

## RELATIONSHIPS WITH EXTERNAL DIRECTORS AND CORPORATE AUDITORS

Norio Okayama, the Company's external director, is chairman and representative director of Sumitomo Electric Industries, Ltd. Kimio Toma, one of Sumitomo Rubber Industries' external corporate auditors, is also an auditor for Sumitomo Electric Industries. Though Sumitomo Rubber Industries purchases products such as steel cords from Sumitomo Electric Industries, purchase prices are determined after receiving estimates from several other companies, negotiations with suppliers each fiscal year and a comparison with market prices and conditions. While Hiroshi Izumitani, another external auditor, holds the concurrent position of advisor to Murata Manufacturing Co., Ltd., there is no special interest between Murata Manufacturing and the Company. Furthermore, Tadao Kagono, the Company's external corporate auditor, is an auditor to both Santen Pharmaceutical Co., Ltd. and NTN Corporation. These companies also have no special interests with Sumitomo Rubber Industries.

## IMPLEMENTATION AND STATUS OF THE INTERNAL CONTROL SYSTEM

### COMPLIANCE SYSTEM

Based on compliance with social norms, which are stipulated in the Company's Code of Conduct, Sumitomo Rubber Industries maintains the guideline that corporate activities must adhere to laws and ordinances, social norms and public decency. In addition, the Company strives to increase awareness and ensure strict legal compliance. In order to fulfill its corporate social responsibility, Sumitomo Rubber Industries established the basic objective of complying with laws and its Articles of Incorporation while establishing a strict code of corporate ethics and ensuring sound business operations. To that end, the Company formulated its "Regulations on Corporate Ethics Activities" and established the Corporate Ethics Committee in February 2003. In addition, Sumitomo Rubber Industries set up a compliance counseling room directly controlled by the president as a corporate ethics helpline for employees. This enables the Corporate Ethics Committee to investigate any problems that arise and give sufficient attention to ensure that those employees who come forward are not penalized. Furthermore, the Company pays close attention to legal aspects by taking advice from a corporate attorney as circumstances demand.

### RISK MANAGEMENT SYSTEM

In the conduct of its business activities, Sumitomo Rubber Industries constantly confronts a variety of risks. These include but are not limited to risks relating to the Company's business operations, legal requirements, the environment, accidents and disasters. With regard to factors that have the potential to materially impact the Group's business activities, each division and department undertakes an analysis of potential risks and formulates appropriate countermeasures, which are discussed at management meetings. With regard to the environment, accidents and disasters, the Occupational Health and Safety Management Committee formulates appropriate countermeasures, which are deliberated at management meetings as and when required. In support of its risk management activities, the Group also receives advice from specialists such as corporate attorneys when necessary.

## Directors, Corporate Auditors and Executive Officers

(As of March 28, 2008)

### BOARD OF DIRECTORS

<b>CHAIRMAN AND DIRECTOR</b>	Mitsuaki Asai
<b>PRESIDENT AND REPRESENTATIVE DIRECTOR</b>	Tetsuji Mino
<b>EXECUTIVE VICE PRESIDENT AND REPRESENTATIVE DIRECTOR</b>	Hisao Takahashi
<b>REPRESENTATIVE DIRECTOR AND MANAGING EXECUTIVE OFFICER</b>	Toshiyuki Noguchi
<b>DIRECTOR AND MANAGING EXECUTIVE OFFICER</b>	Yasuyuki Sasaki
<b>DIRECTOR AND SENIOR EXECUTIVE OFFICER</b>	Koji Soeda
<b>DIRECTOR AND SENIOR EXECUTIVE OFFICER</b>	Takaki Nakano
<b>DIRECTOR AND SENIOR EXECUTIVE OFFICER</b>	Yoshinori Yamada
<b>DIRECTOR AND SENIOR EXECUTIVE OFFICER</b>	Hiroaki Tanaka
<b>DIRECTOR AND SENIOR EXECUTIVE OFFICER</b>	Ikuji Ikeda
<b>DIRECTOR AND SENIOR EXECUTIVE OFFICER</b>	Yasushi Nojiri
<b>DIRECTOR</b>	Norio Okayama

### CORPORATE AUDITORS

<b>CORPORATE AUDITOR (Full-time)</b>	Masashi Mine
<b>CORPORATE AUDITOR (Full-time)</b>	Katsuhiko Nakagawa
<b>CORPORATE AUDITOR</b>	Kimio Toma
<b>CORPORATE AUDITOR</b>	Hiroshi Izumitani
<b>CORPORATE AUDITOR</b>	Tadao Kagono

### EXECUTIVE OFFICERS

<b>EXECUTIVE OFFICER</b>	Hironobu Nakamura
<b>EXECUTIVE OFFICER</b>	Kaoru Taniguchi
<b>EXECUTIVE OFFICER</b>	Kenji Onga
<b>EXECUTIVE OFFICER</b>	Takahiro Fukumoto
<b>EXECUTIVE OFFICER</b>	Kozaburo Nakaseko
<b>EXECUTIVE OFFICER</b>	Minoru Nishi
<b>EXECUTIVE OFFICER</b>	Yasutaka Ii