

Corporate Governance

A strengthened commitment to fulfilling corporate social responsibility

Fulfilling corporate social responsibility is essential to earning a welcome place in the community. Yokohama established its Corporate Social Responsibility Division in June 2008 to promote social sustainability through economic, environmental, and community initiatives. The division evokes Yokohama's commitment to building an identity as a contributing member of the global community. That means stepping up measures to ensure rigorous adherence to laws and regulations, to maximize Yokohama's contribution to environmental quality, to carry out sound corporate governance, to undertake prudent risk management, and to deploy a solid framework of internal-control mechanisms.

Corporate governance policy

Yokohama has built a framework for corporate governance aimed at ensuring responsible, effective, and transparent management based on its corporate philosophy, and the Company continues working to strengthen that framework. Sound corporate governance is central to Yokohama's efforts to maximize corporate value and to earn and retain the confidence of all the Company's stakeholders.

Framework

The members of the Board of Directors agree on policy for maintaining the internal-control

mechanisms mandated by Japanese law, they discuss matters of importance in company management, and they monitor each other's performance. The Management Council, which comprises the chairman and other selected members of the Board of Directors and other executives, reviews overall operational policy, matters crucial to the performance of work, and matters crucial to risk management from the perspective of fundamental management policy.

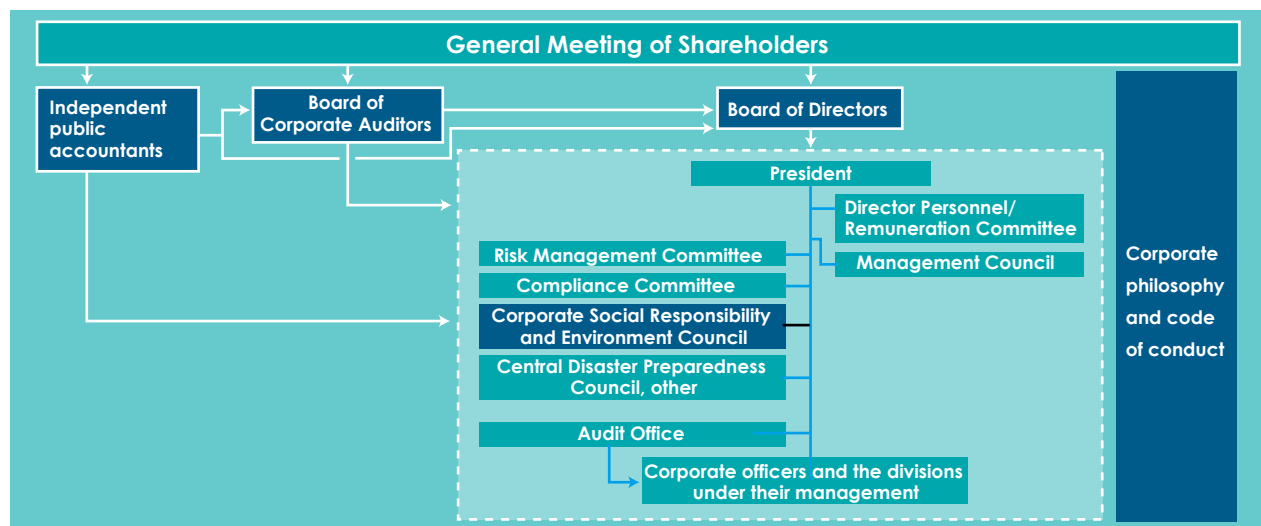
Auditing at Yokohama is a tripartite undertaking by the Board of Corporate Auditors, by an independent public accounting firm, and by the Audit Office. The Board of Corporate Auditors monitors the performance of the members of the Board of Directors. The independent public accounting firm monitors the Company's financial accounting, and the Audit Office monitors operations and accounting at the parent company and at subsidiaries.

Internal-control mechanisms

The Board of Directors passed a resolution in May 2006 that called for establishing the internal-control mechanisms mandated by Japanese law and for monitoring the performance of those mechanisms. In April 2009, the Board of Directors passed a resolution that called for instituting measures for preventing corporate involvement in racketeering and other illicit activity.

Legislation took effect in Japan in the fiscal year to March 31, 2010, that is similar to the U.S. Public Company Accounting Reform and Investor Protection Act of 2002, commonly known

Yokohama's Framework for Corporate Governance



as the Sarbanes-Oxley Act. Yokohama has established internal-control mechanisms to help ensure compliance with that legislation and with other laws and regulations.

Risk-management system

Yokohama's Risk Management Committee is responsible for coordinating a swift and effective response to emergencies. The committee also evaluates significant risks from a cross-sector perspective and determines appropriate measures for addressing those risks.

A recent example of an emergency that commanded attention at Yokohama was the 2009 outbreak of swine influenza A(H1N1). In April 2009, the World Health Organization raised its warning level for swine influenza to Phase IV. That prompted Yokohama to establish a response team under the leadership of the president. The Company has abided by a policy of preventing any infected employee from transmitting the disease to people inside or outside the Company and of ensuring the continuance of business operations. It has specified preventive procedures for employees to abide by when traveling on business and when taking up overseas assignments, and it has instituted preventive measures at the entrances to all company facilities in Japan. In addition, the Company is responding promptly to incidences of the disease in the workplace, in employee families, and in the community.

Yokohama has devised plan-do-check-act cycles for responding to foreseeable risks. Its risk-management encompasses workplace safety, earthquake preparedness, fire prevention and preparedness, ethical compliance, environmental protection, product quality, and operational continuity. The committees, divisions, and other organizational units responsible for those and other facets of risk management work out appropriate measures for addressing risk and oversee the implementation of those measures.

Ethical compliance

Basic approach

Yokohama is committed to ensuring compliance with rigorous standards of corporate ethics. The Company works systematically to ingrain that commitment in its corporate culture and in its

daily operations. That includes building and maintaining an effective framework for enforcement, encouraging employees to report suspected breaches, and emphasizing corporate ethics in employee education and in awareness-raising activities.

Ethical-enforcement framework

Each sector of operations at the parent company and each subsidiary has named a compliance monitor as part of a compliance-assurance network. The monitors exchange information about awareness-raising activities, about performance in complying with ethical guidelines, and about incidents of note.

Compliance Committee

The Compliance Committee, chaired by Yokohama's president, meets quarterly. It reviews activity in ethics-related education, reports from the Company's divisions, and notifications and input from employees about ethical concerns, and it considers measures for preventing ethical breaches. Yokohama's Corporate Compliance Department serves as the secretariat for the committee.

Internal channels for reporting suspected violations

<Hotline>

Yokohama has established a hotline that enables employees at the parent company and at subsidiaries in Japan to report suspected violations of legal regulations or corporate guidelines anonymously. The hotline is in conformance with Japanese legislation that mandates protection for "whistleblowers." It allows employees to report suspected violations to an independent legal office by telephone, fax, or e-mail. Yokohama has distributed cards that bear the telephone number, fax number, and e-mail address to all employees at the parent company and its subsidiaries in Japan.

<Consultation>

Yokohama has established an internal e-mail function to respond to employee doubts or suspicions about any company-related subjects. The consultation function is available to everyone who has access to internal e-mail at Yokohama in Japan. Employees can use the consultation function to discuss the legality or propriety of any ongoing or proposed activity.

Directors, Corporate Auditors, and Corporate Officers

As of June 26, 2009

Board of Directors

Tadanobu Nagumo

President and Representative Director

Tatsunari Kojima

Director and Senior Managing Corporate Officer

General Manager of Corporate Social Responsibility Div.

Tooru Kobayashi

Director and Senior Managing Corporate Officer

President of Multiple Business Group, General Manager of Industrial Products Business Group

Norio Karashima

Director and Senior Managing Corporate Officer

President of Tire Global Sales & Marketing Group, General Manager of Tire Overseas Sales & Marketing Div.

Toshihiko Suzuki

Director and Managing Corporate Officer

General Manager of Tire Global Technical Div.

Takashi Fukui

Director and Managing Corporate Officer

General Manager of Corporate Planning Div.

Kinya Kawakami

Director and Corporate Officer

In charge of Corporate Purchasing Dept., General Manager of R&D Center

Hikomitsu Noji

Director and Corporate Officer

General Manager of Tire Global Production Div.,

General Manager of Tire Production HR Dept.

Board of Corporate Auditors

Michio Yuge

Hideo Fujiwara

Junnosuke Furukawa

Yuzuru Fujita

Naozumi Furukawa

Corporate Officers

Koichi Tanaka

Managing Corporate Officer

Deputy President of Tire Global Sales & Marketing Group.,
President of Yokohama Tire Japan Co., Ltd.

Shinichi Suzuki

Managing Corporate Officer

In charge of MIS Dept.,
General Manager of Tire Global Logistics Div.

Seiji Takai

Managing Corporate Officer

Chairman and President of Yokohama Rubber (China) Co., Ltd., Chairman of Hangzhou Yokohama Tire Co., Ltd., Chairman of Suzhou Yokohama Tire Co., Ltd., Chairman of Yokohama Hoses & Coupling (Hangzhou) Co., Ltd., Chairman of Yokohama HAMATITE (Hangzhou) Co., Ltd.

Toshio Izawa

Managing Corporate Officer

In charge of Quality Assurance, Safety & Health Management Dept., General Manager of Hiratsuka Factory

Yuji Goto

Managing Corporate Officer

General Manager of O.E. Tire Sales & Marketing Div.

Misao Hiza

Corporate Officer

General Manager of Industrial Products Technical Div.

Hirohiko Takaoka

Corporate Officer

General Manager of Sports Business Div.

Takao Oishi

Corporate Officer

President of Yokohama Tire Corporation, President of Yokohama Corporation of America, President of Yokohama Corporation of North America

Shigeo Komatsu

Corporate Officer

General Manager of Tire Global Product Planning Div.

Yasushi Tanaka

Corporate Officer

Deputy General Manager of Corporate Planning Div., General Manager of Corporate Planning Dept.

Tatsuya Murata

Corporate Officer

General Manager of Aerospace Div.

Fumio Morita

Corporate Officer

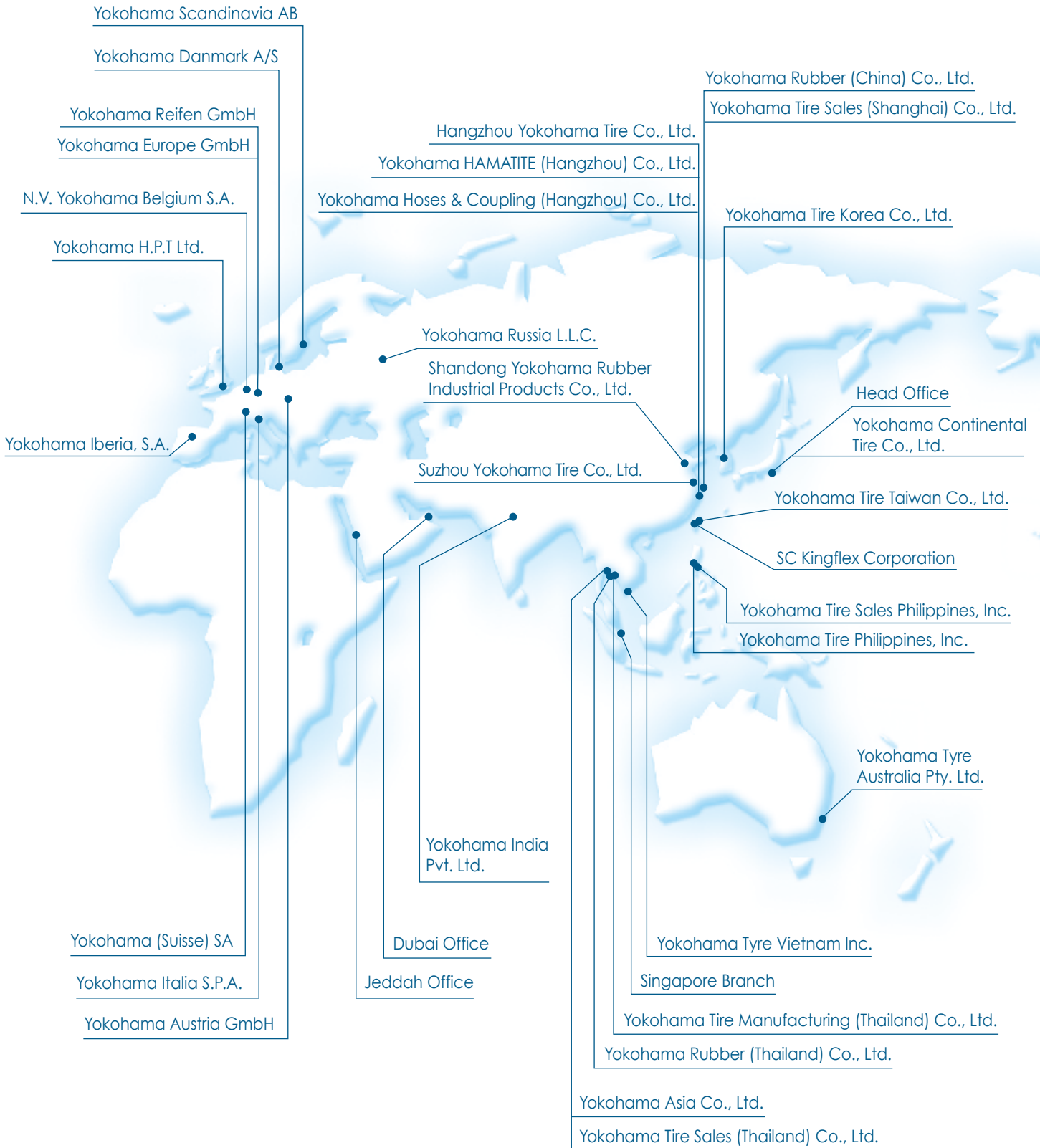
General Manager of Corporate Finance & Accounting Dept.,
President of Yokohamagomu Finance Co., Ltd.

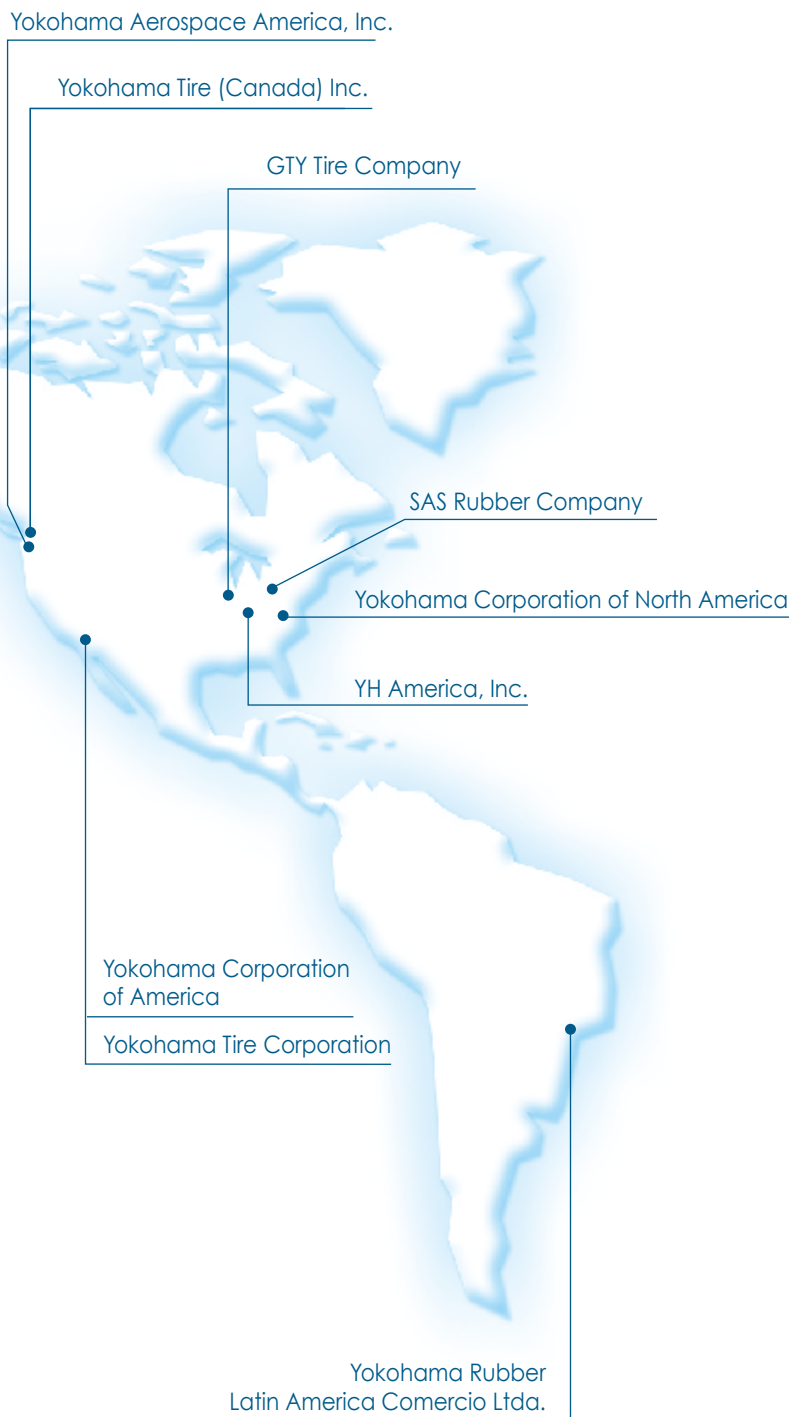
Toshiyuki Nishida

Corporate Officer

In charge of Industrial Products Business, General Manager of Industrial Products Production Div., Chairman and CEO of YH America, Inc., Chairman of SAS Rubber Company

Global Network





Overseas Subsidiaries and Affiliates

Production and sales of tires and related products

Yokohama Tire Corporation
 Hangzhou Yokohama Tire Co., Ltd.
 Suzhou Yokohama Tire Co., Ltd.
 Yokohama Tire Philippines, Inc.
 Yokohama Tyre Vietnam Inc.
 Yokohama Tire Manufacturing (Thailand) Co., Ltd.
 GTY Tire Company

Sales of tires and related products

Yokohama Tire (Canada) Inc.
 Yokohama Corporation of America
 Yokohama Tyre Australia Pty. Ltd.
 Yokohama H.P.T Ltd.
 Yokohama Italia S.P.A.
 Yokohama (Suisse) SA
 Yokohama Scandinavia AB
 Yokohama Reifen GmbH
 Yokohama Austria GmbH
 Yokohama Danmark A/S
 Yokohama Iberia, S.A.
 Yokohama Russia L.L.C.
 N.V. Yokohama Belgium S.A.
 Yokohama Tire Sales (Shanghai) Co., Ltd.
 Yokohama Tire Taiwan Co., Ltd.
 Yokohama Tire Korea Co., Ltd.
 Yokohama Tire Sales Philippines, Inc.
 Yokohama Tire Sales (Thailand) Co., Ltd.
 Yokohama Asia Co., Ltd.
 Yokohama India Pvt. Ltd.
 Yokohama Rubber Latin America Comercio Ltda.

Holding company for shares of YTC and other companies

Yokohama Corporation of North America

Marketing support and services for European sales company

Yokohama Europe GmbH

Overall control of Yokohama Rubber's subsidiaries in the tire and MB market in China

Yokohama Rubber (China) Co., Ltd.

Production and sales of windshield sealants and hoses

YH America, Inc.
 Yokohama Rubber (Thailand) Co., Ltd.

Production and sales of windshield sealants

Yokohama HAMATITE (Hangzhou) Co., Ltd.

Production and sales of hoses

SAS Rubber Company
 SC Kingflex Corporation
 Yokohama Hoses & Coupling (Hangzhou) Co., Ltd.

Production and sales of conveyor belts

Shandong Yokohama Rubber Industrial Products Co., Ltd.

Sales of aircraft components

Yokohama Aerospace America, Inc.

Overseas offices and branch

Jeddah Office, Dubai Office, Singapore Branch

Investor Information

As of March 31, 2009

Company Name:

The Yokohama Rubber Co., Ltd.

Head Office:

36-11, Shimbashi 5-chome, Minato-ku, Tokyo 105-8685, Japan

Established:

October 13, 1917

Paid-in Capital:

¥38,909 million

Fiscal Year-end:

March 31

General Meeting of Shareholders:

June

Transfer Agent:

The Chuo Mitsui Trust and Banking Company, Limited
33-1, Shiba 3-chome, Minato-ku, Tokyo 105-8574, Japan

Stock Exchange Listings:

Tokyo, Osaka, Nagoya

Contact Points for Investors:

PR/IR section, Corporate Communications Dept.
36-11, Shimbashi 5-chome, Minato-ku, Tokyo 105-8685, Japan
Phone: 81-(0)3-5400-4531 Facsimile: 81-(0)3-5400-4570

Investor Relations Web Site:

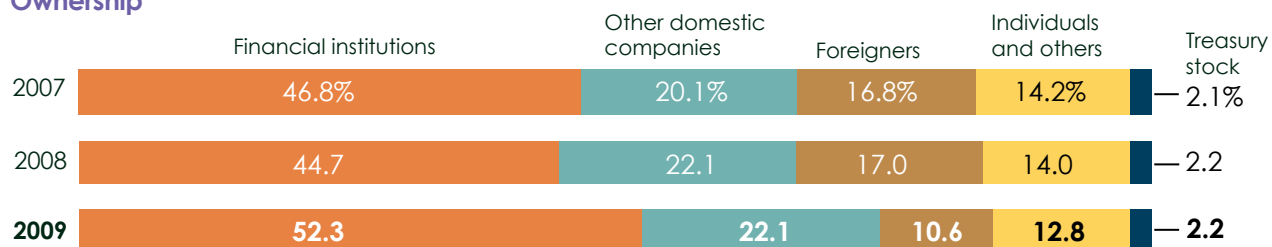
http://www.yrc-pressroom.jp/ir_en/

Stock Information

As of March 31, 2009

Authorized number of shares: 700,000,000
 Number of shares issued and outstanding: 342,598,162 (unchanged from fiscal 2008 year-end)
 Number of shareholders: 16,043 (994 fewer than at fiscal 2008 year-end)

Ownership



Principal Shareholders

Name	Percentage of Voting Rights
ASAHI MUTUAL LIFE INSURANCE COMPANY	8.0%
ZEON CORPORATION	7.1
Japan Trustee Services Bank, Ltd. (trust account)	6.9
The Master Trust Bank of Japan, Ltd. (trust account)	6.3
Japan Trustee Services Bank, Ltd. (trust account 4G)	4.6
Mizuho Corporate Bank, Ltd.	3.8

Common Stock Price Trends

	2009	2008	2007	2006	2005
Stock Price (Yen):					
High	¥ 658	¥ 944	¥ 790	¥ 700	¥ 480
Low	301	436	439	403	342
Fiscal Year-end	409	477	724	612	425
Shares of Common Stock Issued and Outstanding	342,598,162	342,598,162	342,598,162	342,598,162	342,598,162

Stock Price Range and Trading Volume on the Tokyo Stock Exchange

