a cease and desist order from the Japan Fair Trade Commission, (ii) entered into a plea agreement with the U.S. Department of Justice for its involvement in cartel conduct concerning ocean shipping services for cars and other vehicles in 2014, (iii) reached a settlement agreement with the Competition Commission of South Africa in 2015 and (iv) received a decision from the National Development and Reform Commission of China for such conducts. Ms. Yuri Okina had not been aware of the occurrence of such illegal conducts until NYK LINE received these orders, etc., however, she had regularly expressed her views on legal compliance. After becoming aware of these issues, she has endeavored to reinforce NYK LINE’s legal compliance systems for the eradication of any conducts in violation of competition laws of each country, and for the prevention of the recurrence of such conducts.
5. The term of office of the respective nominees is calculated as at the close of this shareholders’ meeting.
6. Since Mr. Kenzo Yamamoto, Mr. Keikou Terui, Mr. Seiichi Sasa and Mr. Kenichi Togami were newly elected at the 97th Annual Shareholders’ Meeting held on March 24, 2016, the number of Board of Directors meetings they are obliged to attend differs from that of other nominees for Members of the Board.
7. The Company made a transition from the “Company with Board of Corporate Auditors” model to the “Company with Nominating Committee, etc.” model at the 97th Annual Shareholders’ Meeting held on March 24, 2016. However, since Mr. Kenichi Masuda had been an Auditor up until the close of aforementioned Annual Shareholders’ Meeting, the number listed under the attendance at Board of Directors meetings for the year includes the three (3) meetings he had attended as an Auditor.

8. If Ms. Sakie Tachibana Fukushima, Mr. Scott Trevor Davis, Ms. Yuri Okina, Mr. Kenichi Masuda, Mr. Kenzo Yamamoto, Mr. Keikou Terui, Mr. Seiichi Sasa, Mr. Narumi Zaitso and Mr. Kenichi Togami become the Members of the Board, the Company will enter into an agreement with each of them that limits his/her damage compensation liability of Paragraph 1 of Article 423 of the Companies Act, pursuant to the provision in Paragraph 2 of Article 26 of the Articles of Incorporation of the Company based on Paragraph 1 of Article 427 of the Companies Act. The maximum amount of his/her liability based on said agreement shall be the higher of either 10 million yen or the minimum liability amount prescribed in Paragraph 1 of Article 425 of the Companies Act.

9. If this proposal is approved, each of Nominating, Audit and Compensation Committees is scheduled to be composed of the following members, respectively.

Nominating Committee:

Ms. Sakie Tachibana Fukushima, Mr. Scott Trevor Davis, Ms. Yuri Okina, Mr. Keikou Terui

Audit Committee:

Mr. Kenichi Masuda, Mr. Kenzo Yamamoto, Mr. Seiichi Sasa, Mr. Narumi Zaitso, Mr. Kenichi Togami

Compensation Committee:

Ms. Sakie Tachibana Fukushima, Mr. Scott Trevor Davis, Ms. Yuri Okina, Mr. Keikou Terui

(Reference)

[Nominating Policy for appointment to the Board]

The Company considers the character and judgment of each individual, their experience and expertise and their level of dedication and commitment to performing the duties expected of a member of the Board.

(Outside Directors)

The Company takes into account the following:

- (1) The candidate's expertise, experience and ability to make judgments from an independent perspective.
- (2) The candidate's absence of connections with the Company that would undermine their independence from the Company.*

*Specifically, the candidate's ability to meet the conditions for independence as set out in the Company's "Guidelines for Determining Whether Outside Directors are Sufficiently Independent"

(Members of the Board other than Outside Directors)

The Company takes into account the following:

- (1) The candidate's scope of knowledge and experience regarding the business and its operations.
- (2) The level of the candidate's ability to formulate business plans and targets based upon an insightful understanding of the changing business environment.

[Guidelines for Determining Whether Outside Directors are Sufficiently Independent]

In order to ensure that Bridgestone Corporation ("Bridgestone") achieves the objectivity and transparency necessary for appropriate corporate governance, it is best that outside directors be as independent as possible. Bridgestone has accordingly established these guidelines concerning the requisite independence of Outside Directors. If any of the following items applies to an Outside Director (or to a candidate for such position. The same applies hereafter), they shall be deemed to lack the required level of independence. A person who:

1. In the past was an Executing Person of Bridgestone or a consolidated subsidiary of Bridgestone (collectively, the "Bridgestone Group").¹
2. Is a major shareholder of Bridgestone.²
3. Is an Executing Person of a company or entity to which one of the following is applicable:
 - (1) A major supplier or customer of the Bridgestone Group.³
 - (2) A major lender to the Bridgestone Group.⁴
 - (3) A company or entity of which the Bridgestone Group holds 10% or more of the voting shares.
4. Is a certified public accountant with an auditing firm that is an accounting auditor of the Bridgestone Group.
5. Is a professional, such as a consultant, accountant, tax accountant, lawyer, judicial scrivener, or patent attorney who has received a large amount⁵ of money or other assets from the Bridgestone Group.
6. Is a person who has received a large amount of donation from the Bridgestone Group.⁶
7. Is an Executing Person of another company, which position constitutes an interlocking director or corporate auditor position⁷ for the Outside Director.
8. Has a close relative⁸ to which any of the above items 1 through 7 applies (but other than with respect to item 4 or 5, limited to a significant person⁹).
9. Is a person to which any of the above items 2 through 8 has applied within the last 5 years.
10. Notwithstanding the above, is a person with respect to which any other particular factors exist that could create a conflict of interest with Bridgestone.

Notes: ¹ This means one who is currently an executive director, executive officer, corporate officer or other similar person or employee (each, for purpose of these Guidelines, an “Executing Person”) or who has been an Executing Person of the Bridgestone Group at any time in the past.

² A “major shareholder” shall mean a shareholder holding 5% or more of the voting shares, either in their own name or a third party’s name, as of the end of Bridgestone’s fiscal year. If the major shareholder is an organization such as a company (or other legal entity) or partnership, it shall mean an Executing Person of the organization.

³ A “major supplier or customer” means a supplier or customer of the Bridgestone Group products whose annual total transactions with the Bridgestone Group exceeds 2% of Bridgestone’s consolidated aggregate sales or 2% of the consolidated aggregate sales of the other party. In addition, automobile manufacturers which are customers of the Bridgestone Group tire products, and synthetic rubber manufacturers and steel cord manufacturers which are suppliers to the Bridgestone Group are considered major suppliers or customers regardless of actual annual transaction amounts.

⁴ A “major lender” means a financial institution from which the Bridgestone Group receives loans where the outstanding loan amount as of the end of Bridgestone’s fiscal year exceeds 2% of Bridgestone’s consolidated gross assets or 2% of the financial institution’s consolidated gross assets.

⁵ “Large amount” means the occurrence of either of the following in response to the professional’s provision of services:

- (1) In the event that the professional is providing services to the Bridgestone Group as an individual, the receipt by the professional from the Bridgestone Group of compensation (excluding compensation for services as a director or corporate auditor) of an amount exceeding 10 million yen per year.
- (2) In the event the professional services are provided by an organization such as a company (or other legal entity) or a partnership, the receipt by the organization from the Bridgestone Group of the total amount of compensation exceeding 2% of the annual aggregate income of the organization. Even if not more than 2%, if the organization receives more than 10 million yen per year as compensation for services in which the professional was directly involved, it is considered a “large amount”.

⁶ This means the recipient of a donation exceeding 10 million yen per year from the Bridgestone Group. If the recipient is an organization such as a company (or other legal entity) or a partnership, any member of the organization who is directly involved with the research, education or other activity related to the donation.

⁷ “Interlocking director or corporate auditor position” means an Executing Person of the Bridgestone Group who is an Outside Director or Corporate Auditor for another company, where an Executing Person of such other company is also an Outside Director of Bridgestone.

⁸ A “close relative” means a spouse or a relative within two degrees of family relation.

⁹ A “significant person” means a director, executive officer, corporate officer or an Executing Person who is a division manager or above, or an Executing Person with authority similar to any of the foregoing.

(Guidance)

“Exercise of Voting Rights via the Internet, etc.”

1. Exercise of Voting Rights via the Internet

Please read carefully the explanation described below before exercising your voting rights via the Internet.

◎ Instruction for Use

(1) Please access the Web site for exercising voting rights designated by the Company.

[Web site address] <http://www.web54.net>

(2) Enter the “Exercise of Voting Rights Code” and “Password” printed at the right of the Exercise of Voting Rights form and follow the instructions on the screen.

◎ Exercise of Voting Rights

(1) If you exercise your voting rights via the Internet, your vote will be accepted until 6:00 p.m. on Thursday, March 23, 2017.

(2) If you have exercised your voting rights several times via the Internet, or if you have exercised your voting rights both via the Internet and by sending the Exercise of Voting Rights form, the votes shall be handled as described in

(1) of “4. Other matters related to the Annual Shareholders’ Meeting” on page 2.

◎ System Requirements

(1) You may not be able to use the Web site for exercising voting rights, depending on the Internet access environment of your PC or mobile phone, the service you subscribed, or the models you use. For details, please contact the staff in charge by calling the dedicated phone number of Stock Transfer Agent Department “Web Support,” Sumitomo Mitsui Trust Bank, Limited, as shown below.

(2) To connect your communication device to the Internet, you might have to pay a connection fee and telecommunication charges to your service provider and a carrier. Such a fee or charges shall be borne by you.

◎ Inquiries on the Operation of Your PC and Other Communication Terminals

If you are unclear as to the operation of your PC and other devices regarding the exercise of voting rights via the Internet, please contact the staff in charge by calling the following number:

Dedicated phone of Stock Transfer Agent Department “Web Support,”

Sumitomo Mitsui Trust Bank, Limited

Phone number in Japan: 0120-652-031 (toll-free within Japan)

(Reception time: 9:00 a.m.–9:00 p.m.)

◎ Inquiries on Electronification of the Notice

Dedicated phone of the Transfer Agent Business Center,

Sumitomo Mitsui Trust Bank, Limited

Phone number in Japan: 0120-782-031 (toll-free within Japan)

(Reception time: 9:00 a.m.–5:00 p.m. (Except for Saturdays, Sundays and national holidays))

2. Exercise of Voting Rights via Platform for Electronic Exercise of Voting Rights (to institutional investors)

Institutional investors may use the “ICJ platform,” a platform for electronic exercise of voting rights by institutional investors, which is operated by Investor Communications Japan, Inc. (ICJ).

Note: This document has been translated from the Notice of the 98th Annual Shareholders’ Meeting in the Japanese original version for your reference and convenience purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.
