

UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION

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In re Bridgestone Securities Litigation  
\_\_\_\_\_  
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: Master File No. 3:01-0017  
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**NOTICE OF PENDENCY OF CLASS ACTION, PROPOSED SETTLEMENT, MOTION FOR ATTORNEYS' FEES AND FINAL APPROVAL HEARING**

If you purchased Bridgestone Corporation ("Bridgestone") publicly traded common stock or American Depository Receipts ("ADRs") during the period from March 30, 2000 to and including August 31, 2000 (the "Class Period"), and are not otherwise excluded from the Class, then you could receive a payment from the proposed settlement of a securities class action.

*A federal court authorized this Notice. This is not a solicitation from a lawyer.*

**SPECIAL NOTE TO NOMINEES: PLEASE SEE ITEM 26 BELOW.**

- The settlement of *In re Bridgestone Securities Litigation*, Master File No. 3:01-0017 (the "Action"), will provide a Settlement Fund of thirty million dollars (\$30,000,000) for the benefit of investors who purchased Bridgestone publicly traded common stock or ADRs during the period from March 30, 2000 to and including August 31, 2000.
- The settlement resolves a lawsuit concerning allegations that certain investors purchased Bridgestone publicly traded common stock or ADRs at allegedly artificially inflated prices as a result of Defendants' dissemination of allegedly materially false and misleading statements.
- Your legal rights are affected whether or not you act. Read this Notice carefully.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT	
<b>SUBMIT A CLAIM FORM</b>	The only way to get a payment.
<b>EXCLUDE YOURSELF</b>	Get no payment. This is the only option that allows you to ever be part of any other lawsuit about the legal claims in this case.
<b>OBJECT</b>	Write to the Court about why you don't like the settlement.
<b>GO TO A HEARING</b>	Ask to speak in Court concerning the fairness of the settlement.
<b>DO NOTHING</b>	Get no payment. Give up rights.

- These rights and options — **and the deadlines to exercise them** — are explained in this Notice.
- The Court in charge of this Action still has to decide whether to approve the settlement. Payments will be made if the Court approves the settlement and after potential appeals are resolved. Please be patient.

**SUMMARY**

**Securities and Time Period:**

Bridgestone publicly traded common stock or ADRs purchased during the period from March 30, 2000 to and including August 31, 2000.

**Settlement Fund and Lead Plaintiff's and Intervenor Plaintiff's Statement of Recovery:**

The Settlement Fund consists of thirty million dollars (\$30,000,000) in cash. Your recovery will depend on the number of Bridgestone publicly traded common stock shares or the quantity of ADRs you purchased, the timing of your purchases, and any sales. It will also depend on the number of valid claim forms that Members of the Class submit and the amount of such claims. Assuming that all of the Bridgestone investors who purchased publicly traded common stock or ADRs during the Class Period and suffered damages participate in this settlement, Plaintiffs' Lead Counsel

estimate that the average distribution per share of Bridgestone publicly traded common stock will be approximately \$0.16 and the estimated average distribution per ADR will be approximately \$1.60<sup>1</sup> before the deduction of court-approved fees and expenses. If the Court awards the full amount of the fees and expenses Plaintiffs' Lead Counsel intend to apply for, the average deduction per share of Bridgestone publicly traded common stock will be \$0.05 and the average deduction per ADR will be \$0.50. Historically, less than all eligible investors submit claims, resulting in higher average distributions per share.

Lead Plaintiff Patricia Ziemer and Intervenor Plaintiff Iowa Public Employee Retirement System ("IPERS") disagree with Defendants on the potential liability of Defendants and on the average amount of damages per share, if any, that would be recoverable if the Lead Plaintiff and the Intervenor Plaintiff were to prevail on each claim alleged. The Defendants deny that they are liable in any respect or that plaintiffs suffered any injury. The issues on which the parties disagree include: (1) whether the statements made or facts allegedly omitted were material, false, misleading, or whether the Defendants are otherwise liable under the securities laws for those statements or omissions; (2) the appropriate economic model for determining the amount by which the prices of Bridgestone securities were allegedly artificially inflated (if at all) during the Class Period; (3) the amount by which the prices of Bridgestone securities were allegedly artificially inflated (if at all) during the Class Period; (4) the effect of various market forces influencing the trading prices of Bridgestone securities at various times during the Class Period; (5) the extent to which external factors, such as general market and industry conditions, influenced the trading prices of Bridgestone securities at various times during the Class Period; (6) the extent to which the various matters that Lead Plaintiff and Intervenor Plaintiff alleged were materially false or misleading influenced (if at all) the trading prices of Bridgestone securities at various times during the Class Period; and (7) the extent to which the various allegedly adverse material facts that Lead Plaintiff and Intervenor Plaintiff alleged were omitted influenced (if at all) the trading prices of Bridgestone securities at various times during the Class Period.

#### **Fees and Expenses:**

At the Final Approval Hearing, Plaintiffs' Lead Counsel Coughlin Stoia Geller Rudman & Robbins LLP and Barrack Rodos & Bacine ("Plaintiffs' Lead Counsel") will request the Court to award attorneys' fees of up to 25% of the Settlement Fund, plus expenses, not to exceed \$1.7 million, which were incurred in connection with the Action, plus interest thereon. If the amounts requested are awarded by the Court, the average cost per share of Bridgestone publicly traded common stock will be \$0.05 and the average cost per ADR will be \$0.50.

In addition, Lead Plaintiff and Intervenor Plaintiff may seek compensation of up to \$10,000.00 for their expenses incurred (including lost wages) in prosecuting the Action. This compensation will be paid from the Settlement Fund. Class Members are not personally liable for any such fees or expenses. To date, Plaintiffs' Lead Counsel have not received any payment for their services in conducting the Action nor have counsel been paid their expenses incurred.

#### **Deadlines:**

The following is a list of deadlines by which you must take any action you wish to take with respect to the settlement:

Submit Claim: April 21, 2009

Request Exclusion: December 22, 2008

File Objection: December 22, 2008

Final Approval Hearing regarding Settlement, Plan of Allocation and Plaintiffs' Lead Counsel's application for fees and expenses: January 23, 2009, at 9:00 a.m.

#### **More Information:**

Further information regarding the Action and this Notice may be obtained by contacting the Claims Administrator, *In re Bridgestone Securities Litigation*, Heffler, Radetich, & Saitta LLP, P.O. Box 870, Philadelphia, PA 19105-0870, or by calling 1-800-945-9431 toll free in the U.S. or by calling 0120-938-042 toll free outside the U.S. or by visiting [bsl.hrsclaims.com](http://bsl.hrsclaims.com).

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<sup>1</sup> In this case, during the Class Period one ADR represents ten shares of Bridgestone publicly traded common stock because, until July 15, 2002, one Bridgestone ADR represented ten shares of publicly traded common stock. Following a 5-to-1 split effective July 15, 2002, Bridgestone ADRs represented two shares of publicly traded common stock. The split impacted record holders as of July 12, 2002.

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### BASIC INFORMATION

#### 1. Why did I get this notice package?

You or someone in your family may have purchased Bridgestone publicly traded common stock or ADRs during the period from March 30, 2000 to and including August 31, 2000.

The Court sent you this Notice because you have a right to know about a proposed settlement of a class action lawsuit, and about all of your options, before the Court decides whether to approve the settlement. If the Court approves it and after objections and appeals (if there are any) are resolved, an administrator appointed by the Court will make the payments that the settlement allows. You may track the progress of the settlement by visiting [bsl.hrsclaims.com](http://bsl.hrsclaims.com).

This package explains the lawsuit, the settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

The Court in charge of the Action is the United States District Court for the Middle District of Tennessee, Nashville Division, and the case is known as *In re Bridgestone Securities Litigation*, Master File No. 3:01-0017. The people that sued are referred to as the Lead Plaintiff and the Intervenor Plaintiff and the entities sued, Bridgestone and its U.S. subsidiary, Bridgestone/Firestone, Inc., now known as Bridgestone Firestone North American Tire, LLC ("Firestone"), are called Defendants.

#### 2. What is this lawsuit about?

##### The Litigation

This Action arises from the August 9, 2000 voluntary recall by Firestone of certain ATX, ATX II, and Wilderness AT tires.

On January 4, 2001 and January 21, 2001, respectively, two putative securities class action lawsuits were filed in the United States District Court for the Middle District of Tennessee, Nashville Division, against Defendants and two former individual defendants, Yoichiro Kaizaki and Masatoshi Ono. The actions were styled: *City of Monroe Employees Retirement System v. Bridgestone Corporation, et al.*, No. 3:01-0017; and *Ziemer v. Bridgestone Corporation, et al.*, No. 3:01-0070.

QUESTIONS? CALL 1-800-945-9431 TOLL FREE IN THE U.S. OR CALL 0120-938-042 TOLL FREE OUTSIDE THE U.S.,  
OR VISIT [BSL.HRSCLAIMS.COM](http://BSL.HRSCLAIMS.COM)

On April 11, 2001, the Court consolidated the actions pursuant to Federal Rule of Civil Procedure 42(a) under Master File No. 3:01-0017. The consolidated actions are referred to collectively as the “Action.”

On April 11, 2001, the Court appointed City of Monroe Employees Retirement System and Patricia Ziemer as lead plaintiffs (“Lead Plaintiffs”) pursuant to section 21D(a)(3)(B) of the Securities Exchange Act of 1934 and approved its selection of Coughlin Stoia Geller Rudman & Robbins LLP (Milberg Weiss Bershad Hynes & Lerach LLP at the time) and Barrack Rodos & Bacine as Lead Counsel and Barrett, Johnson & Parsley as Liaison Counsel.

On May 11, 2001, Lead Plaintiffs filed the Consolidated Complaint for Violations of the Securities Exchange Act of 1934 (the “Complaint”), which is the operative complaint in this Action. The Complaint alleges violations of §§10(b) and 20(a) of the Securities Exchange Act of 1934 and Rule 10b-5 promulgated thereunder.

On September 17, 2001, Defendants, along with former individual defendants Yoichiro Kaizaki and Masatoshi Ono, moved to dismiss the Complaint on various grounds.

On September 30, 2002, the Court granted the motions to dismiss for failure to state a claim with respect to all defendants, denied Bridgestone’s motion to dismiss for lack of personal jurisdiction, and granted Yoichiro Kaizaki’s motion to dismiss for lack of personal jurisdiction. Lead Plaintiffs appealed.

On February 4, 2005, the United States Court of Appeals for the Sixth Circuit affirmed in part and reversed in part *City of Monroe Employees Retirement Sys. v. Bridgestone Corp.*, 399 F.3d 651 (6th Cir. 2005). The Sixth Circuit held that Bridgestone was potentially liable for two “effective representations” in its 1999 Annual Report. The Sixth Circuit held that Firestone was potentially liable for one public statement made on August 1, 2000. The Sixth Circuit affirmed the dismissals of Yoichiro Kaizaki and Masatoshi Ono. The Sixth Circuit remanded the Action to the District Court.

On November 7, 2005, in accordance with remand instructions from the Sixth Circuit, Defendants filed supplemental motions to dismiss.

On December 14, 2005, IPERS requested leave to intervene as a named plaintiff pursuant to Federal Rule of Civil Procedure 24.

On May 3, 2006, the Court granted in part Defendants’ supplemental motions to dismiss. The Court dismissed the claims of Lead Plaintiff City of Monroe Employees Retirement System because it acquired Bridgestone securities before the first potentially actionable representation. The Court denied Defendants’ motions to dismiss the claims of Lead Plaintiff Patricia Ziemer. The Court granted IPERS’s motion to intervene. On June 23, 2006, Defendants answered the Complaint, denying all allegations of liability, asserting affirmative defenses, and demanding judgment on the merits dismissing the Complaint.

On July 26, 2006, Lead Plaintiff and Intervenor Plaintiff filed a motion for class certification pursuant to Federal Rule of Civil Procedure 23 seeking a class consisting of the following:

All purchasers of Bridgestone Corporation (“Bridgestone” or the “Company”) publicly traded common stock and/or American Depository Receipts (“ADRs”) during the period from and including March 30, 2000 to August 31, 2000 (the “Class Period”), and who were injured thereby (the “Class”). Excluded from the Class are Defendants, any entity in which the Defendants have a controlling interest or that is a parent or subsidiary of or is controlled by the Defendants, and any of the Defendants’ officers, directors, employees, affiliates, legal representatives, heirs, predecessors, successors and/or assigns.

On November 27, 2006, Defendants filed written oppositions to Lead Plaintiff’s and Intervenor Plaintiff’s motion for class certification. Defendants also filed motions to dismiss, in part, for lack of subject matter jurisdiction, arguing that the Court lacked subject matter jurisdiction over Japanese and other foreign investors who purchased Bridgestone publicly traded common stock on Japanese stock exchanges. Lead Plaintiff and Intervenor Plaintiff opposed the motions.

The parties engaged in extensive pretrial discovery, including the production, review and analysis of more than one million pages of documents and transcripts of more than 100 depositions from prior litigation and took an additional 20 depositions.

On September 11, 2007, the Settling Parties participated in a mediation with the Honorable Daniel L. Weinstein (Ret.). Counsel for the Settling Parties presented, among other things, their respective views regarding the merits of the Action, including the defenses, the claims, and the damages sought in the Action. At the mediation, the Settling Parties reached an agreement to settle the Action.

### **3. Why is this Action a class action?**

In a class action, one or more people called class representatives (in this case Lead Plaintiff Patricia Ziemer and Intervenor Plaintiff Iowa Public Employees Retirement System) sue on behalf of people who have similar claims. All of these people and/or entities are a class or members of the class. One court resolves the issues for all members of the class, except for those who exclude themselves from the class. United States District Judge Robert L. Echols is in charge of this class action.

### **4. Why is there a settlement?**

After seven years of litigation, which included, among other things, an appeal to the Sixth Circuit, review and analysis of over one million pages of documents produced by Defendants and third parties, including more than approximately 7,000 documents in Japanese that required translation, and the taking of numerous depositions, the lawyers for both sides of the lawsuit have negotiated a settlement, with the assistance of a highly respected mediator the Honorable Daniel L. Weinstein (Ret.), that they believe is in the best interests of their respective clients. The Court has not decided the merits of the lawsuit in favor of Lead Plaintiff and Intervenor Plaintiff or Defendants. The settlement allows both sides to avoid the risks and cost of lengthy and uncertain litigation and the uncertainty of a trial and appeals, and permits Class Members to be compensated without further delay.

## WHO IS IN THE SETTLEMENT

To see if you will get money from this settlement, you first have to decide if you are a Class Member.

### 5. How do I know if I am part of the settlement?

The Class includes all persons who purchased Bridgestone publicly traded common stock or ADRs during the period from March 30, 2000 to and including August 31, 2000, and were damaged thereby.

### 6. Are there exceptions to being included in the Class?

Yes. Excluded from the Class are Defendants, any entity in which the Defendants have a controlling interest or that is a parent or subsidiary of or is controlled by the Defendants, Defendants' officers, directors, and employees, including any person who was an officer, director, or employee during the Class Period, affiliates, legal representatives, heirs, predecessors, successors and/or assigns. Also excluded from the Class are those Persons who timely and validly request exclusion from the Class.

### 7. I'm still not sure if I am included.

If you still are not sure whether you are included, you can ask for free help. You can call toll free 1-800-945-9431 in the U.S. or call 0120-938-042 toll free outside the U.S. or visit [bsl.hrsclaims.com](http://bsl.hrsclaims.com) for more information or you can fill out and return the claim form described in Question 10 to see if you qualify.

## THE SETTLEMENT BENEFITS — WHAT YOU GET

### 8. What does the settlement provide?

Defendants have agreed to pay thirty million dollars (\$30,000,000) in cash in settlement of this lawsuit. This amount, together with the interest earned on it, is the Settlement Fund.

As explained in items 16 and 17 below, Plaintiffs' Lead Counsel will ask the Court to award attorneys' fees of up to 25% of the Settlement Fund (up to \$7.5 million) plus expenses not to exceed \$1.7 million which were incurred in connection with this Action, plus interest on these amounts. The Court may approve the amounts requested or the Court may approve lesser amounts. Any attorneys' fees and expenses awarded by the Court will be paid from the Settlement Fund. Class Members are not personally liable for any attorneys' fees or expenses.

In addition to the attorneys' fees and expenses described above, Lead Plaintiff and Intervenor Plaintiff in the Action may seek compensation of up to \$10,000.00 for their expenses incurred in prosecuting this Action, including any wages Lead Plaintiff lost as a result of working on this case. Any compensation the Court approves for the Lead Plaintiff and Intervenor Plaintiff will be paid from the Settlement Fund.

The cost of claims administration (including the cost of printing and mailing this Notice), the cost of publishing newspaper notice, taxes and tax preparation fees will also be paid from the Settlement Fund.

The amount remaining in the Settlement Fund after all of the amounts described above are paid is the Net Settlement Fund. The Net Settlement Fund will be distributed to eligible Members of the Class who send in valid claim forms.

### 9. How much will my payment be?

Your share of the Net Settlement Fund will depend on the number of shares or ADRs represented by valid claim forms that Members of the Class send in and the amount of those claims, how many shares of publicly traded common stock or the quantity of ADRs you purchased, and when you bought and sold (or held) them. A Claim will be calculated as follows:

The Settlement Fund will be distributed to Class Members who submit valid, timely Proof of Claim forms ("Claimants") under the Plan of Allocation (the "Plan") described below. The Plan provides that Claimants will be eligible to participate in the distribution of the Net Settlement Fund only if Claimants have a net investment loss (described below) on all transactions in Bridgestone securities during the Class Period.

For purposes of determining the amount a Claimant may recover under the Plan, Plaintiffs' Lead Counsel conferred with their damage consultants and the Plan reflects an assessment of the damages that they believe could have been recovered had plaintiffs prevailed at trial.

To the extent there are sufficient funds in the Net Settlement Fund, each Claimant will receive an amount equal to the Claimant's "Claim," as defined below. If, however, (and as is more likely) the amount in the Net Settlement Fund is not sufficient to permit payment of the total Claim of each Claimant, then each Claimant shall be paid the percentage of the Net Settlement Fund that each Claimant's Claim bears to the total of the Claims of all Claimants. Payment in this manner shall be deemed conclusive against all Claimants.

### **Common Stock Purchasers**

Under the Plan, Claimants are entitled to recover the loss suffered on account of Defendants' alleged misrepresentations and omissions concerning certain tires as alleged in the Complaint. A Claimant who purchased Bridgestone publicly traded common stock has a recoverable loss (a "Claim") if he satisfies the following criteria:

1. **The Claimant purchased Bridgestone publicly traded common stock from March 30, 2000 to August 31, 2000 and sold after August 4, 2000, or held after August 31, 2000.** Between August 4 and August 31, 2000 there were disclosures of facts which Lead Plaintiff and Intervenor Plaintiff contend were material, adverse facts that were known and should have been disclosed by March 30, 2000.
2. **The amount of a Claimant's Claim is equal to the lesser of the investment loss or the economic loss, as calculated below.**
3. **The Claimant suffered an investment loss:**
  - a. If the Claimant sold shares from August 4, 2000 through August 31, 2000, ***the per share investment loss is equal to the price at which the Claimant purchased shares of Bridgestone publicly traded common stock less the price at which the Claimant sold shares of Bridgestone publicly traded common stock.*** The total investment loss equals the per share investment loss multiplied by the number of shares sold.
  - b. If the Claimant sold or held shares after August 31, 2000, ***the per share investment loss is equal to the price at which the Claimant purchased shares of Bridgestone publicly traded common stock less ¥1,380.*** The total investment loss equals the per share investment loss multiplied by the number of shares sold.
  - c. For Class Members who held shares at the beginning of the Class Period or made multiple purchases or sales during the Class Period, the first-in, first-out ("FIFO") method will be applied to such holdings, purchases and sales for purposes of calculating a claim. Under the FIFO method, sales of shares during the Class Period will be matched, in chronological order, first against shares held at the beginning of the Class Period. The remaining sales of shares during the Class Period will then be matched, in chronological order, against shares purchased during the Class Period.
  - d. The prices utilized in determining a Claimant's investment loss will be exclusive of any taxes, charges or commissions.
  - e. Investment gains achieved in connection with transactions in Bridgestone publicly traded common stock and ADRs will be offset against losses suffered in connection with transactions in Bridgestone publicly traded common stock and ADRs in calculating Claimants' investment losses.
4. **The Claimant suffered an economic loss.** Economic loss is calculated as the reduction in alleged artificial inflation in Bridgestone publicly traded common stock as a result of the corrective disclosures regarding Defendants' alleged misrepresentations and omissions. The matrix below shows the per share economic loss for Claimants who purchased shares of Bridgestone publicly traded common stock during the Class Period and sold their shares either during or after the Class Period, or continued to hold them. In order to determine economic loss, Claimants must identify the proper point in the matrix that corresponds to the dates on which they purchased and sold (or held) shares of Bridgestone publicly traded common stock.

	I. Sale Date						Sale on 8/31/00 or sold or held thereafter
II. Purchase Date	3/30/00 – 8/4/00	8/7/00 – 8/8/00	8/9/00	8/10/00 – 8/14/00	8/15/00	8/16/00 – 8/30/00	8/31/00 and After
3/30/00 – 8/4/00	¥ 0.00	¥ 256.02	¥ 465.37	¥ 685.39	¥ 796.22	¥ 979.15	¥ 1,074.25
8/7/00 – 8/8/00		¥ 0.00	¥ 209.35	¥ 429.37	¥ 540.18	¥ 723.14	¥ 818.24
8/9/00			¥ 0.00	¥ 220.02	¥ 330.83	¥ 513.79	¥ 608.89
8/10/00 – 8/14/00				¥ 0.00	¥ 110.81	¥ 293.77	¥ 388.87
8/15/00					¥ 0.00	¥ 182.95	¥ 278.05
8/16/00 – 8/30/00						¥ 0.00	¥ 95.10

For a Claimant who resides in or is a citizen of the United States, the amount of the Claim is equal to the lesser of the investment loss or the economic loss, as calculated above.

For a Claimant other than a citizen of the United States and who resides outside of the United States, the amount of the Claim is equal to the lesser of the investment loss or the economic loss, as calculated above, multiplied by a factor of 0.20.

5. Because the settlement with Bridgestone was reached in dollar terms, and trading in Bridgestone publicly traded common stock was, in part, done in yen, it is necessary to convert Claimants' recoverable losses from yen to dollars. In order to exclude the effect of currency fluctuations on the alleged damages, Claims will be divided by ¥112/\$ to determine the amount of the Claim in dollar terms.

#### American Depositary Receipt ("ADR") Purchasers

Under the Plan, Claimants are entitled to recover the loss suffered on account of Defendants' alleged misrepresentations and omissions concerning certain tires as alleged in the Complaint. A Claimant who purchased Bridgestone ADRs has a recoverable loss (a "Claim") if he satisfies the following criteria:

1. **The Claimant purchased Bridgestone ADRs from March 30, 2000 to August 31, 2000 and sold after August 4, 2000, or held after August 31, 2000.** Between August 4 and August 31, 2000 there were disclosures of facts which

Lead Plaintiff and Intervenor Plaintiff contend were material, adverse facts that were known and should have been disclosed by March 30, 2000.

2. **The amount of a Claimant's Claim is equal to the lesser of the investment loss or the economic loss, as calculated below.**
3. **The Claimant suffered an investment loss:**
  - a. If the Claimant sold ADRs from August 4, 2000 through August 31, 2000, **the per ADR investment loss is equal to the price at which the Claimant purchased Bridgestone ADRs less the price at which the Claimant sold Bridgestone ADRs.** The total investment loss equals the per ADR investment loss multiplied by the number of ADRs sold.
  - b. If the Claimant sold or held ADRs after August 31, 2000, **the per ADR investment loss is equal to the price at which the Claimant purchased Bridgestone ADRs less \$131.** The total investment loss equals the per ADR investment loss multiplied by the number of ADRs sold.
  - c. For Class Members who held ADRs at the beginning of the Class Period or made multiple purchases or sales during the Class Period, the first-in, first-out ("FIFO") method will be applied to such holdings, purchases and sales for purposes of calculating a claim. Under the FIFO method, sales of ADRs during the Class Period will be matched, in chronological order, first against shares held at the beginning of the Class Period. The remaining sales of ADRs during the Class Period will then be matched, in chronological order, against ADRs purchased during the Class Period.
  - d. The prices utilized in determining a Claimant's investment loss will be exclusive of any taxes, charges or commissions.
  - e. Investment gains achieved in connection with transactions in Bridgestone ADRs or publicly traded common stock will be offset against losses suffered in connection with transactions in Bridgestone ADRs or publicly traded common stock in calculating Claimants' investment losses.
4. **The Claimant suffered an economic loss.** Economic loss is calculated as the reduction in alleged artificial inflation in Bridgestone ADRs as a result of the corrective disclosures regarding Defendants' alleged misrepresentations and omissions. The matrix below shows the per share economic loss for Claimants who purchased Bridgestone ADRs during the Class Period and sold their ADRs either during or after the Class Period, or continued to hold them. In order to determine economic loss, Claimants must identify the proper point in the matrix that corresponds to the dates on which they purchased and sold (or held) Bridgestone ADRs.

	I. Sale Date						Sale on 8/31/00 or sold or held thereafter
	3/30/00 – 8/4/00	8/7/00 – 8/8/00	8/9/00	8/10/00 – 8/14/00	8/15/00	8/16/00 – 8/30/00	
II. Purchase Date							
3/30/00 – 8/4/00	\$ 0.00	\$ 23.85	\$ 43.36	\$ 63.86	\$ 74.19	\$ 91.23	\$ 100.09
8/7/00 – 8/8/00		\$ 0.00	\$ 19.51	\$ 40.01	\$ 50.33	\$ 67.38	\$ 76.24
8/9/00			\$ 0.00	\$ 20.50	\$ 30.82	\$ 47.87	\$ 56.73
8/10/00 – 8/14/00				\$ 0.00	\$ 10.32	\$ 27.37	\$ 36.23
8/15/00					\$ 0.00	\$ 17.05	\$ 25.93
8/16/00 – 8/30/00						\$ 0.00	\$ 8.86

In the event that any of the Settlement Fund remains after the conclusion of the claims process (that is, after payment of taxes and tax preparation fees, the expense of notice and administration, after payment of attorneys' fees and expenses as awarded by the Court, and after every participating Class Member who submits a valid claim to the Claims Administrator has received 100% of his, her or its claim plus interest), any residual amount will be allocated pro rata to Claimants who are not citizens of the United States and who reside outside the United States, up to the amount that would be recovered by a United States citizen under the Plan of Allocation with the same claim. In the event that any of the Settlement Fund remains after the conclusion of that process, Defendants and plaintiffs will jointly petition the Court for a *cy pres* allocation of the residual amount, if any.

The Court has reserved jurisdiction to enforce the agreement.

Payment pursuant to the Plan of Allocation set forth above shall be conclusive against all Claimants. No Person shall have any claim against plaintiffs' counsel, the Claims Administrator, the Released Parties, or any Person designated by plaintiffs' counsel based on distributions made substantially in accordance with the Stipulation of Settlement dated December 28, 2007 (the "Stipulation") and the settlement contained therein, the Plan of Allocation, or further order(s) of the Court. All Class Members who fail to complete and file a valid and timely Proof of Claim and Release form shall be barred from participating in distributions from the Net Settlement Fund (unless otherwise ordered by the Court), but otherwise shall be bound by all of the terms of the Stipulation, including the terms of any judgment entered and the releases given.

## HOW YOU GET A PAYMENT — SUBMITTING A CLAIM FORM

### 10. How can I get a payment?

To qualify for a payment, you must send in a Proof of Claim and Release form (“Proof of Claim”). A Proof of Claim form is enclosed with this Notice. Read the instructions carefully, fill out the form, include all the documents the form asks for, sign it, and mail it in the enclosed envelope postmarked no later than April 21, 2009.

### 11. When would I get my payment?

The Court will hold a Final Approval Hearing on January 23, 2009, at 9:00 a.m., to decide whether to approve the settlement. If Judge Echols approves the settlement, there could be appeals. It is always uncertain if or when these appeals will be resolved favorably for the settlement. Resolving them can take time, perhaps more than a year. It also takes time for all the Proof of Claim forms to be processed. If there are no appeals and depending on the number of claims submitted, the Claims Administrator could distribute the Settlement Fund as early as nine months after the Final Approval Hearing. You may track the progress of the settlement by visiting [bsl.hrsclaims.com](http://bsl.hrsclaims.com). Please be patient.

### 12. What am I giving up to get a payment or stay in the Class?

Unless you exclude yourself, you are staying in the Class, and that means you cannot sue, or be part of any other lawsuit against the Defendants about the transactions at issue and the claims that were or could have been raised in the Action. To receive the payment under the settlement, if the settlement is approved, you must release all “Released Claims” against the “Released Parties” (as defined below).

“Released Claims” shall collectively mean all claims (including “Unknown Claims” as defined in 1.41 of the “Stipulation of Settlement”), debts, demands, rights, actions, causes of action, suits, matters, issues, damages, losses or liabilities whatsoever (including, but not limited to, any claims for interest, attorneys’ fees, expert or consulting fees, and any other costs, expenses or liability whatsoever), asserted or that might have been asserted in the Action or in any other action in any other forum, court, tribunal, or proceeding whether fixed or contingent, accrued or unaccrued, liquidated or unliquidated, at law or in equity, matured or unmatured, whether class or individual in nature, including both known claims and Unknown Claims arising out of, in connection with, or in any way related to, directly or indirectly, both the purchase or other acquisition of Bridgestone common stock and/or ADRs by Class Members during the Class Period and the acts, facts, statements or omissions that were or could have been alleged by plaintiffs or any Class Member in the Action. Released Claims does not include claims to enforce the settlement.

“Released Parties” means each and all of the Defendants and each and all of Defendants’ past or present directors, officers, employees, partners, insurers, co-insurers, reinsurers, agents, controlling shareholders, attorneys, accountants or auditors, advisors, investment advisors, personal or legal representatives, predecessors, successors, parents, subsidiaries, divisions, joint ventures, assigns, spouses, heirs, related or affiliated entities, and any entity in which a Defendant has a controlling interest.

## EXCLUDING YOURSELF FROM THE SETTLEMENT

### 13. How do I get out of the settlement?

You can exclude yourself from the settlement. If you do not want a payment from the settlement, but you want to keep any right to sue Bridgestone, Firestone, or any of the other Released Persons about the claims you would otherwise be releasing in this settlement, then you must take steps to exclude yourself from the settlement. This is sometimes referred to as “opting out” of the Class.

To exclude yourself from the settlement, you must send a letter by mail saying that you want to be excluded from *In re Bridgestone Securities Litigation*. To be valid, your request for exclusion must include your name, address, telephone number, your purchases and sales of Bridgestone publicly traded common stock and/or ADRs during the Class Period including the dates, number of shares and/or ADRs purchased or sold and the price paid or received for each such purchase or sale and your signature. You must mail your exclusion request postmarked no later than December 22, 2008 to:

In re Bridgestone Securities Litigation Exclusions  
c/o Heffler, Radetich & Saitta LLP  
P.O. Box 870  
Philadelphia, PA 19105-0870

You cannot exclude yourself on the phone or by e-mail. If you ask to be excluded, you will not get any settlement payment, and you cannot object to the settlement. Also, you will not be legally bound by anything that happens in this Action, and you would not be prevented by this settlement from suing the Released Parties for the Released Claims in the future. However, if you exclude yourself and bring your own lawsuit, you would be subject to all the risks of litigation, including the risk that your lawsuit would be rejected because you filed it too late.

If you do not file your request for exclusion on time, you will be legally bound by all the proceedings in this Action, including all court orders and judgments in the Action, even if you have a lawsuit pending against the Released Parties that covers Released Claims, or if you subsequently start a lawsuit or an arbitration or any other proceedings against any of the Released Parties that are covered by the Released Claims.

### 14. If I don’t exclude myself, can I sue Defendants for the same thing later?

No. Unless you exclude yourself, you give up any right to sue Defendants for the claims that this settlement resolves. Remember, the exclusion deadline is December 22, 2008.

**15. If I exclude myself, can I get money from this settlement?**

No. If you exclude yourself, do not send in a claim form to ask for any money. Once you exclude yourself, you will receive no cash payment even if you also submit a claim form, unless you withdraw your notice of exclusion before the deadline.

**THE LAWYERS REPRESENTING YOU**

**16. Do I have a lawyer in this case?**

Lead Plaintiff Patricia Ziemer and the Class are represented by the law firm of Coughlin Stoia Geller Rudman & Robbins LLP. Intervenor Plaintiff Iowa Public Employees Retirement System and the Class are represented by the law firm of Barrack Rodos & Bacine. These lawyers are collectively called Plaintiffs' Lead Counsel. You will not be charged for these lawyers' work. If you want to be represented by your own lawyer, you may hire one at your own expense.

**17. How will the lawyers be paid?**

At the Final Approval Hearing, Plaintiffs' Lead Counsel will request the Court to award attorneys' fees of up to 25% of the Settlement Fund, plus expenses, not to exceed \$1.7 million, which were incurred in connection with the Action, plus interest thereon. In addition, Lead Plaintiff and Intervenor Plaintiff in the Action may seek compensation of up to \$10,000.00 for their expenses incurred (including lost wages) in prosecuting the Action. This compensation will be paid from the Settlement Fund. Class Members are not personally liable for any such fees or expenses. To date, Plaintiffs' Lead Counsel have not received any payment for their services in conducting the Action nor have counsel been paid for expenses incurred.

**OBJECTING TO THE SETTLEMENT**

You can tell the Court that you don't agree with the settlement or some part of it.

**18. How do I tell the Court that I don't like the settlement?**

If you're a member of the Class (and you have not excluded yourself), you can object to the proposed settlement if you do not like any part of it. You can give reasons why you think the Court should not approve the settlement. The Court will consider your views. To object, you must send a signed letter or pleading saying that you object to the proposed settlement in "*In re Bridgestone Securities Litigation*, Master File No. 3:01-0017 (United States District Court for the Middle District of Tennessee, Nashville Division)." Your letter must include your name, address, telephone number and your original signature (no copies). You must also include information concerning your purchase(s), acquisition(s) and sale(s) of Bridgestone publicly traded common stock or ADRs during the Class Period, including the number of shares or ADRs and the dates of each purchase, acquisition and sale. Mail the objection postmarked no later than December 22, 2008, to:

(1) Clerk of the Court  
UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE,  
NASHVILLE DIVISION  
801 Broadway  
Nashville, TN 37203

(2) BARRACK RODOS & BACINE  
DANIEL BACINE  
3300 Two Commerce Square  
2001 Market Street  
Philadelphia, PA 19103

(3) COUGHLIN STOIA GELLER RUDMAN & ROBBINS LLP  
JONAH GOLDSTEIN  
655 West Broadway  
Suite 1900  
San Diego, CA 92101

(4) JONES DAY  
JAMES GAUCH  
51 Louisiana Avenue, N.W.  
Washington, DC 20001-2113

and

(5) SQUIRE SANDERS & DEMPSEY L.L.P.  
JOSEPH WEINSTEIN  
4900 Key Tower  
127 Public Square  
Cleveland, OH 44114-1304

You may object either on your own or through an attorney that you hire at your own expense. If you do hire an attorney to represent you, your attorney must file a notice of appearance with the Clerk of the Court and deliver a copy of that notice to Plaintiffs' Lead Counsel and Defendants' counsel no later than December 22, 2008.

If you do not follow the directions in this Notice for objecting to the settlement, you will forfeit all rights that you may have to object to and/or appeal this settlement. You will be bound by the orders and judgments in this Action.

**19. What is the difference between objecting to the settlement and excluding myself from the settlement?**

Objecting is telling the Court that you do not like something about the proposed settlement. You can object only if you stay in the Class. Excluding yourself is telling the Court that you do not want to be part of the Class. If you exclude yourself, you have no basis to object because the case no longer applies to you.

**THE COURT'S FINAL APPROVAL HEARING — SCHEDULED FOR JANUARY 23, 2009, AT 9:00 A.M.**

The Court will hold a hearing to decide whether to approve the proposed settlement. You may attend, but you don't have to.

**20. When and where will the Court decide whether to approve the settlement?**

The Court will hold a Final Approval Hearing at 9:00 a.m. on January 23, 2009, at the United States District Court for the Middle District of Tennessee, Nashville Division, located at 801 Broadway, Nashville, TN 37203, in Courtroom 874. At this hearing, the Court will consider whether the settlement is fair, reasonable and adequate. If there are objections, the Court will consider them. The Court will listen to people who have asked to speak at the Final Approval Hearing. The Court will also decide whether to approve the Plan of Allocation and the payment of fees, costs and expenses to Plaintiffs' Lead Counsel,

including the awards to Lead Plaintiff and Intervenor Plaintiff to compensate them for their time and effort in this case. We do not know how long the Final Approval Hearing will take or whether the Court will make its decision about the settlement on that day or sometime later.

#### 21. Do I have to come to the Final Approval Hearing?

Class Members do not need to appear at the Final Approval Hearing or take any other action to indicate that they approve of the settlement. Plaintiffs' Lead Counsel will answer questions the Court may have about the settlement. But if you would like to attend the Final Approval Hearing, you are welcome to do so, at your own expense. If you send an objection, you do not have to come to Court to talk about it. The Court will consider your written objection, as long as you mailed your objection in on time (see response to Question 18). You may also pay your own lawyer to attend, but it is not necessary.

#### 22. May I speak at the Final Approval Hearing?

If you object to the settlement, you may ask the Court for permission to speak at the Final Approval Hearing. To do so, you must include with your objection (see response to Question 18) a statement saying that it is your "Notice of Intention to Appear in *In re Bridgestone Securities Litigation*". Persons who intend to object to any part of the settlement, the Plan of Allocation or the request for fees and expenses and wish to present evidence at the Final Approval Hearing must also include in their written objection the identity of any witnesses they may call to testify and exhibits they intend to introduce into evidence at the Final Approval Hearing.

***You cannot speak at the Final Approval Hearing if you excluded yourself.***

### IF YOU DO NOTHING

#### 23. What happens if I do nothing at all?

If you do nothing, you will not receive any payments from this settlement. *However*, unless you exclude yourself, you will not be able to start a lawsuit, or be part of any other lawsuit against the Released Parties about the Released Claims in this case ever again.

### GETTING MORE INFORMATION

#### 24. Are there more details about the proposed settlement?

This Notice summarizes the proposed settlement. More details are in the Stipulation which has been filed with the Court. You can inspect a copy of the Stipulation at the office of the Clerk of the United States District Court for the Middle District of Tennessee, Nashville Division, 801 Broadway, Nashville, TN 37203, during regular business hours, or at [bsl.hrsclaims.com](http://bsl.hrsclaims.com).

#### 25. How do I get more information?

For additional, detailed information concerning the matters involved in this Action, you may inspect the pleadings, the orders of the Court, and other papers filed in this Action at the office of the Clerk of the United States District Court for the Middle District of Tennessee, Nashville Division, 801 Broadway, Nashville, TN 37203, during regular business hours.

You can also contact the Claims Administrator (see response to Question 13) or at [bsl.hrsclaims.com](http://bsl.hrsclaims.com) or Plaintiffs' Lead Counsel (see response to Questions 16 and 18). ***Please do not call the Court or the Clerk of the Court for additional information about the settlement.***

#### 26. Special notice to nominees

If you hold any Bridgestone publicly traded common stock or ADRs purchased during the Class Period as a nominee for a beneficial owner, then, within twenty (20) days after you receive this Notice, you must either: (1) send a copy of this Notice and the Proof of Claim and Release form by first-class mail or air-mail to all such Persons; or (2) provide a list of the names of such Persons to the Claims Administrator:

*In re Bridgestone Securities Litigation*  
c/o Heffler, Radetich & Saitta LLP  
P.O. Box 870  
Philadelphia, PA 19105-0870

If you choose to mail the Notice and Proof of Claim form yourself, you may obtain from the Claims Administrator (without cost to you) as many additional copies of these documents as you will need to complete the mailing.

Regardless of whether you choose to complete the mailing yourself or to elect to have the mailing performed for you, you may obtain reimbursement for, or advancement of, reasonable administrative costs actually incurred or expected to be incurred in connection with forwarding the Notice and Proof of Claim form and which would not have been incurred but for the obligation to forward the Notice and Proof of Claim form, upon submission of appropriate documentation to the Claims Administrator.

By Order of the United States District Court for the Middle District of Tennessee.

DATED: October 23, 2008

QUESTIONS? CALL 1-800-945-9431 TOLL FREE IN THE U.S. OR CALL 0120-938-042 TOLL FREE OUTSIDE THE U.S.,  
OR VISIT [BSL.HRSCLAIMS.COM](http://BSL.HRSCLAIMS.COM)