

**EXHIBIT A-2**

**UNITED STATES DISTRICT COURT  
MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION**

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In re Bridgestone Securities Litigation	X	
	X	Master File No. 3:01-0017
	X	

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**PROOF OF CLAIM AND RELEASE**

DEADLINE FOR SUBMISSION: FEBRUARY 23, 2009.

IF YOU PURCHASED PUBLICLY TRADED COMMON STOCK AND/OR AMERICAN DEPOSITARY RECEIPTS (“ADRS”) OF BRIDGESTONE CORPORATION (“BRIDGESTONE” OR THE “COMPANY”) DURING THE PERIOD FROM AND INCLUDING MARCH 30, 2000 TO AUGUST 31, 2000 (THE “CLASS PERIOD”), AND WERE DAMAGED THEREBY, YOU ARE A “CLASS MEMBER” AND YOU MAY BE ENTITLED TO SHARE IN THE SETTLEMENT PROCEEDS.

EXCLUDED FROM THE CLASS ARE DEFENDANTS (BRIDGESTONE AND BRIDGESTONE FIRESTONE NORTH AMERICAN TIRE, LLC), 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.

IF YOU ARE A CLASS MEMBER, YOU MUST COMPLETE AND SUBMIT THIS FORM IN ORDER TO BE ELIGIBLE FOR ANY SETTLEMENT BENEFITS.

YOU MUST COMPLETE AND SIGN THIS PROOF OF CLAIM AND MAIL IT BY FIRST-CLASS MAIL OR AIR-MAIL, POSTMARKED NO LATER THAN FEBRUARY 23, 2009 TO THE FOLLOWING ADDRESS:

In re Bridgestone Securities Litigation  
c/o Heffler, Radetich & Saitta L.L.P.  
Claims Administrator  
Post Office Box 870  
Philadelphia, PA 19105-0870

YOUR FAILURE TO SUBMIT YOUR CLAIM BY FEBRUARY 23, 2009 WILL SUBJECT YOUR CLAIM TO REJECTION AND PRECLUDE YOUR RECEIVING ANY MONEY IN CONNECTION WITH THE SETTLEMENT OF THIS LITIGATION. DO NOT MAIL OR DELIVER YOUR CLAIM TO THE COURT OR TO ANY OF THE PARTIES OR THEIR COUNSEL AS ANY SUCH CLAIM WILL BE DEEMED NOT TO HAVE BEEN SUBMITTED. SUBMIT YOUR CLAIM ONLY TO THE CLAIMS ADMINISTRATOR.

1. I purchased the publicly traded common stock and/or American Depositary Receipts (“ADRs”) of Bridgestone Corporation (“Bridgestone”) during the period from and including March 30, 2000 to August 31, 2000 (the “Class Period”). **(Do not submit this Proof of Claim if you did not purchase Bridgestone publicly traded common stock and/or ADRs during this period.)**

2. By submitting this Proof of Claim, I state that I believe in good faith that I am a Class Member as defined above, or am acting for such person; that I am not a Defendant in the Action or anyone excluded from the Class; that I have read and understand the Notice; that I believe that I am entitled to receive a share of the Settlement Fund; that I elect to participate in the proposed settlement described in the Notice; and that I have not filed a request for exclusion. (If you are acting in a representative capacity on behalf of a Class Member (e.g., as an executor, administrator, trustee, or other representative), you must submit evidence of your current authority to act on behalf of that Class Member. Such evidence would include, for example, letters of testamentary, letters of administration, or a copy of the trust documents.)

3. I have set forth where requested below all relevant information with respect to each purchase of Bridgestone publicly traded common stock and/or ADRs during the Class Period, and each sale, if any, of such securities, as well as the number of shares and/or ADRs I owned at the beginning and end of the Class Period. I agree to furnish additional information to the Claims Administrator to support this Claim if requested to do so.

4. I have enclosed photocopies of the stockbroker's confirmation slips, stockbroker's statements, relevant portions of my tax returns or other documents evidencing each purchase, sale or retention of Bridgestone publicly traded common stock and/or ADRs listed below in support of my claim. (IF ANY SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN A COPY OR EQUIVALENT DOCUMENTS FROM YOUR BROKER OR TAX ADVISOR BECAUSE THESE DOCUMENTS ARE NECESSARY TO PROVE AND PROCESS YOUR CLAIM.)

5. I understand that the information contained in this Proof of Claim is subject to such verification as the Claims Administrator may request or as the Court may direct, and I agree to cooperate in any such verification. (The information requested herein is designed to provide the minimum amount of information necessary to process most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your claim. In some cases the Claims Administrator may conditionally accept the claim based upon the production of additional information, including, where applicable, information concerning transactions in any derivatives of the subject securities such as options.)

6. Upon the occurrence of the Effective Date (as defined in the Stipulation of Settlement), my signature hereto will constitute a full and complete release, remise and discharge by me or, if I am submitting this Proof of Claim on behalf of a corporation, partnership, estate or one or more other persons, by it, him, her or them, and by my, its, his, her or their heirs, executors, administrators, successors, and assigns of each of the "Released Parties" of all "Released Claims" as defined in the Notice of Pendency of Class Action, Proposed Settlement, Motion for Attorney's Fees and Final Approval Hearing that accompanies this Proof of Claim and Release.

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**NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All Claimants **MUST** submit a manually signed paper Proof of Claim form listing all their transactions whether or not they also submit electronic copies. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the Claimant a written paper acknowledgment of receipt and acceptance of electronically submitted data. If you do want to submit data electronically, please contact the Claims Administrator for the proper format.

7. Statement of Claim

Name(s) of Beneficial Owner(s):

\_\_\_\_\_  
Name

\_\_\_\_\_  
Joint Owner's Name (if any)

If you are a bank or other institution filing on behalf of a third-party, and an account number is needed to identify the Claimant for your records, indicate account number here:

\_\_\_\_\_  
Address of Beneficial Owner(s):

\_\_\_\_\_  
Street No.

\_\_\_\_\_  
City

\_\_\_\_\_  
State

\_\_\_\_\_  
Zip Code

\_\_\_\_\_  
Foreign Province

\_\_\_\_\_  
Country

( ) \_\_\_\_\_  
Telephone No. (Day)

( ) \_\_\_\_\_  
Telephone No. (Evening)



11. **SALES:** I made the following sales of Bridgestone publicly traded common stock during the period from and including March 30, 2000 to August 31, 2000 (*must be documented*):

Date(s) of Sale (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Sale Price Per Share (circle currency)	Amount Received (excluding commissions, taxes, and fees)
____/____/____	_____	\$ ¥ _____	\$ ¥ _____
____/____/____	_____	\$ ¥ _____	\$ ¥ _____
____/____/____	_____	\$ ¥ _____	\$ ¥ _____
____/____/____	_____	\$ ¥ _____	\$ ¥ _____

12. **UNSOLD HOLDINGS:** At the close of business on August 31, 2000, I still owned \_\_\_\_\_ shares of Bridgestone publicly traded common stock. (*must be documented*)

13. As of the date of my purchase(s) of Bridgestone publicly traded common stock, I was a citizen of \_\_\_\_\_ (Country) and resided in \_\_\_\_\_ (State, Country).

**SCHEDULE OF TRANSACTIONS IN BRIDGESTONE PUBLICLY TRADED AMERICAN DEPOSITARY RECEIPTS (“ADRs”):**

14. At the close of business on March 29, 2000, I owned \_\_\_\_\_ Bridgestone ADRs. (*if none, write 0*)

15. **PURCHASES:** I made the following purchases of Bridgestone publicly traded ADRs during the period from and including March 30, 2000 to August 31, 2000. (Persons who received Bridgestone publicly traded ADRs during the Class Period other than by purchase are not eligible to submit claims for those transactions.) (*must be documented*):

Date(s) of Purchase (List Chronologically) (Month/Day/Year)	Number of ADRs Purchased	Purchase Price Per ADR (in U.S. Dollars)	Aggregate Cost (excluding commissions, taxes, and fees)
____/____/____	_____	\$ _____	\$ _____

____/____/____	_____	\$ _____	\$ _____
____/____/____	_____	\$ _____	\$ _____
____/____/____	_____	\$ _____	\$ _____

16. **PURCHASES:** State the total quantity of Bridgestone publicly traded ADRs purchased during the period from and including March 30, 2000 to August 31, 2000: \_\_\_\_\_  
*(if none, write 0)*

17. **SALES:** I made the following sales of Bridgestone publicly traded ADRs during the period from and including March 30, 2000 to August 31, 2000 *(must be documented)*:

Date(s) of Sale (List Chronologically) (Month/Day/Year)	Number of ADRs Sold	Sale Price Per ADR (in U.S. Dollars)	Amount Received (excluding commissions, taxes, and fees)
____/____/____	_____	\$ _____	\$ _____
____/____/____	_____	\$ _____	\$ _____
____/____/____	_____	\$ _____	\$ _____
____/____/____	_____	\$ _____	\$ _____

18. **SALES:** State the total quantity of Bridgestone publicly traded ADRs sold during the period from and including March 30, 2000 to August 31, 2000: \_\_\_\_\_ *(if none, write 0)*

19. **UNSOLD HOLDINGS:** At the close of business on August 31, 2000, I still owned \_\_\_\_\_ Bridgestone publicly traded ADRs. *(if none, write 0) (must be documented)*

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS, PLEASE PHOTOCOPY THESE PAGES, PRINT YOUR NAME AND TAXPAYER IDENTIFICATION NUMBER IN THE TOP RIGHT-HAND CORNER AND CHECK THE BOX BELOW:

I HAVE ATTACHED ADDITIONAL PAGES OF TRANSACTIONS

20. **Certification and Substitute Form W-9**  
*(To be completed if you are a U.S. Citizen or Resident Alien.)*



UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED ON THIS FORM IS TRUE, CORRECT AND COMPLETE.

I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(c) of the Internal Revenue Code because: (a) I am (we are) exempt from backup withholding, or (b) I (we) have not been notified by the Internal Revenue Service ("I.R.S.") that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the I.R.S. has notified me (us) that I am (we are) no longer subject to backup withholding.

Request for Taxpayer Identification Number. Enter taxpayer identification number below for the Beneficial Owner(s). For most individuals, this is your Social Security Number. The I.R.S. requires such taxpayer identification number. If you fail to provide this information, your claim may be rejected.

NOTE: If you have been notified by the I.R.S. that you are subject to backup withholding, please check this box.

Social Security Number (for individuals) or Taxpayer Identification Number (for estates, trusts, corporations, etc.)	Signature of Claimant/Authorized Representative	Date
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21. Certification of Foreign Status of Beneficial Owner for U.S. Tax Withholdings  
*(To be completed if you are not a U.S. Citizen or Resident Alien)*

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED ON THIS FORM IS TRUE, CORRECT AND COMPLETE.

The Beneficial Owner is not a U.S. person and the income to which this form relates, if any, is not effectively connected with the conduct of a trade or business in the United States.

Signature of Claimant/Authorized Representative	Country	Date
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Signature of Claimant (If this claim is being made on behalf of Joint Claimants, then each must sign)

\_\_\_\_\_  
(Signature of Claimant)

(Signature of Joint Claimant)

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(Capacity of person(s) signing, e.g. beneficial purchaser(s), executor, administrator, trustee, etc.)  
(Note: you must be the current trustee, custodian, etc. in order to submit this Proof of Claim.)

THIS PROOF OF CLAIM MUST BE SUBMITTED NO LATER THAN FEBRUARY 23, 2009, AND MUST BE MAILED TO:

In re Bridgestone Securities Litigation  
c/o Heffler, Radetich & Saitta L.L.P.  
Claims Administrator  
Post Office Box 870  
Philadelphia, PA 19105-0870

A Proof of Claim received by the Claims Administrator shall be deemed to have been submitted when posted, if mailed by February 23, 2009, and if a postmark is indicated on the envelope and it is mailed first-class or air-mail, and addressed in accordance with the above instructions. In all other cases, a Proof of Claim shall be deemed to have been submitted when actually received by the Claims Administrator.

If you wish to be assured that your Proof of Claim is actually received by the Claims Administrator, then you should send it by Certified Mail, Return Receipt Requested. No acknowledgment will be made as to the receipt of Proof of Claim. You should be aware that it will take a significant amount of time to process fully all of the Proofs of Claim and to administer the settlement. This work will be completed as promptly as time permits, given the need to investigate and calculate each Proof of Claim. Please notify the Claims Administrator of any change of address.