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Bridgestone Announces Allocation of Stock Options as remuneration for Directors

Tokyo (February 17, 2015) - At a meeting of Bridgestone Corporation (hereinafter referred to as “the Company”) Board of Directors held on February 17, 2015, it was resolved to submit a proposal to the Company’s 96th annual shareholders’ meeting to be held on March 24, 2015, seeking a resolution on the allocation of stock acquisition rights as remuneration through the issuance of stock compensation-type stock options to the directors of the Company excluding outside directors as follows.

1. Purpose of the Allocation of Stock Acquisition Rights as Remuneration through the Issuance of Stock Compensation-type Stock Options

The purposes are to heighten motivation and morale of the directors excluding outside directors for enhancing the Company’s long-term corporate value and to promote the sharing of interests with the shareholders.

2. Details of the Stock Acquisition Rights

(1) Number of stock acquisition rights to be issued:

The number of stock acquisition rights shall be a maximum of 800.

(2) Number of the shares to be issued by exercise of stock acquisition rights:

The upper limit of the shares to be issued by exercise of stock acquisition rights shall be 80,000 shares.

The number of shares for each stock acquisition right (hereinafter referred to as “Number of Granted Shares”) shall be 100.

If the Company’s shares are split, consolidated or allotted without contribution, or the Company reduces its share capital, or merges with another company or companies, splits into two or more companies, or other similar situation arises, whereby adjustments become inevitable after the day when the stock acquisition rights are allocated (hereinafter referred to as “Allocation Date”); the Company shall adjust Number of Granted Shares to the reasonable extent.

(3) Value of the property invested in exercising each stock acquisition right:

The value of the property invested in exercising each stock acquisition right shall be the product of the subscription amount per share (hereinafter referred to as "Exercise Value") for shares to be issued or transferred by exercise of each stock acquisition right multiplied by Number of Granted Shares. The Exercise Value shall be one (1) yen.

(4) Exercisable period for the stock acquisition rights:

From Allocation Date until (and including) April 30, 2035.

(5) Conditions for exercising the stock acquisition rights

The stock acquisition rights may be exercised by the director on the day after he or she ceases to be a director of the Company. Other conditions for exercising the stock acquisition rights shall be determined by the Board of Directors prescribing the subscription requirements of the stock acquisition rights.

(6) Restriction on acquisition of stock acquisition rights via transfer:

Acquisition of the stock acquisition rights via transfer shall require an approval of the Board of Directors of the Company.

(7) Causes and conditions for acquisition of the stock acquisition rights by the Company:

If the shareholders' meeting of the Company approves a proposal of (i) a merger agreement by which the Company dissolves or (ii) a share exchange agreement or a share transfer plan by which the Company becomes a wholly owned subsidiary of another company or companies, the Company shall acquire the stock acquisition rights that remain unexercised without any payment or other compensation, as of the day of such approval.

(8) Handling of possible fractions below one (1) share in the number of shares issued to any eligible persons who have exercised their stock acquisition rights:

Fractions below one (1) share shall be rounded down.

(9) Value of stock acquisition rights:

The value of the stock acquisition rights concerned shall be calculated using the Black-Scholes Model based on various conditions applicable on Allocation Date.

(10) Other matters related to the stock acquisition rights:

Other details regarding the stock acquisition rights shall be determined by the Board of Directors prescribing the subscription requirements.

Further, based on the resolution of the Company's Board of Directors, the issuance of stock options of the same type as mentioned above to corporate officers who do not concurrently serve as directors of the Company is planned.