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(Translation)

(Securities Code: 5110)

Date of sending by postal mail: March 4, 2024

Start date of measures for electronic provision: March 1, 2024

To Our Shareholders

Sumitomo Rubber Industries, Ltd.
6-9, Wakinohama-cho 3-chome,
Chuo-ku, Kobe-shi
Satoru Yamamoto
President and CEO, Representative Director

THE NOTICE OF CONVOCAION OF THE 132ND ANNUAL GENERAL MEETING OF SHAREHOLDERS

We hereby announce that the 132nd Annual General Meeting of Shareholders of Sumitomo Rubber Industries, Ltd. (the “Company”) will be held as below. Your attendance at the meeting is cordially requested.

In convening this General Meeting of Shareholders, the Company shall take measures for the provision in electronic format in relation to information constituting the contents of reference documents of the General Meeting of Shareholders, etc. (Measures for Electronic Provision, etc.), which are posted on the Company’s website as the “Notice of Convocation of the 132nd Annual General Meeting of Shareholders.” Please access the Company’s website below to confirm details.

Company’s website:

<https://www.srigroup.co.jp/english/ir/shareholder/generalmeeting.html>

Measures for Electronic Provision, etc. are also available on the following website, in addition to the Company’s website above. Please access it to confirm the information.

Website for General Meeting of Shareholders materials:

<https://d.sokai.jp/5110/teiji/> (in Japanese)

If you are unable to attend the meeting, you may exercise your voting rights via the internet, etc. or in writing, and we would appreciate your reviewing the referential documents and your exercising the voting rights by 5:00 p.m., on Wednesday, March 27, 2024 (JST).

PARTICULARS OF MEETING

1. **Date and Time:** 10:00 a.m. on Thursday, March 28, 2024 (JST)
(Reception is scheduled to start at 9:00 a.m.)

2. **Venue:** 13th Floor Hall of the Company's Head Office
6-9, Wakinocho 3-chome, Chuo-ku, Kobe-shi
* Please refer to the Venue Guide Map at the end.
* Please be advised that if all seats in the 13th Floor Hall are taken, you will be asked to be seated in another hall. We ask for your kind understanding and cooperation.

3. **Purpose of Meeting:**

- Matters to be Reported:** (1) Business Report, Consolidated Financial Statements for the 132nd fiscal year (from January 1, 2023 to December 31, 2023) and Audit Reports on the Consolidated Financial Statements from the Accounting Auditor and the Audit & Supervisory Board
(2) Non-consolidated Financial Statements for the 132nd fiscal year (from January 1, 2023 to December 31, 2023)

Matters to be Resolved:

- Proposal No. 1:** Appropriation of Surplus
Proposal No. 2: Election of 12 Directors
Proposal No. 3: Election of Two Audit & Supervisory Board Members

* Of the Measures for Electronic Provision, etc., the following items are not included in the documents to be delivered to shareholders who have requested delivery of written documents in accordance with relevant laws and regulations, as well as Article 15 of the Articles of Incorporation of the Company.

- (1) Details of Resolution on Establishing Systems Necessary for Ensuring Appropriate Business Operations and Summary of Operational Status Thereof in the Business Report
- (2) The Consolidated Statement of Changes in Total Equity and the Notes to the Consolidated Financial Statements in the Consolidated Financial Statements
- (3) The Non-consolidated Statement of Change in Total Equity and the Notes to the Financial Statements in the Financial Statements

The Details of Resolution on Establishing Systems Necessary for Ensuring Appropriate Business Operations and Summary of Operational Status Thereof was audited by the Audit & Supervisory Board Members of the Company as part of the Business Report when they prepared the Audit Report. The Consolidated Statement of Changes in Total Equity, the Notes to the Consolidated Financial Statements, the Non-consolidated Statement of Change in Total Equity and the Notes to the Financial Statements were audited by the Audit & Supervisory Board Members of the Company and the Accounting Auditor as part of the Consolidated Financial Statements and the Financial Statements, respectively, when they prepared their respective Audit Reports.

- * Please note that any amendments to the Measures for Electronic Provision, etc., will be posted on each of the above websites before and after the amendments are made.
- * Regarding the "Notice of Resolutions of the Annual General Meeting of Shareholders" that was sent to shareholders after the end of the Annual General Meeting of Shareholders, we will no longer send written notices by postal mail starting from the 132nd Annual General Meeting of Shareholders in order to conserve the amount of paper used, and will instead make it available on the Company's website listed on page 1.

[Method to Exercise the Voting Rights]

1. Those planning to attend the General Meeting of Shareholders

Please submit the enclosed voting right exercise form to the reception desk at the meeting venue on the day of the General Meeting of Shareholders.

Date and Time of General Meeting of Shareholders: **10:00 a.m. on Thursday, March 28, 2024 (JST)**

2. Those unable to attend the General Meeting of Shareholders

(1) Exercising voting rights by “Smart Voting[®]”:

Please use a smartphone or a tablet to read the “Voting Website Login QR Code for Smartphone” at the lower right of the enclosed voting form, and enter your approval or disapproval of each proposal by following the instructions on the screen.

Voting deadline: **No later than 5:00 p.m. on Wednesday, March 27, 2024 (JST)**

* “QR code” is a registered trademark of DENSO WAVE INCORPORATED.

(2) Exercising voting rights via the internet, etc.:

Please access the voting rights exercise website from a PC and a smartphone by entering the “Voting Code” and “Password” printed on the enclosed voting form, and enter your approval or disapproval of each proposal by following the instructions on the screen.

Voting deadline: **No later than 5:00 p.m. on Wednesday, March 27, 2024 (JST)**

(3) Exercising voting rights in writing:

Please indicate your approval or disapproval of each proposal in the voting form enclosed herein, and return the form to the Company’s Shareholder Registry Administrator by the voting deadline.

Voting deadline: **To be received no later than 5:00 p.m. on Wednesday, March 27, 2024 (JST)**

Treatment of voting rights

- If you exercise your voting rights via the internet, etc. and in writing, the vote via the internet, etc. shall be deemed effective.
- If you exercise your voting rights several times via the internet, etc., the last vote shall be deemed effective.
- When voting rights are exercised in writing, if no indication on the voting form of your approval or disapproval for any proposal shall be treated as an indication of approval.

Use of the electronic voting platform for exercising voting rights (For institutional shareholders)

Institutional shareholders shall be able to exercise their voting rights through electromagnetic form via the “Electronic Voting Platform” operated by ICJ Inc. in the General Meeting of Shareholders.

Voting by Smart Voting®

You can log in the Voting Website by entering “Voting Code” and “Password.”

1. Read the QR Code printed at the lower right of the voting form.



2. Enter your vote following the instructions on the screen.



You may exercise your Voting rights by “Smart Voting®” only once.

If you wish to change your vote after exercising your voting rights, please read the QR code again, access the voting website, log in by entering “Voting Code” and “Password” printed on the voting form, and exercise your voting rights again.

- *The shareholders are requested to bear the fees for connection and telecommunication costs for accessing to the site for exercising voting rights.
- *You may not use the site depending on the environment for using the internet, the service subscribed to and the model used.

Contact information for inquiries about the operation of computers, etc.

If you have any technical inquiries regarding the operation of a PC, etc. for voting on this site, please contact the following:
Stock Transfer Agency web support Sumitomo Mitsui Trust Bank, Limited
(Toll free) 0120-652-031 (9:00 a.m. – 9:00 p.m.)

For other inquiries, please contact:

(i) Shareholders with an account at a securities company: Please inquire at your securities company.
(ii) Shareholders who do not have an account at a securities company (shareholders with special accounts)
Stock Transfer Agency Business Planning Department, Sumitomo Mitsui Trust Bank, Limited
(Toll free) 0120-782-031 (9:00 a.m. – 5:00 p.m., except Saturdays, Sundays and holidays)

Exercising Voting Rights Online

Voting Website: <https://www.web54.net>

1. Access the Voting Website.



Click “Go to next”

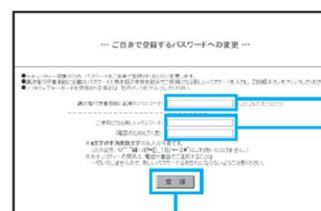
2. Enter the “Voting Code” printed on the voting form.



Enter “Voting Code”

Click “Log in”

3. Enter “Password” printed on the voting form.



Enter “Password”

Set a new password that you will actually use to log in

Click “Go to next”

4. Enter your vote following the instructions on the screen.

[Acceptance of Questions in Advance and Live Streaming]

The Company will accept questions from shareholders in advance concerning matters which relate to the purpose of the Meeting.

Also, on the day of the meeting, we will provide live streaming of the General Meeting of Shareholders via the Internet.

1. How to Register Questions in Advance

Reception period for questions made in advance: **Until 5:00 p.m. on Thursday, March 21, 2024 (JST)**

● [Online access information](#)

(i) Please access the following website designated by the Company.

Distribution URL	https://5110.ksoukai.jp
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(ii) On the screen to enter the ID and Password, please enter the ID and Password as described below.

ID	Shareholder Number (nine-digit number) shown on the voting form at hand.
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Password	Zip code (seven-digit number excluding the hyphen) shown on the voting form at hand
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Please click the “Ask questions in advance” button, enter your question, and then click the “Next” and “Apply” buttons in that order.

- Of the questions received in advance, the Company plans to answer those questions that relate to the agenda for the General Meeting and those that are of interest to shareholders and that the Company is able to answer on the day of the General Meeting of Shareholders.
- We will accept one question per person. Furthermore, we do not promise to answer every question we receive. Please be aware that we will not be able to respond to you individually when we are unable to respond to your inquiry.

2. How to Watch the Live Streaming

Live streaming date and time: **Thursday, March 28, 2024 from 9:30 a.m. (JST)**

(The General Meeting of Shareholders will start at 10 a.m.)

Please log in as directed in “How to register questions in advance” stated in 1. above, and click the buttons in the order of “Apply to watch” and “Watch” to watch the live stream.

Precautions for viewing the live stream

- Shareholders who view the live stream will not be allowed to participate in the resolutions on the day of the meeting, unlike those who attend the meeting on the day. We would appreciate it if you could exercise your voting rights in advance by mail or via the internet, etc. (see pages 3 and 4). Similarly, moreover, please note that we will be unable to accept your questions and opinions during the deliberations on the day of the meeting.
- The program may not be viewed depending on the connection environment of your computer and the Internet as well as the line conditions.
- Communication fees and other charges for viewing shall be borne by the shareholder.
- Please refrain from taking pictures or recording video and sound, and storing them.
- Providing the ID and Password to third parties is strictly prohibited.
- In consideration of the privacy of the shareholders who will attend the meeting, the live streaming shall only show an area near the chairperson’s seat and officers’ seats.

- If there are any changes concerning the operation of the livestream, including responses to emergencies such as system failures or changes in circumstances, we will notify you through our website below. Please check the information as necessary. (<https://www.srigroup.co.jp/english/ir/shareholder/generalmeeting.html>)

Inquiries about live streaming	If you have any questions, please make an inquiry to the following contacts:	
	About ID (shareholder number) and password (zip code) Sumitomo Mitsui Trust Bank, Limited Virtual General Meeting of Shareholders Support: 0120-782-041 (Hours: 9:00 a.m. to 5:00 p.m. (JST), except Saturdays, Sundays and holidays)	About viewing the live stream V-cube, Inc.: 03-4335-8057 Reception date and time: March 28 (Date of General Meeting of Shareholders) From 9 a.m. to the conclusion of the General Meeting of Shareholders

3. How to Watch On-demand Distribution (Post-meeting Distribution)

In order to allow shareholders who were unable to come to the meeting venue, we will distribute part of this General Meeting on an on-demand basis on the Internet at a later date.

Period: **Friday, April 5, 2024 to Sunday, June 30, 2024**

Shareholders who wish to view the program should visit the following website:

Distribution URL

<https://generalmeeting.sumitomorubber.co.jp/>



You can access the above URL by scanning the QR code shown on the right with your smartphone or tablet.

Password

REFERENCE DOCUMENTS OF THE GENERAL MEETING OF SHAREHOLDERS

Proposal No. 1: Appropriation of Surplus

The Company regards that the most important issue is providing return to shareholders and makes it a basic policy to pay stable dividend in the long term by making comprehensive determinations of consolidated dividend payout ratio, business outlook and the level of retained earnings, etc. In addition, we intend to use retained earnings for prior investments such as capital investment, and research and development, to expand future revenue base.

We propose to pay the year-end dividend for the 132nd fiscal year as follows, based on the above-mentioned policy.

As a result, the total dividend for the fiscal year under review shall be JPY 58.00 per share, including JPY 5.00 per share for the first half of the period that has already been paid as an interim dividend.

- (1) Type of dividend property:

Cash

- (2) Allotment of dividend property to the shareholders and its total amount:

JPY 53.00 per common share of the Company

Total amount of dividends: JPY 13,939,942,976

- (3) Effective date of dividends of surplus:

March 29, 2024

Proposal No. 2: Election of 12 Directors

The terms of office of all 11 Directors will expire at the close of this General Meeting of Shareholders.

This fiscal year, in order to further strengthen corporate governance, the Company proposes to elect 12 Directors.

The following candidates have been nominated for the positions.

The number and the candidates of Directors are decided at the Board of Directors based on a recommendation of the Nomination and Compensation Committee which is an advisory body of the Board of Directors.

Nominee Number	Name	Position at the Company	Number of Meetings of the Board of Directors Attended (Percentage)
1	Satoru Yamamoto (Male) Reappointment	President and CEO, Representative Director (President)	15 out of 15 100%
2	Hidekazu Nishiguchi (Male) Reappointment	Representative Director (Managing Executive Officer)	15 out of 15 100%
3	Kiyoshige Muraoka (Male) Reappointment	Director (Senior Executive Officer)	15 out of 15 100%
4	Masatsugu Nishino (Male) Reappointment	Director (Senior Executive Officer)	15 out of 15 100%
5	Naoki Okawa (Male) Reappointment	Director (Senior Executive Officer)	15 out of 15 100%
6	Yasuaki Kuniyasu (Male) Reappointment	Director (Senior Executive Officer)	12 out of 12 100%
7	Hideaki Kawamatsu (Male) New appointment	Senior Executive Officer	–
8	Keizo Kosaka (Male) Outside Independent Reappointment	Outside Director	15 out of 15 100%
9	Mari Sonoda (Female) Outside Independent Reappointment	Outside Director	15 out of 15 100%
10	Takashi Tanisho (Male) Outside Independent Reappointment	Outside Director	12 out of 12 100%
11	Misao Fudaba (Male) Outside Independent Reappointment	Outside Director	12 out of 12 100%
12	Naomi Motojima (Female) Outside Independent New appointment	–	–

- (Notes)
1. Position at the Company of each candidate in parentheses alongside official titles indicates the position of the Director as Executive Officer of the Company.
 2. At the 131st Annual General Meeting of Shareholders held on March 28, 2023, Director candidates Mr. Yasuaki Kuniyasu, Mr. Takashi Tanisho, and Mr. Misao Fudaba were newly elected and appointed as Directors. After the 131st Annual General Meeting of Shareholders, the Board of Directors meetings were held a total of 12 times during this fiscal year under review.

Nominee Number	Name (Date of Birth)	Reappointment	
1	Satoru Yamamoto (June 14, 1958)	Number of Shares of the Company Held 47,030	
Career Summary and Position in the Company		Years as a Member of the Board	
Apr. 1982	Joined the Company	9 Years	
Jan. 2001	General Sales Manager of Tyre Sales & Marketing Division	Number of Meetings of the Board of Directors Attended (Percentage) 15 out of 15 (100%)	
Mar. 2010	Executive Officer Deputy General Manager of Dunlop Tyres Sales HQ		
Mar. 2011	General Manager of Dunlop Tyres Sales HQ		
Mar. 2013	Senior Executive Officer		
Mar. 2015	Director (Senior Executive Officer)		
Mar. 2019 to present	President and CEO, Representative Director (President)		
Reasons for nomination as a candidate for Director			
<p>Since joining the Company, Mr. Satoru Yamamoto has been engaged mainly in the replacement tire sales sections and has gained extensive experience and broad insights as a manager based on his experience as Executive Officer in Charge of Sales of Replacement Tires and Officer Responsible for Supervision of Asia & Oceania Business, etc. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, Mr. Yamamoto has exercised leadership as CEO by leveraging his expertise in Corporate Management and Business Strategy, International Business, and Sales and Marketing, and has also formulated sustainable growth strategies, thereby enhancing the economic and social value of the Company. Accordingly, the Company requests Mr. Yamamoto's reappointment as a Director.</p>			

Nominee Number	Name (Date of Birth)	Reappointment	
2	Hidekazu Nishiguchi (December 8, 1960)	Number of Shares of the Company Held	
		27,400	
Career Summary, Position and Responsibility in the Company		Years as a Member of the Board	
Apr. 1983	Joined the Company	3 Years	
Mar. 2012	President & Representative Director of Goodyear Japan Co., Ltd.	Number of Meetings of the Board of Directors Attended (Percentage)	
Mar. 2013	Executive Officer of the Company		15 out of 15 (100%)
Mar. 2014	General Manager of Overseas Tire Sales HQ		
Jan. 2017	Senior Executive Officer		
	General Manager of Corporate Management Planning & Administration Dept.		
Mar. 2021	Director (Senior Executive Officer)		
Mar. 2022	Director (Managing Executive Officer)		
Mar. 2023 to present	Representative Director (Managing Executive Officer)		
<Responsibility>			
Supervision of Tire Business and Automotive Systems Business			
Reasons for nomination as a candidate for Director			
<p>Since joining the Company, Mr. Hidekazu Nishiguchi has been engaged mainly in the replacement tire sales sector and has gained extensive experience and broad insights as a manager based on his experience as General Manager of Corporate Management Planning & Administration Dept. and Executive Officer in Charge of Digital Planning. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, Mr. Nishiguchi has leveraged his expertise in Corporate Management and Business Strategy, International Business, Sales and Marketing, and DX and IT in promoting digital management utilizing AI and IoT across the Group, both in Japan and overseas. Accordingly, the Company requests Mr. Nishiguchi's reappointment as a Director.</p>			

Nominee Number	Name (Date of Birth)	Reappointment
3	Kiyoshige Muraoka (February 21, 1961)	Number of Shares of the Company Held
		11,800
Career Summary, Position and Responsibility in the Company		Years as a Member of the Board
Apr. 1985	Joined the Company	2 Years
Jan. 2010	General Manager of Material Dept. II	Number of Meetings of the Board of Directors Attended (Percentage) 15 out of 15 (100%)
Mar. 2015	Executive Officer General Manager of Material Research & Development HQ	
Mar. 2020	Senior Executive Officer General Manager of Research & Development HQ and General Manager of Material Research & Development HQ	
Jan. 2022	General Manager of Research & Development HQ	
Mar. 2022 to present	Director (Senior Executive Officer)	
<Responsibility> Supervision of Technology and Production		
Reasons for nomination as a candidate for Director		
<p>Since joining the Company, Mr. Kiyoshige Muraoka has been engaged mainly in the material development section, serving as General Manager of Material Research & Development HQ and General Manager of Research & Development HQ, and gained broad insights into the Company's technological development and advanced technologies. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, Mr. Muraoka oversees and leads all aspects of Group-wide technology and production from the perspective of an expert in the technical field, leveraging his expertise in Production and Technology and DX and IT. Accordingly, the Company requests Mr. Muraoka's reappointment as a Director.</p>		

Nominee Number	Name (Date of Birth)	Reappointment
4	Masatsugu Nishino (February 8, 1962)	Number of Shares of the Company Held
		18,400
Career Summary, Position and Responsibility in the Company		Years as a Member of the Board
Apr. 1984	Joined the Company	2 Years
Jan. 2006	Representative Director, President and CEO of Dunlop Falken Hokkaido, Ltd. (currently Dunlop Tire Hokkaido Company Ltd.)	Number of Meetings of the Board of Directors Attended (Percentage)
Mar. 2015	Executive Officer of the Company Managing Director & CEO of Falken Tyre Europe GmbH	15 out of 15 (100%)
Jan. 2021	Senior Executive Officer of the Company	
Jan. 2022	General Manager of Human Resources and General Affairs HQ	
Mar. 2022 to present	Director (Senior Executive Officer)	
<Responsibility> Supervision of Sports Business, Hybrid Business, Human Resources and General Affairs, and Legal Affairs		
Reasons for nomination as a candidate for Director		
<p>Since joining the Company, Mr. Masatsugu Nishino has been engaged mainly in the replacement tire sales sector and has gained extensive experience and broad insights as a manager based on his experience as the President of the Group's overseas subsidiary. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, Mr. Nishino has leveraged his expertise in Corporate Management and Business Strategy, International Business, Sales and Marketing, and Legal and Governance in promoting human capital management and overseeing the Sports Business and Hybrid Business. Accordingly, the Company requests Mr. Nishino's reappointment as a Director.</p>		

Nominee Number	Name (Date of Birth)	Reappointment
5	Naoki Okawa (July 9, 1961)	Number of Shares of the Company Held
		15,800
Career Summary, Position and Responsibility in the Company		Years as a Member of the Board
Apr. 1987	Joined Sumitomo Electric Industries, Ltd.	2 Years
Apr. 2012	General Manager of Harness Section, Accounting Department	Number of Meetings of the Board of Directors Attended (Percentage)
Mar. 2019	General Manager of Accounting & Finance Dept. of the Company	
Jan. 2020	Executive Officer	
Jan. 2021	Senior Executive Officer	
Mar. 2022	Director (Senior Executive Officer)	
to present		
<Responsibility> Supervision of Financial Strategy and Accounting & Finance		
Reasons for nomination as a candidate for Director		
<p>Since joining Sumitomo Electric Industries, Ltd., Mr. Naoki Okawa has held important positions and has gained broad insights of financial and capital strategies based on his experience as General Manager of Accounting & Finance Dept. of the Company, etc. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, Mr. Okawa has leveraged his expertise in International Business and Financial Strategy and Accounting to formulate and promote Group-wide financial strategies and to oversee overall accounting. Accordingly, the Company requests Mr. Okawa's reappointment as a Director.</p>		

Nominee Number	Name (Date of Birth)	Reappointment
6	Yasuaki Kuniyasu (September 4, 1969)	Number of Shares of the Company Held
		3,900
Career Summary, Position and Responsibility in the Company		Years as a Member of the Board
Apr. 1992	Joined the Company	1 Year
Jan. 2015	General Manager of Technical Dept. 4, Tyre Technology HQ	Number of Meetings of the Board of Directors Attended (Percentage)
Dec. 2020	General Manager of Tyre Quality Assurance Dept. and General Manager of Tyre Quality Supervision Office	
Jan. 2021	Executive Officer General Manager of Tyre Technology HQ	
Jan. 2022	Senior Executive Officer	
Jan. 2023	General Manager of Corporate Management Planning & Administration Dept.	
to present		
Mar. 2023	Director (Senior Executive Officer)	
<Responsibility> Supervision of Business Strategy, ESG, and DX Promotion		
Reasons for nomination as a candidate for Director		
<p>Since joining the Company, Mr. Yasuaki Kuniyasu has been engaged mainly in the tire technical sections, serving as General Manager of Tyre Quality Assurance Dept. and General Manager of Tyre Technology HQ and gained broad insights into the Company's technological development and quality management. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, Mr. Kuniyasu has leveraged his expertise in Corporate Management and Business Strategy, Production and Technology, and DX and IT to formulate and promote Group-wide corporate strategies and DX and IT strategies. Accordingly, the Company requests Mr. Kuniyasu's reappointment as a Director.</p>		

Nominee Number	Name (Date of Birth)	New appointment
7	Hideaki Kawamatsu (February 3, 1964)	Number of Shares of the Company Held 14,403
Career Summary, Position and Responsibility in the Company		
Apr. 1986	Joined the Company	
Jan. 2012	Chairman and President of Changshu Srixon Sports Co., Ltd.	
Apr. 2014	General Manager of Corporate Planning of Dunlop Sports Co., Ltd.	
Mar. 2015	Executive Officer	
Mar. 2017	Director (Senior Executive Officer)	
Jan. 2018	Executive Officer of the Company General Manager of Sports Business HQ and General Manager of Golf Business Dept.	
Jan. 2022 to present	Senior Executive Officer General Manager of Sports Business HQ	
Reasons for nomination as a candidate for Director		
<p>Since joining the Company, Mr. Hideaki Kawamatsu has been engaged mainly in the sports business, and has gained broad insights regarding the Company's sports business based on his experience as the Representative of an overseas subsidiary, Director of Dunlop Sports Co., Ltd., and General Manager of Sports Business HQ of the Company. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, the Company requests Mr. Kawamatsu's appointment as a Director in the expectation that his provision of advice and opinions leveraging his expertise in Corporate Management and Business Strategy, Production and Technology, International Business, and Sales and Marketing will contribute to improving the corporate value of the Company.</p>		

Nominee Number	Name (Date of Birth)	Outside/Independent/Reappointment
8	Keizo Kosaka (December 11, 1945)	Number of Shares of the Company Held
		1,900
Career Summary and Position in the Company, and Significant Concurrent Position		Years as a Member of the Board
Apr. 1970	Admitted to the bar and Joined Irokawa Law Office	15 Years
Apr. 1995	Vice President of Osaka Bar Association	Number of Meetings of the Board of Directors Attended (Percentage)
Jan. 2001	Representative Partner of Irokawa Law Office	
June 2006 to present	Outside Audit & Supervisory Board Member of Toyo Aluminum K.K.	15 out of 15 (100%)
Mar. 2009 to present	Outside Director of the Company	
June 2012 to present	Outside Audit & Supervisory Board Member of Sekisui Kasei Co., Ltd.	
June 2016	Outside Audit & Supervisory Board Member of Techno Associe Co., Ltd.	
Jan. 2020 to present	Chairman of Irokawa Legal Professional Corporation	
June 2020 to present	Outside Audit & Supervisory Board Member of SEIREN CO., LTD.	
Significant Concurrent Position		
Attorney Chairman of Irokawa Legal Professional Corporation Outside Audit & Supervisory Board Member of Toyo Aluminum K.K. Outside Audit & Supervisory Board Member of Sekisui Kasei Co., Ltd. Outside Audit & Supervisory Board Member of SEIREN CO., LTD.		
Reason for nomination as a candidate for Outside Director and summary of expected roles		
Mr. Keizo Kosaka, making full use of his abundant knowledge as a lawyer with expertise in corporate legal affairs, has provided the Company with invaluable advice and opinions from an objective point of view. He has also chaired the Board of Directors since March 2023. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, the Company requests Mr. Kosaka's reappointment in expectation that his continued provision of advice and opinions as an Outside Director leveraging his expertise in Corporate Management and Business Strategy and Legal and Governance will result in improving the Company's corporate governance.		

Nominee Number	Name (Date of Birth)	Outside/Independent/Reappointment
9	Mari Sonoda (July 24, 1959)	Number of Shares of the Company Held 300
Career Summary and Position in the Company, and Significant Concurrent Position		Years as a Member of the Board
Apr. 1982	Joined the Ministry of Finance	3 Years
July 2010	Director of the Non-Administrative Asset Utilization and Disposition Policy Division, Financial Bureau	Number of Meetings of the Board of Directors Attended (Percentage) 15 out of 15 (100%)
July 2012	Director General of General Affairs Division of Federation of National Public Service Personnel Mutual Aid Associations	
Jan. 2014	Secretary-General of Secretariat of Specific Personal Information Protection Commission	
Jan. 2016	Secretary-General of Secretariat of Personal Information Protection Commission	
Mar. 2021 to present	Outside Director of the Company	
Sep. 2023 to present	Special Assistant to the Minister of Digital Agency	
Significant Concurrent Position		
Special Assistant to the Minister of Digital Agency		
Reason for nomination as a candidate for Outside Director and summary of expected roles		
<p>Ms. Mari Sonoda has held important positions at the Ministry of Finance and other organizations and has gained expertise in finance, fiscal affairs and policy-making as well as extensive experience based on her experience in developing personal information protection systems, including My Number, the national identification number. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, the Company requests Ms. Sonoda's reappointment in expectation that her continued provision of advice and opinions as an Outside Director leveraging her expertise in Legal and Governance, Financial Strategy and Accounting, and DX and IT will result in improving the Company's corporate governance.</p>		

Nominee Number	Name (Date of Birth)	Outside/Independent/Reappointment
10	Takashi Tanisho (February 26, 1949)	Number of Shares of the Company Held
		0
Career Summary and Position in the Company, and Significant Concurrent Position		Years as a Member of the Board
Apr. 1973	Joined Hitachi Zosen Corporation	1 Year
June 2010	Outside Director	Number of Meetings of the Board of Directors Attended (Percentage) 12 out of 12 (100%)
Apr. 2012	Managing Director	
Apr. 2013	Representative Director, President & Chief Operating Officer	
Apr. 2016	Representative Director, President & Chief Executive Officer	
Apr. 2017	Representative Director, Chairman of the board & President	
Apr. 2020	Representative Director, Chairman of the board & Chief Executive Officer	
Apr. 2022	Representative Director, Chairman of the board	
Mar. 2023	Outside Director of the Company	
Apr. 2023	Director, Senior Corporate Advisor of Hitachi Zosen Corporation	
June 2023 to present	Senior Corporate Advisor Outside Director of Tsubakimoto Chain Co. Outside Director of Matsumoto Yushi-Seiyaku Co., Ltd.	
Significant Concurrent Position		
Senior Corporate Advisor of Hitachi Zosen Corporation Outside Director of Tsubakimoto Chain Co. Outside Director of Matsumoto Yushi-Seiyaku Co., Ltd.		
Reason for nomination as a candidate for Outside Director and summary of expected roles		
Mr. Takashi Tanisho has experienced as Representative Director, President, and Chairman of Hitachi Zosen Corporation, which operates globally in the environmental field, including energy, water, and decarbonization, and has gained extensive experience and broad insights as a manager, and has extensive business experience, particularly in the areas of manufacturing and technology, business strategy. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, the Company requests Mr. Tanisho's reappointment in expectation that his continued provision of advice and opinions as an Outside Director leveraging his expertise in Corporate Management and Business Strategy, Production and Technology, Sales and Marketing, and DX and IT will result in improving the Company's corporate governance.		

Nominee Number	Name (Date of Birth)	Outside/Independent/Reappointment
11	Misao Fudaba (February 23, 1956)	Number of Shares of the Company Held
		0
Career Summary and Position in the Company, and Significant Concurrent Position		Years as a Member of the Board
Apr. 1979	Joined Daicel Corporation	1 Year
June 2006	Executive Officer Deputy Head of Corporate Support Center	Number of Meetings of the Board of Directors Attended (Percentage)
June 2008	Head of Raw Material Purchasing Center	12 out of 12 (100%)
June 2010	President, President and CEO	
June 2019	Chairman of Board of Directors	
June 2022 to present	Advisor	
Mar. 2023 to present	Outside Director of the Company	
Significant Concurrent Position		
Advisor of Daicel Corporation		
Reason for nomination as a candidate for Outside Director and summary of expected roles		
<p>Mr. Misao Fudaba has gained extensive experience and broad insights as a manager based on his experience as President and Chairman of Daicel Corporation, which operates globally in manufacturing and sales of chemical products and high-performance materials, and has extensive business experience, particularly in the areas of business strategy and financial strategy. Judged to be suited to serve as a Director of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, the Company requests Mr. Fudaba's reappointment in expectation that his continued provision of advice and opinions as an Outside Director leveraging his expertise in Corporate Management and Business Strategy, Legal and Governance, and Financial Strategy and Accounting will result in improving the Company's corporate governance.</p>		

Nominee Number	Name (Date of Birth)	Outside/Independent/New appointment
12	Naomi Motojima (August 21, 1963)	Number of Shares of the Company Held 0
Career Summary and Position in the Company, and Significant Concurrent Position		
Apr. 1987	Joined Sumitomo Marine & Fire Insurance Co., Ltd. (currently Mitsui Sumitomo Insurance Company, Limited)	
Apr. 2014	General Manager of Injury and Illness Support Department, Claims Support Division of Mitsui Sumitomo Insurance Company, Limited	
Apr. 2018	Executive Officer Executive Officer of MS&AD Insurance Group Holdings, Inc.	
June 2018	Representative Director and President of MS&AD ABILITYWORKS Co., Ltd.	
Apr. 2020 to present	Director	
Apr. 2021	Managing Executive Officer of Mitsui Sumitomo Insurance Company, Limited General Manager of Claims Support Division	
Apr. 2023 to present	Managing Executive Officer Managing Executive Officer of MS&AD Insurance Group Holdings, Inc.	
Significant Concurrent Position		
Managing Executive Officer of MS&AD Insurance Group Holdings, Inc. Managing Executive Officer of Mitsui Sumitomo Insurance Company, Limited Director of MS&AD ABILITYWORKS Co., Ltd.		
Reason for nomination as a candidate for Outside Director and summary of expected roles		
<p>Ms. Naomi Motojima has gained extensive experience and broad insights as a manager based on her experience as Managing Executive Officer at MS&AD Insurance Group Holdings, Inc., which operates non-life and life insurance businesses globally, and its group company, Mitsui Sumitomo Insurance Company, Limited, and has extensive business experience, particularly in the areas of sales, sustainability, and DE&I. Judged to be suited to serve as a Director of the Company in light of the Company’s Policy of Election for Directors and Audit & Supervisory Board Members, the Company requests Ms. Motojima’s appointment in expectation that her provision of advice and opinions leveraging her expertise in Corporate Management and Business Strategy and Sales and Marketing will result in improving the Company’s corporate governance.</p>		

Special Remarks Regarding Director Candidates
(Notes)

1. In the career summary of each candidate above, the position in brackets is the position of the Director as Executive Officer of the Company.
2. Mr. Satoru Yamamoto, a candidate for Director, is directly responsible for auditing and tire quality assurance.
3. At the 131st Annual General Meeting of Shareholders held on March 28, 2023, Director candidates Mr. Yasuaki Kuniyasu, Mr. Takashi Tanisho, and Mr. Misao Fudaba were newly elected and appointed as Directors. After the 131st Annual General Meeting of Shareholders, the Board of Directors meetings were held a total of 12 times during this fiscal year under review.
4. Ms. Naomi Motojima, a candidate for Outside Director, is Managing Executive Officer of Mitsui Sumitomo Insurance Company, Limited, which has a business relationship with the Company, but the transaction amount accounts for less than 1.0% of the consolidated sales of the Company and Mitsui Sumitomo Insurance Company, Limited, respectively.
There is no special interest between the Company and other Director candidates.
5. Mr. Keizo Kosaka, Ms. Mari Sonoda, Mr. Takashi Tanisho, Mr. Misao Fudaba, and Ms. Naomi Motojima are candidates for Outside Directors. Further, if appointed as Directors, the five would become Independent Officers who have no potential conflicts of interests with general shareholders as stipulated by the Tokyo Stock Exchange. Although Mr. Keizo Kosaka and Ms. Mari Sonoda have never been involved in corporate management in any way other than as Outside Directors or Outside Audit & Supervisory Board Members, the Company has determined that they will be able to perform their duties appropriately as Outside Directors, as stated in the reasons for their nomination as candidates for Outside Director given above.
6. The Company has concluded with each of Mr. Keizo Kosaka, Ms. Mari Sonoda, Mr. Takashi Tanisho, and Mr. Misao Fudaba an agreement to limit their liability as Director, as provided for in Article 423, Paragraph 1 of the Companies Act (hereinafter, "Liability Limitation Agreement"), to an amount not exceeding the total amount provided in each of the items in Article 425, Paragraph 1 of the Companies Act. These agreements will remain in effect in the event that Mr. Keizo Kosaka, Ms. Mari Sonoda, Mr. Takashi Tanisho, and Mr. Misao Fudaba are appointed as Directors of the Company.
7. If Ms. Naomi Motojima, a candidate for appointment as Outside Director, is appointed, the Company will conclude a Liability Limitation Agreement with her.
8. With the Company's and subsidiaries' Directors and Audit & Supervisory Board Members as the insured, the Company has concluded a liability insurance contract for officers as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to compensate for losses borne by insured persons for statutory compensation for damages and the costs of litigation under the insurance contract. However, in order to ensure that the appropriateness of the performance of duties by insured persons is not impaired, there are certain grounds for exemption, such as in the case of acts committed with the knowledge that they are in violation of laws and regulations. The 12 candidates for Director will be included among the insured persons under the insurance contract. In addition, the insurance contract will be renewed with the same contents at the time of its next renewal.

Proposal No. 3: Election of Two Audit & Supervisory Board Members

The terms of office of Audit & Supervisory Board Members Morihiro Murata and Hirofumi Yasuhara will expire at the close of this General Meeting of Shareholders. Thus, the Company proposes to elect two Audit & Supervisory Board Members.

The following candidates have been nominated for the positions.

The candidates are decided at the Board of Directors based on a recommendation of the Nomination and Remuneration Committee which is an advisory body of the Board of Directors, and with the consent of the Audit & Supervisory Board.

Nominee Number	Name (Date of Birth)	Outside/Independent/Reappointment
1	Hirofumi Yasuhara (August 28, 1956)	Number of Shares of the Company Held 0
Career Summary and Position in the Company, and Significant Concurrent Position		Years as a Member of the Audit & Supervisory Board
Apr. 1979	Joined Matsushita Electric Industrial Co., Ltd. (currently Panasonic Holdings Corporation)	4 Years
June 2008	Director of PanaHome Corporation (currently Panasonic Homes Co., Ltd.)	Number of Meetings of the Board of Directors Attended (Percentage)
June 2012	Representative Director	15 out of 15 (100%)
June 2015	Senior Audit & Supervisory Board Member of Panasonic Corporation (currently Panasonic Holdings Corporation)	Number of Meetings of the Audit & Supervisory Board Attended (Percentage)
June 2019	Outside Corporate Auditor of Santen Pharmaceutical Co., Ltd.	12 out of 12 (100%)
Mar. 2020 to present	Outside Audit & Supervisory Board Member of the Company	
June 2020 to present	Outside Corporate Auditor of Hitachi Zosen Corporation	
June 2023 to present	Outside Director of Sumitomo Densetsu Co., Ltd.	
Significant Concurrent Position		
Outside Corporate Auditor of Hitachi Zosen Corporation Outside Director of Sumitomo Densetsu Co., Ltd.		
Reason for nomination as a candidate for Outside Audit & Supervisory Board Member		
Mr. Hirofumi Yasuhara has extensive insight into corporate management based on his experience as Representative Director of PanaHome Corporation (currently Panasonic Homes Co., Ltd.), Senior Audit & Supervisory Board Member of Panasonic Corporation (currently Panasonic Holdings Corporation), Outside Corporate Auditor of Hitachi Zosen Corporation, and Outside Director of Sumitomo Densetsu Co., Ltd. Judged to be suited to serve as an Outside Audit & Supervisory Board Member of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, the Company requests Mr. Yasuhara's reappointment in the expectation that his provision of advice and opinions leveraging his expertise in Corporate Management and Business Strategy, International Business, and Financial Strategy and Accounting will continue to contribute to strengthening the audit system of the Company.		

Nominee Number	Name (Date of Birth)	Outside/Independent/New appointment
2	Toshikazu Tagawa (May 8, 1953)	Number of Shares of the Company Held 0
Career Summary and Position in the Company, and Significant Concurrent Position		
Nov. 1979	Joined Asahi & Co. (currently KPMG AZSA LLC) (retired in December 1995)	
Mar. 1983 to present	Registered as a Certified Public Accountant	
Jan. 1996	Tax Partner of New York Office of Ernst & Young (currently EY)	
July 2008	Partner of Ernst & Young Tax Co., based in Japan	
July 2010	Tax Partner of Shanghai Office, based in China Supervising Partner of Tax Services, Japanese Corporations Department	
July 2012	Managing Director of the Finance Department of Ernst & Young ShinNihon LLC	
May 2015	Administrative Officer of Japan SR Association	
June 2016 to present	Outside Audit & Supervisory Board Member of Sumitomo Mitsui DS Asset Management Company, Limited	
Sep. 2016	Visiting Professor at Faculty of Economics of Musashi University	
Sep. 2018 to present	CEO of Ranzan USA Corporation	
May 2021 to present	Independent Non-executive Director of CITIC Limited	
June 2022 to present	Auditor of Music Dialogue	
Significant Concurrent Position		
Certified Public Accountant Representative of Toshikazu Tagawa Certified Public Accountant Office Outside Audit & Supervisory Board Member of Sumitomo Mitsui DS Asset Management Company, Limited CEO of Ranzan USA Corporation Independent Non-Executive Director of CITIC Limited Auditor of Music Dialogue		
Reason for nomination as a candidate for Outside Audit & Supervisory Board Member		
Mr. Toshikazu Tagawa has a wealth of knowledge as a certified public accountant with a thorough knowledge of corporate accounting, and has broad insight into international taxation due to his experience of working in the United States and China, as well as experience in business management at overseas companies. Judged to be suited to serve as an Outside Audit & Supervisory Board Member of the Company in light of the Company's Policy of Election for Directors and Audit & Supervisory Board Members, the Company requests Mr. Tagawa's appointment in the expectation that his provision of advice and opinions leveraging his expertise in Corporate Management and Business Strategy, International Business, and Financial Strategy and Accounting will contribute to strengthening the audit system of the Company.		

(Notes)

1. There is no special interest between the Company and each candidate.
2. Mr. Hirofumi Yasuhara and Mr. Toshikazu Tagawa are candidates for Outside Audit & Supervisory Board Members. Further, if appointed as Outside Audit & Supervisory Board Members, the two would become Independent Officers who have no potential conflicts of interests with general shareholders as stipulated by the Tokyo Stock Exchange.
3. The Company has concluded with Mr. Hirofumi Yasuhara an agreement to limit his liability as Audit & Supervisory Board Member, as provided for in Article 423, Paragraph 1 of the Companies Act (hereinafter,

“Liability Limitation Agreement”), to an amount not exceeding the total amount provided in each of the items in Article 425, Paragraph 1 of the Companies Act. This agreement will remain in effect in the event that Mr. Hirofumi Yasuhara is appointed as Audit & Supervisory Board Member of the Company.

4. If Mr. Toshikazu Tagawa, a candidate for appointment as Outside Audit & Supervisory Board Member, is appointed, the Company will conclude a Liability Limitation Agreement with him.
5. With the Company’s and subsidiaries’ Directors and Audit & Supervisory Board Members as the insured, the Company has concluded a liability insurance contract for officers as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to compensate for losses borne by insured persons for statutory compensation for damages and the costs of litigation under the insurance contract. However, in order to ensure that the appropriateness of the performance of duties by insured persons is not impaired, there are certain grounds for exemption, such as in the case of acts committed with the knowledge that they are in violation of laws and regulations. The two candidates for Audit & Supervisory Board Member will be included among the insured persons under the insurance contract. In addition, the insurance contract will be renewed with the same contents at the time of its next renewal.

<Reference>

The Company's Policy of Election and Dismissal Standards for Directors and Audit & Supervisory Board Members

Sumitomo Rubber Industries, Ltd. (the "Company") shall follow the policies and standards set forth below in selecting and dismissing Directors and Audit & Supervisory Board Members ("Officers").

Proposals for selecting and dismissing Directors are determined by the Board of Directors based on the rigorous deliberations and reports of the Nomination and Remuneration Committee. Proposals for the selection or dismissal of Audit & Supervisory Board Members shall be decided by the Board of Directors with the consent of the Audit & Supervisory Board. Thereafter, each candidate will be submitted as a proposal for the General Meeting of Shareholders.

(1) Basic Policy

Candidates for officers shall have the ability, motivation, and experience to effectively fulfill the roles and responsibilities of the Board of Directors, and who can contribute to improving the Company's corporate governance and solving social issues through the Company's business.

(2) Election Standards

The Company's officers must meet the following conditions.

- (i) Has a deep understanding of the Company's corporate philosophy, "Our Philosophy," and embody it in their duties
- (ii) Has the ability to view the overall Group objectively and to analyze and judge the Group in light of changes in the surrounding environment
- (iii) Makes every effort to improve the Company's corporate value over the medium to long term in accordance with the Company's management policy
- (iv) Has expertise in the fields of corporate management and business strategy, production and technology, international business, sales and marketing, legal and governance, financial strategy and accounting, DX and IT, which are the items specified in the skill matrix of the Company's Board of Directors. They must have a sufficient track record in such fields of expertise, and the election of the candidate will ensure a balanced and diverse skills matrix on the Company's Board of Directors
- (v) Outside officers must be suitable persons as management executives of the Company from the perspective of promoting the sustainable growth of the Company and enhancing its corporate value over the medium to long term.

(3) Dismissal Standards

The Company shall review the dismissal of any Company officers when they fail to properly fulfill their roles and responsibilities as an officer. (falling under any of the grounds for disqualification as stipulated by law, when an officer commits an act that offends public order and morals, when an officer is unable to continue to perform their duties due to health reasons or for any other reason, etc.)

Board Skill Matrix After General Meeting of Shareholders (Planned)

To realize “Our Philosophy,” the Group’s corporate philosophy structure, resolve materiality issues over the medium to long term through promotion of ESG management, and execute the Mid-Term Plan, the Company has established, as a skills matrix, the expertise that Directors and Audit & Supervisory Board Members should possess in order for the Board of Directors to properly carry out its decision-making and management supervisory functions.

The content of each item is determined by the Board of Directors after discussion by the Nomination and Remuneration Committee, taking into consideration the business environment and the Company’s management plan and business characteristics, and includes up to four items of expertise that are expected primarily from each person.

Name		Position	Skill Matrix for Directors and Audit & Supervisory Board Members						
			Corporate Management and Business Strategy	Production and Technology	International Business	Sales and Marketing	Legal and Governance	Financial Strategy and Accounting	DX and IT
Satoru Yamamoto	(Male)	President and CEO, Representative Director (President)	•		•	•			
Hidekazu Nishiguchi	(Male)	Representative Director (Managing Executive Officer)	•		•	•			•
Kiyoshige Muraoka	(Male)	Director (Senior Executive Officer)		•					•
Masatsugu Nishino	(Male)	Director (Senior Executive Officer)	•		•	•	•		
Naoki Okawa	(Male)	Director (Senior Executive Officer)			•			•	
Yasuaki Kuniyasu	(Male)	Director (Senior Executive Officer)	•	•					•
Hideaki Kawamatsu	(Male)	Director (Senior Executive Officer)	•	•	•	•			
Keizo Kosaka	(Male)	Outside Director	•				•		
Mari Sonoda	(Female)	Outside Director					•	•	•
Takashi Tanisho	(Male)	Outside Director	•	•		•			•
Misao Fudaba	(Male)	Outside Director	•				•	•	
Naomi Motojima	(Female)	Outside Director	•			•			
Kazuo Kinameri	(Male)	Standing Audit & Supervisory Board Member	•		•	•	•		
Hiroki Ishida	(Male)	Standing Audit & Supervisory Board Member	•		•		•	•	

Name		Position	Skill Matrix for Directors and Audit & Supervisory Board Members						
			Corporate Management and Business Strategy	Production and Technology	International Business	Sales and Marketing	Legal and Governance	Financial Strategy and Accounting	DX and IT
Asli M. Colpan	(Female)	Outside Audit & Supervisory Board Member	•		•		•		
Hirofumi Yasuhara	(Male)	Outside Audit & Supervisory Board Member	•		•			•	
Toshikazu Tagawa	(Male)	Outside Audit & Supervisory Board Member	•		•			•	

[Reasons for Adoption of Items in the Skill Matrix]

Skill item	Reason for adoption
Corporate Management and Business Strategy	Realization of “joy and well-being for all” requires board members who are capable of formulating sustainable growth strategies, including ESG management (such as carbon neutrality and D&I), and who possess experience and a solid track record in corporate management. Moreover, in order to bring the Company’s economic and social values to even higher levels, it is essential to create new value. In order to achieve this, it is necessary to have board members who identify business changes promptly, pursue new possibilities beyond existing businesses, and have skills and expertise in business portfolio strategy formulation and organizational transformation.
Production and Technology	We aim to provide customers with “joy and well-being for all.” To this end, it is necessary for the Company to have board members who have a wealth of knowledge about the advanced technologies that the Company has cultivated through tireless technological innovation, and who have skills and knowledge related to the creation of human and environmentally friendly products for the realization of a <u>sustainable recycling-oriented society</u> .
International Business	In order to maximize the results of the global structure in the Company business, it is necessary to have board members who have experience in representation at overseas subsidiaries and equivalent positions as an overseas representative, and have skills and knowledge related to overseas business management.
Sales and Marketing	In order to expand global sales of high-performance products created by the Company’s advanced technologies and to continue to provide high-value-added products that respond to rapidly developing CASE and MaaS, thereby creating value that exceeds expectations from customers and society, the Company needs board members with skills and knowledge in understanding market trends and formulating sales strategies.
Legal and Governance	The foundation for the Company’s continued global expansion and creating “joy and well-being for all” is the establishment of an appropriate governance system. In order to improve the effectiveness of management supervision throughout the Group, the Company needs board members with legal knowledge and skills and expertise of corporate governance and risk management.
Financial Strategy and Accounting	In order to maximize corporate value through efficient management of the Company’s capital, the Company needs board members who have the skills and knowledge necessary for accurate financial reporting, establishment of a strong financial base, promotion of growth investments (including M&As) for sustainable enhancement of corporate value, and formulation of appropriate financial and capital strategies to enhance shareholder returns.
DX and IT	In order to realize “innovation creating a future,” it is necessary to establish a data-driven corporate culture that makes active use of AI and the IoT. The Company needs board members who have track records of promoting various innovations, and skills and knowledge in the digital technology field.

BUSINESS REPORT

(January 1, 2023 – December 31, 2023)

1. Matters Concerning the Current Status of the Group

(1) Progress and Results of Business Operations

During the fiscal year under review, the global economy as a whole has been picking up, although there are signs of weakness in some regions due to global monetary tightening and rising prices, as well as the impact of the situation in Ukraine and geopolitical tensions in the Middle East. Japan's economy is also gradually recovering, although there are signs of stagnation in some areas.

As for the business environment surrounding the Sumitomo Rubber Group (the "Group"), marine transportation costs have dropped significantly compared to the previous fiscal year, when they soared, and prices of raw materials and energy costs have shown signs of leveling off, resulting in a profit situation much improved from the previous fiscal year.

Under such circumstances, the Group has strongly promoted a group-wide project aimed at strengthening our business foundation in order to achieve the Mid-Term Plan targeted for 2027, and at the same time, made group-wide efforts to strengthen our competitiveness by developing and increasing sales of high-performance products that meet customer needs.

As a result, the Group's financial results for fiscal 2023 were as follows: sales revenue increased to JPY 1,177,399 million (a year-on-year increase of 7.2%), and business profit* was JPY 77,670 million (a year-on-year increase of 253.6%), resulting in increases in both revenue and profit. Consequently, operating profit increased to JPY 64,490 million (a year-on-year increase of 330.3%) and profit attributable to owners of parent, which is net income after taking tax expenses into account, increased to JPY 37,048 million (a year-on-year increase of 293.5%).

(*) "Business profit" is "Sales revenue" less "Cost of sales" and "Selling, general and administrative expenses" and is approximately equivalent to "Operating profit" under the Japanese GAAP. The Company discloses business profit as well as reporting figures in the consolidated financial statements. The Company also believes that the indicator provides useful information for users of the consolidated financial statements to assess operating results.

[Outline of Each Business]

Tire Business

Sales revenue in the entire tire business increased 7.1% from the previous fiscal year to JPY 1,006,381 million, and business profit increased 416.4% to JPY 63,572 million.

(Domestic Replacement Market)

Sales were slightly lower than in the previous fiscal year due to a decrease in consumers' willingness to purchase tires against a backdrop of high prices, as well as the impact of price hikes for winter tires from July and a mild winter, which resulted in weak shipments.

(Domestic Original Equipment Market)

Sales were significantly higher than in the previous fiscal year, as the decline in automakers' production gradually recovered from the global shortage of semiconductors in the second half.

(Overseas Replacement Market)

Sales in China remained weak due to sluggish market conditions, although it exceeded levels seen in the previous fiscal year, which was significantly affected by COVID-19. As sales in Indonesia and other ASEAN

countries remained sluggish due to market conditions that continued to deteriorate, sales in the Asia Pacific region were lower than in the previous fiscal year. In the Americas, sales in North America were lower than in the previous fiscal year partly due to the planned curbing of sales of low-margin products, but sales of the mainstay Falken brand were higher than in the previous fiscal year, due to strong sales of the WILDPEAK series, which has been well received in the market. In South America, sales were almost in line with what was planned, and remained at levels similar to the previous fiscal year. In Europe, sales were lower than in the previous fiscal year, mainly because of the decline in consumers' purchasing power due to prolonged inflation, which depressed tire replacement rates.

(Overseas Original Equipment Market)

Sales volumes declined in China, where sales of gasoline-powered vehicles are sluggish, and in Indonesia, where market conditions are depressed, but sales increased in Europe and the United States, resulting in sales that were, overall, almost on par with the previous fiscal year.

As a result, sales revenue in the tire business increased from the previous fiscal year, and business profit increased as well.

Sports Business

Sales revenue in the entire sports business increased 8.6% from the previous fiscal year to JPY 126,647 million, and business profit increased 39.6% to JPY 12,482 million.

In the golf goods market, sales grew steadily mainly in North America and South Korea thanks in part to the success of contracted players, and together with the strong initial performance by the 13th-generation XXIO golf clubs launched in December 2023, sales revenue was higher than in the previous fiscal year.

In the tennis goods market, sales volumes declined due to rising prices and other factors, but sales revenue was on par with the previous fiscal year, due in part to the effect of the weak yen on overseas sales.

In the wellness business, sales revenue increased from the previous fiscal year, due in part to the effect of price increases and the opening of new general stores.

As a result, sales revenue in the sports business increased from the previous fiscal year, and business profit increased as well.

Industrial and Other Products Business

Sales revenue in the industrial and other products business increased 5.3% from the previous fiscal year to JPY 44,371 million, and business profit increased 135.8% to JPY 1,603 million.

Sales in the medical rubber products business remained robust in both Japan and abroad, and the infrastructure business also saw an increase in revenue. However, revenue from rubber parts for office machines decreased due to the impact of customers' adjustment in production, and revenue from daily life supplies also declined due to sluggish demand, as consumers refrained from buying due to deteriorating market conditions.

As a result, sales revenue in the industrial and other products business increased from the previous fiscal year, and business profit increased as well.

[Consolidated Sales for Each Business]

Business	Sales Revenue	Composition	YOY
Tire Business	JPY 1,006,381 million	85.5%	107.1%
Sports Business	JPY 126,647 million	10.7%	108.6%
Industrial and Other Products Business	JPY 44,371 million	3.8%	105.3%
Total	JPY 1,177,399 million	100.0%	107.2%

(2) Capital Investments

The Group invested a total of JPY 62,920 million in equipment and facilities during the 132nd fiscal year. Major investments were made to increase production at overseas factories in the tire business, to shift production to high-performance products, and to become carbon neutral.

(3) Fund-Raising Activities

Our investments in equipment and facilities, etc. for the fiscal year under review were provided mainly by cash on hand and borrowings.

(4) Issues to be Addressed

(i) Corporate Philosophy Structure “Our Philosophy”

Based on the Sumitomo Business Philosophy, which has been passed down through the generations, the Group established Our Philosophy in 2020 and continues with its education and dissemination, to encourage all Group employees to take it as a starting point when making decisions or taking action.

We will continue our efforts to improve corporate value and create a sustainable society based on Our Philosophy.

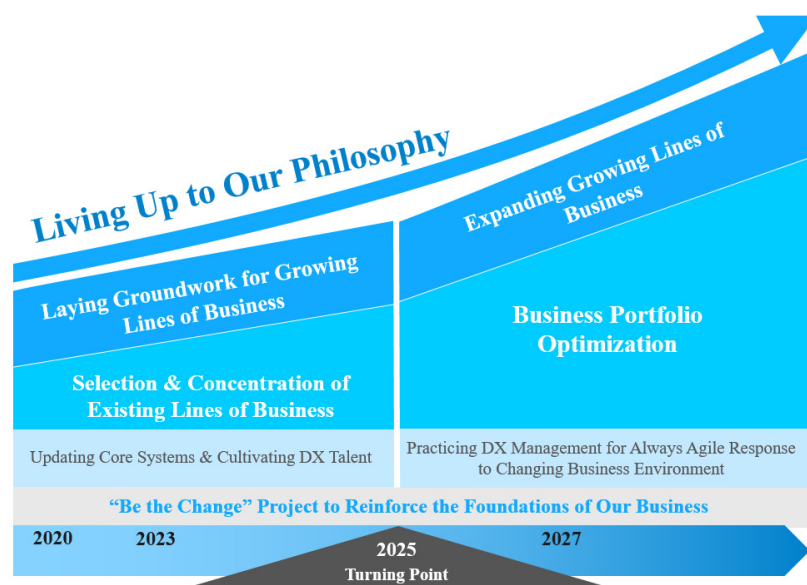
(ii) Promotion of the Mid-Term Plan

Regarding the Mid-Term Plan that started in 2023, we are selecting and concentrating existing lines of business and laying the groundwork for growing lines of business, as well as focusing on recovering our current business performance by 2025, the turning point of the Plan, and making an effort as a Group in order to achieve the financial goals of the Mid-Term Plan ahead of schedule.

In 2023, we focused on improving our current business performance and generating cash in addition to steadily implementing our Mid-Term Plan, which resulted in improved management indicators. Additionally, regarding structural reforms, we were able to reach a decision regarding two businesses.

We will continue to steadily implement structural reforms and invest with an eye towards future growth, in order to lay the groundwork for growing lines of business.

Mid-Term Plan Overview



(iii) Management Environment and Issues to be Addressed

The future business environment is expected to recover gradually overall, although there exist various risks such as global monetary tightening, price increases, and geopolitical tensions.

Under these circumstances, the Group will continue to steadily pursue the Mid-Term Plan, while realizing Our Philosophy and addressing the following issues with the aim of increasing the economic and social value of the Company.

Tire Business

In the tire business, we will sequentially introduce products and services that embody an even more advanced SMART TYRE CONCEPT, which is our tire technology concept, into the market, thereby contributing to the future era of CASE and a sustainable society.

In particular, we will respond by differentiating our products with proprietary technologies such as ACTIVE TREAD and SENSING CORE technologies.

First of all, ACTIVE TREAD technology is the Company's proprietary rubber technology that enables physical properties to switch in synchronization with all kinds of external conditions. We plan to release a new all-season tire this autumn that incorporates some of this technology. We will focus on selling this new product, the performance of which has improved from previous all-season tires, mainly in semi-snowy and non-snowy regions west of the Kanto region, as a product that can be used with peace of mind regardless of the weather. In addition, we will work to further develop ACTIVE TREAD technology, with a view to incorporating it into EV tires as well in the future.

We believe that our proprietary SENSING CORE technology, which is able to detect the state of the tire and the conditions surrounding it based on wheel rotation speeds, is a technology that can contribute to the mobility society of the future, and we are set to begin partial commercialization of it starting this year.

In addition, as part of the effort to commercialize SENSING CORE, we had partnered in the past with Viaduct Inc., an American venture company, to begin demonstration experiments for predicting vehicle failures. We have now invested in Viaduct, thereby strengthening our partnership. With this, we will pursue the development of a solution service that can predict failures for the entire vehicle, combining Viaduct's

AI-based solution service that predicts vehicle failures for vehicle parts other than tires, and detection of tire conditions through our SENSING CORE technology.

Also, in January of this year, we established a new Tyre Business HQ. This has involved overhauling our operational and organizational structure in order to enhance business efficiency and improve profit and loss, by integrating the organizational management of the tire business from procurement to technology, production, logistics, and sales.

The Tyre Business HQ will utilize the global system of development, manufacturing, sales, and supply and demand that is already in place to centrally manage our operations, in an effort to further optimize overall operations. Specifically, we will strive to improve efficiency in every aspect, such as reducing the number of tire sizes, optimizing raw material costs, and optimizing production and logistics.

On the sales front, we will determine priorities based on sales trends and customer needs in each region, and speedily bring new technologies and products to market. This year, we launched a new product in the WILDPEAK series in North America that has been well received in the market, and sales are off to a good start. In other regions, too, we will work to expand sales with product lineups that match the characteristics and customer needs of each region.

Sports Business

In the sports business, demand for golf and tennis goods remained steady overall, and the wellness business also showed signs of recovery. We will continue to provide our customers with excitement and joy through sports-related products and services.

Regarding golf goods, besides continuing to strengthen our marketing and sales structure in North America, the world's largest market, we will further increase sales and create new value by launching attractive products that meet market needs and that are differentiated from those offered by other companies under a dual development system in Japan and the U.S.

Regarding tennis goods, we will work to expand our market share of racquets and balls by taking steps to increase the value of the "DUNLOP" brand, such as extending the official partnership of the Australian Open and the global partnership with the ATP Tour, fostering the development of young players through partnerships with elite academies, and fortifying our agreements with top professional players.

In the wellness business, as the market recovers gradually following COVID-19, we will make further efforts to improve service quality and customer satisfaction while liquidating unprofitable stores and improving operational efficiency.

Industrial and Other Products Business

In the vibration control business, we will further evolve our technology, which commands the No. 1 share in the domestic market for vibration-control dampers for newly built single-family homes, expand our business to areas such as automated warehouses, and continue our work in building earthquake-resistant cities, contributing to the efforts for recovery from the 2024 Noto Peninsula Earthquake. In the medical rubber products business, by expanding business in the pharmaceutical market with the Company's unique high value-added rubber products, we will contribute to the creation of a society in which people can live with safety and comfort.

Going forward, we will aim to achieve further growth by continuing to develop and provide high-value-added products that meet the needs of the times for all merchandise.

Promoting ESG Management

Promoting ESG management is at the heart of our Purpose (our reason for being) under Our Philosophy, which states that "through innovation we will create a future of joy and well-being for all," and the Group

has long been actively working to resolve social issues such as climate change, biodiversity, and respect for human rights.

To promote ESG management, the Sustainability Promotion Committee, chaired by the officer in charge of ESG and composed of officers in charge of each business, meets twice a year to ensure thorough implementation of company-wide policies and to check on progress on important issues. We will continue to strengthen our ESG initiatives through monitoring and review by top management in the Committee, and will aim to contribute to the realization of a sustainable society by building a strong management foundation that can support sustainable growth.

[Environment]

Endorsement of the Task Force on Climate-related Financial Disclosures (TCFD)

The Group considers climate change to be one of the most important issues facing society, and is committed to fulfilling its corporate social responsibility by actively working to reduce greenhouse gas emissions, etc. by leveraging the advanced technological capabilities it has cultivated since its founding. The Group expressed its endorsement of the TCFD in June 2021, and is proceeding to disclose information regarding both the risks and opportunities that climate change presents to its business based on four basic items: Governance, Strategy, Risk Management, and Metrics and Targets.

Carbon Neutral Initiatives

<Scope 1 and 2>

Regarding the Group's Scope 1 and 2 emissions, we had set a target of reducing CO2 emissions by 50% by 2030 (compared to 2017 levels), and achieving carbon neutrality by 2050. However, in November 2023, we raised the target to a 55% reduction by 2030 (compared to 2017 levels), as our reduction plans are progressing ahead of schedule due to active efforts at each site. We will continue to promote initiatives such as energy conservation, expansion of cogeneration systems, introduction of solar power generation, and conversion to hydrogen as fuel, with the aim of achieving carbon neutrality by 2050.

<Scope 3>

Scope 3 emissions account for approximately 90% of the Group's greenhouse gas emissions, and reducing Scope 3 emissions is an important issue we must tackle in order to achieve carbon neutrality throughout our supply chain. Therefore, in November 2023, we set a target for 2030 that takes into account almost all of our Scope 3 emissions. In material development and procurement, we plan to reduce emissions by 25% by 2030 (compared to 2021 levels) through the use of sustainable raw materials, etc. In logistics, we plan to reduce emissions by 10% by 2030 (compared to 2021 levels) by promoting modal shifts, etc. In sales and usage, collection and recycling, we plan to reduce the rolling resistance of tires. We aim to hit the targets by implementing initiatives in each process.

Endorsement of the Taskforce on Nature-related Financial Disclosures (TNFD*)

In the process of identifying key issues, the Group has recognized the conservation of biodiversity as one of the issues to be resolved, and is carrying out related initiatives. Following the release of recommendations by the TNFD in September 2023, the Group signed early on as a TNFD Adopter in December 2023. The Company has stated that it will disclose information in line with TNFD recommendations starting from the results for fiscal 2024, and was announced as an Early Adopter at the World Economic Forum Annual Meeting in 2024. We will continue to work to analyze nature-related issues and improve our disclosures related to them.

* TNFD (Taskforce on Nature-related Financial Disclosures) is a framework for management and disclosure regarding nature-related issues.

[Social]

With the Our Philosophy's Vision of "Uniting our diverse strengths, growing together, driving and thriving on change," we are pursuing the creation of a corporate culture where each and every employee with diverse attributes and values is respected and can feel motivated in their work.

Developing Leadership

As a measure to improve the quality of leadership of officers and managers, including the President, we implement 360° Feedback once a year as an opportunity to objectively view their own leadership style. Also, we have introduced executive coaching for Executive Officers, to take their decision-making and management skills to the next level.

Career Support System

We have established various Career Support Systems with the aim of creating opportunities for each and every employee to take on challenges boldly and shine. We have a Career Matching System that allows employees to enter their mid- to long-term career aspirations and engage in dialogue, thereby expanding the possibility of realizing such goals, and an Open Calls for Project Participants system that allows employees to submit their wish to participate in projects both inside and outside the Company. In order to make these systems fully functional, we also emphasize Career Vision Training for each age group as an opportunity for employees to think independently about their own careers, and a system is in place that allows them to consult with in-house career consultants.

Promoting Women's Empowerment

The Group continues to promote various measures for the advancement of women from the perspective of diversity and inclusion. We have set the ratio of female managers and a comfortable work environment for female technical staff as key indicators, and in order to improve such indicators, we have implemented a mentoring system for career development of candidates for female managerial positions, and run Diversity Management Leaders (Ikubosu) Seminars for managers aimed at encouraging men to participate in childcare and creating a highly productive workplace.

Organizational Health Index Surveys

Since 2020, we periodically conduct an organizational structure survey and make the results available to all employees in order to quantitatively understand the organizational climate that has changed as a result of these initiatives. We will continue to make efforts to improve the situation, as there are still issues to be addressed.

Establishing a Human Rights Management System

In 2023, we established a global human rights policy for human rights management and committed to it both internally and externally. In the future, the Company will identify human rights risks in each department, establish a human rights management system that can effectively address these risks, and conduct appropriate human rights due diligence, thereby promoting protection and respect for human rights.

[Governance]

An overview of the Company's corporate governance system is as described on the following page. With Our Philosophy as the foundation for all corporate activities, the Company has established a system to appropriately respond to social conditions with major changes and global business expansion, by appropriately supervising the status of execution of duties by the Board of Directors and the Audit & Supervisory Board.

We continue to evaluate the effectiveness of the Board of Directors, as we have done in the past. As a result of implementing various measures to improve the effectiveness of the Board of Directors in 2023, matters such as the number of issues referred to the Board of Directors meetings for discussion, the appropriateness of their content, and the support system of the Secretariat were highly commended, but issues such as ensuring diversity in the composition of the Board of Directors and insufficient discussions

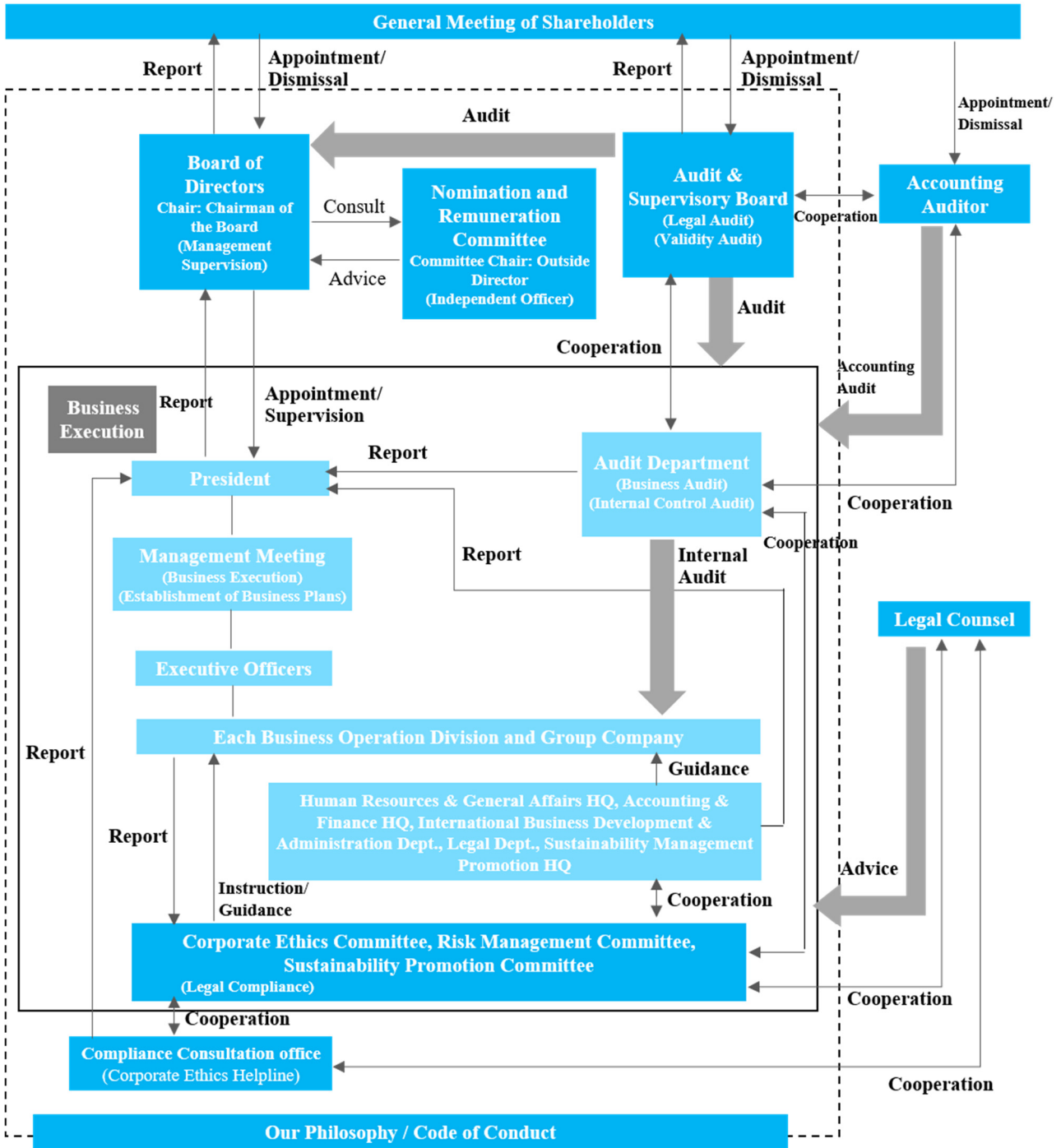
on some topics were also identified. We will continue to improve the effectiveness of the Board of Directors to further enhance corporate value.

An Outside Director has chaired the Board of Directors meetings held from March 2023. Issues are raised and agendas are managed based on new perspectives, and this has led to more active and effective discussions in the Board of Directors meetings.

Also, the Nomination and Remuneration Committee, chaired by an Outside Director and with a majority of its members being Outside Officers, discusses director structure and remuneration plans that will enhance corporate value, using the Skill Matrix that incorporates the skills required to manage the Company's Board of Directors from a medium- to long-term perspective. Going forward, the Company will continue to develop a system that enables Directors to further lead the entire Group toward achieving the Mid-Term Plan.

We would like to humbly request our shareholders to continue providing support and encouragement for the Sumitomo Rubber Group.

Corporate Governance System



(5) Trend of Profit/Loss and Asset (IFRS)

(Unit: JPY million except “Basic profit per share” figure)

Classification	129th fiscal year ended December 31, 2020	130th fiscal year ended December 31, 2021	131st fiscal year ended December 31, 2022	132nd fiscal year ended December 31, 2023
Sales revenue	790,817	936,039	1,098,664	1,177,399
Business profit	43,388	51,975	21,963	77,670
Operating profit	38,701	49,169	14,988	64,490
Profit attributable to owners of parent	22,596	29,470	9,415	37,048
Basic profit per share	85.92	112.05	35.80	140.86
Total assets	974,805	1,086,169	1,225,202	1,266,732
Total equity	467,097	513,543	563,863	641,430

(Notes)

1. The Group has adopted the International Financial Reporting Standards (IFRS) in place of the Japanese GAAP from the 125th fiscal year for presenting consolidated financial results.
2. “Business profit” is “Sales revenue” less “Cost of sales” and “Selling, general and administrative expenses,” and is approximately equivalent to “Operating profit” under the Japanese GAAP. The Company discloses “Business profit” as well as reporting figures in the consolidated financial statements. The Company also believes that the indicator provides useful information for users of the consolidated financial statements to assess operating results.
3. “Basic profit per share” is calculated based on the average number of shares outstanding for the relevant period (excluding treasury stock).
4. The 129th fiscal year saw both sales revenue and business profit decreasing in the main tire business, as a result of significant production cutbacks by automobile manufacturers in many regions in Japan and overseas due to COVID-19. Operating profit and profit attributable to owners of parent increased mainly due to a significant decrease in impairment losses on goodwill and non-current assets.
5. In the 130th fiscal year, in the main tire business, sales of both replacement tires and original equipment tires grew amid the recovery from the COVID-19 pandemic, the product mix improved, and prices improved in response to rising raw material prices, etc.; in the sports business, sales of golf clubs and balls were strong, resulting increased sales revenue and business profit. Operating profit and profit attributable to owners of parent increased mainly due to a decrease in impairment losses on goodwill and non-current assets.
6. In the 131st fiscal year, business profit decreased due to the impact of higher marine transportation costs, raw material prices, and energy costs, although factors such as the improvement of the product mix and cost pass-through to selling prices led to increased revenue in the mainstay tire business. Operating profit and profit attributable to owners of parent decreased, mainly due to impairment losses on goodwill and non-current assets.
7. Information regarding the 132nd fiscal year (the fiscal year under review) is included above in “(1) Progress and Results of Business Operations.”

(6) Major Lines of Business (As of December 31, 2023)

Business	Principal Products
Tire Business	Tires and tubes (for automobiles, construction vehicles, industrial vehicles, automotive races and rallies, motorcycles, etc.), Automotive system business (instant mobility system, deflation warning systems, etc.)
Sports Business	Sporting goods (golf clubs, golf balls, other golf goods, tennis goods, etc.), operation of golf tournaments, operation of golf and tennis schools, fitness business, and others
Industrial and Other Products Business	High-performance rubber business (vibration-control dampers, rubber parts for office machines, rubber parts for medical applications etc.), Daily life supplies business (rubber gloves for cooking and other operations, ramps for wheelchair use, etc.), Infrastructure business (marine dock fenders, floor materials for factories and sports facilities, etc.).

(7) Major Establishments and Principal Subsidiaries (As of December 31, 2023)**(i) The Company**

Company Name	Classification	Location
Sumitomo Rubber Industries, Ltd.	Head Office	Kobe-shi, Hyogo Pref.
	Tokyo Head Office	Koto-ku, Tokyo
	Factories	<Nagoya Factory> Toyota-shi, Aichi Pref., <Shirakawa Factory> Shirakawa-shi, Fukushima Pref., <Izumiotu Factory> Izumiotu-shi, Osaka Pref., <Miyazaki Factory> Miyakonojo-shi, Miyazaki Pref., <Kakogawa Factory> Kakogawa-shi, Hyogo Pref., <Ichijima Factory> Tamba-shi, Hyogo Pref.

(ii) The Subsidiaries

Company Name	Capital	Ownership	Main Business	Location
PT Sumi Rubber Indonesia	US\$ 100 million	72.5%	Manufacture and sale of tires, golf balls, etc.	Indonesia
Sumitomo Rubber (China) Co., Ltd.	CNY 3,394 million	100.0%	Supervision of tire business in China	China
Sumitomo Rubber (Changshu) Co., Ltd.	CNY 2,503 million	*100.0%	Manufacture and sale of tires	China
Sumitomo Rubber (Hunan) Co., Ltd.	CNY 1,781 million	*100.0%	Manufacture and sale of tires	China
Sumitomo Rubber (Thailand) Co., Ltd.	THB 14,000 million	100.0%	Manufacture and sale of tires	Thailand
Sumirubber Thai Eastern Corporation Co., Ltd.	THB 200 million	70.0%	Manufacture and sale of natural rubber	Thailand
SUMITOMO RUBBER SINGAPORE PTE. LTD.	US\$ 18 million	100.0%	Procurement of natural rubber	Singapore
Sumitomo Rubber USA, LLC	US\$ 89 million	*100.0%	Manufacture and sale of tires	U.S.A.
Sumitomo Rubber North America, Inc.	US\$ 25 million	*100.0%	Sale of tires	U.S.A.
Sumitomo Rubber do Brasil Ltda.	BRL 1,599 million	100.0%	Manufacture and sale of tires	Brazil
Falken Tyre Europe GmbH	EUR 25,000	100.0%	Sale of tires	Germany
Sumitomo Rubber AKO Lastik Sanayi ve Ticaret A.Ş.	TRY 1,507 million	80.0%	Manufacture and sale of tires	Turkey
Sumitomo Rubber South Africa (Pty) Limited	ZAR 767	100.0%	Manufacture and sale of tires	South Africa
Dunlop Golf Club Corporation	JPY 100 million	100.0%	Manufacture of golf clubs	Miyakonojoshi, Miyazaki Pref.
Dunlop Srixon Sports Manufacturing (Thailand) Co., Ltd.	THB 400 million	100.0%	Manufacture of hard tennis balls	Thailand
Dunlop International (Philippines), Inc.	PHP 90 million	100.0%	Manufacture of hard tennis balls and squash balls	Philippines
Roger Cleveland Golf Company, Inc.	US\$ 31 million	100.0%	Manufacture of golf clubs; sale of golf and tennis goods	U.S.A.

Company Name	Capital	Ownership	Main Business	Location
Sumirubber Malaysia Sdn. Bhd.	MYR 28 million	100.0%	Manufacture and sale of rubber gloves; manufacture and sale of flat tire sealant	Malaysia
Zhongshan Sumirubber Precision Rubber Ltd.	US\$ 6 million	100.0%	Manufacture and sale of rubber parts for office machines	China
Sumirubber Vietnam, Ltd.	US\$ 5 million	100.0%	Manufacture and sale of rubber parts for office machines	Vietnam
Lonstroff AG	CHF 12 million	100.0%	Manufacture and sale of medical packaging material, rubber parts for medical use and industrial rubber parts	Switzerland

(Notes) 1. Figures marked with an asterisk (*) are the indirect ownership percentage.

2. Effective January 31, 2024, the Company transferred all of its shares in Lonstroff AG.

(8) Employees (As of December 31, 2023)

Business	Number of Employees	Increase (decrease) from the previous fiscal year-end
Tire Business	33,031	-190
Sports Business	3,526	-18
Industrial and Other Products Business	2,718	-206
All Companies (common)	700	+24
Total	39,975	-390

(Note) The above are the number of full-time employees and exclude 3,022 temporary employees.

(9) Major Borrowings (As of December 31, 2023)

Name of Lender	Amount of Loan (JPY million)
Sumitomo Mitsui Banking Corporation	43,969
Sumitomo Mitsui Trust Bank, Limited.	40,000
Development Bank of Japan Inc.	28,000
MUFG Bank, Ltd.	27,551
Shinkin Central Bank	22,000
Mizuho Bank, Ltd.	20,657

2. Shares of the Company (As of December 31, 2023)

(1) Total Number of Shares Issuable 800,000,000 shares

(2) Total Number of Shares Issued 263,043,057 shares

(3) Number of Shareholders 37,463

(4) Major Shareholders (Top 10)

Name of Shareholder	Number of Shares held (Thousand shares)	Ratio of Shareholding (%)
Sumitomo Electric Industries, Ltd.	75,879	28.85%
The Master Trust Bank of Japan, Ltd. (Trust account)	27,471	10.44%
NORTHERN TRUST CO.(AVFC) RE SILCHESTER INTERNATIONAL INVESTORS INTERNATIONAL VALUE EQUITY TRUST	15,530	5.90%
Custody Bank of Japan, Ltd. (Trust account)	9,633	3.66%
NORTHERN TRUST CO.(AVFC) RE U.S. TAX EXEMPTED PENSION FUNDS	7,072	2.69%
National Mutual Insurance Federation of Agricultural Cooperatives	6,341	2.41%
NORTHERN TRUST CO.(AVFC) RE NON TREATY CLIENTS ACCOUNT	5,986	2.28%
Sumitomo Mitsui Banking Corporation	4,433	1.69%
NORTHERN TRUST CO.(AVFC) RE IEDU UCITS CLIENTS NON LENDING 15 PCT TREATY ACCOUNT	4,014	1.53%
SSBTC CLIENT OMNIBUS ACCOUNT	3,595	1.37%

(Note) Ratio of Shareholding is calculated by deducting the treasury stocks (25,265 shares) from the total number of shares issued.

(5) Status of Shares Issued to Corporate Executives as Remuneration for the Execution of Their Duties during This Fiscal Year under Review

The Company issued 12,000 shares of common stock as remuneration for granting shares with restriction to 7 Directors, excluding Outside Directors. Note, there are no applicable matters regarding Outside Directors or Audit & Supervisory Board Members.

3. Directors and Audit & Supervisory Board Members

(1) Directors and Audit & Supervisory Board Members (As of December 31, 2023)

Position	Name	Responsibility and Significant Concurrent Posts
President and CEO, Representative Director (President)	Satoru Yamamoto	
Representative Director (Managing Executive Officer)	Hidekazu Nishiguchi	Supervision of Americas, Asia & Oceania, Europe & Africa, Tire Business, and Automotive Systems Business
Director (Senior Executive Officer)	Kiyoshige Muraoka	Supervision of Technology and Production
Director (Senior Executive Officer)	Masatsugu Nishino	Supervision of Sports Business, Hybrid Business, Human Resources and General Affairs, ESG, Legal Affairs, and Procurement
Director (Senior Executive Officer)	Naoki Okawa	Supervision of Financial Strategy and Accounting & Finance
Director (Senior Executive Officer)	Yasuaki Kuniyasu	Supervision of Business Strategy and DX Promotion, General Manager of Corporate Management Planning & Administration Dept. and New Global Base Promotion Project Dept.
Director	Ikuji Ikeda	
Outside Director	Keizo Kosaka	Attorney Chairman of Irokawa Legal Professional Corporation Outside Audit & Supervisory Board Member of Toyo Aluminum K.K. Outside Audit & Supervisory Board Member of Sekisui Kasei Co., Ltd. Outside Audit & Supervisory Board Member of SEIREN CO., LTD.
Outside Director	Mari Sonoda	Special Assistant to the Minister of Digital Agency
Outside Director	Takashi Tanisho	Senior Corporate Advisor of Hitachi Zosen Corporation Outside Director of Tsubakimoto Chain Co. Outside Director of Matsumoto Yushi-Seiyaku Co., Ltd.
Outside Director	Misao Fudaba	Advisor of Daicel Corporation
Standing Audit & Supervisory Board Member	Kazuo Kinameri	
Standing Audit & Supervisory Board Member	Hiroki Ishida	
Outside Audit & Supervisory Board Member	Morihiro Murata	Certified Public Accountant and Tax Accountant Representative of Murata Morihiro Accounting Firm
Outside Audit & Supervisory Board Member	Asli M. Colpan	Professor of Graduate School of Economics of Kyoto University Professor of Graduate School of Management of Kyoto University Outside Director of NISSHA Co., Ltd.
Outside Audit & Supervisory Board Member	Hirofumi Yasuhara	Outside Corporate Auditor of Hitachi Zosen Corporation Outside Director of Sumitomo Densetsu Co., Ltd.

(Notes)

1. Positions in parentheses alongside official titles indicate the position of the Director as Executive Officer of the Company.
2. At the 131st Annual General Meeting of Shareholders held on March 28, 2023, Mr. Yasuaki Kuniyasu, Mr. Takashi Tanisho, and Mr. Misao Fudaba, as Directors, and Mr. Kazuo Kinameri, as an Audit & Supervisory Board Member, were newly elected and appointed.
3. President and CEO, Representative Director Satoru Yamamoto is directly responsible for auditing and tire quality assurance.
4. The Company has designated Outside Directors Keizo Kosaka, Mari Sonoda, Takashi Tanisho, and Misao Fudaba, as well as Outside Audit & Supervisory Board Members Morihiro Murata, Asli M. Colpan and Hirofumi Yasuhara as Independent Officers, outside corporate officers who have no potential conflicts of interests with general shareholders as stipulated by the Tokyo Stock Exchange, and has duly submitted to the Tokyo Stock Exchange a notification to such effect.
5. Standing Audit & Supervisory Board Member Kazuo Kinameri has long been engaged in the business division of the Company, and has gained extensive experience and broad insights as a manager based on his experience as the President and Representative Director of Dunlop Sports Co., Ltd. and Vice President and Representative Director of the Company.
6. Standing Audit & Supervisory Board Member Hiroki Ishida oversaw accounting and finance for a considerable period of time at the Company and possesses a considerable degree of knowledge in finance and accounting.
7. As a certified public accountant and a tax accountant, Outside Audit & Supervisory Board Member Morihiro Murata is well acquainted with corporate accounting and possesses a considerable degree of knowledge with regard to both finance and accounting.
8. As a person of learning and experience in the field of management, Outside Audit & Supervisory Board Member Asli M. Colpan possesses a considerable degree of knowledge with regard to finance and accounting.
9. Outside Audit & Supervisory Board Member Hirofumi Yasuhara has engaged in corporate finance and corporate management for a considerable period at Panasonic Corporation (currently Panasonic Holdings Corporation) and PanaHome Corporation (currently Panasonic Homes Co., Ltd.) and possesses extensive experience and broad insights as a manager.

Retiring Directors and Audit & Supervisory Board Members during the fiscal year under review

Name	Position at the Time of Retirement	Date of Retirement <Reason for Retirement>
Kazuo Kinameri	Representative Director (Vice President)	March 28, 2023 <Due to expiration of his term>
Kenji Murakami	Outside Director	March 28, 2023 <Due to expiration of his term>
Nobuyuki Kobayashi	Outside Director	March 28, 2023 <Due to expiration of his term>
Takashi Kono	Standing Audit & Supervisory Board Member	March 28, 2023 <Due to expiration of his term>

(Note) Positions in parentheses alongside official titles at the time of retirement indicate the position of the Director as Executive Officer of the Company.

(2) Summary of Agreement Concerning Limitation of Liability

The Company has concluded an agreement with each Outside Director and each Audit & Supervisory Board Member to limit their liabilities as Director and Audit & Supervisory Board Member.

- As specified in Article 423, Paragraph 1 of the Companies Act, their liability shall be limited to the aggregate of the amount specified in each item of Article 425, Paragraph 1 of the said law.

(3) Summary of the Liability Insurance Contract for Officers

With the Company's and subsidiaries' Directors and Audit & Supervisory Board Members as the insured, the Company has concluded a liability insurance contract for officers as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to compensate for losses borne by insured persons for statutory compensation for damages and the costs of litigation under the insurance contract. However, in order to ensure that the appropriateness of the performance of duties by insured persons is not impaired, there are certain grounds for exemption, such as in the case of acts committed with the knowledge that they are in violation of laws and regulations. In addition, the insurance contract will be renewed with the same contents at the time of its next renewal.

(4) Remuneration of Directors and Audit & Supervisory Board Members

(i) Total Amount of Remuneration of Directors and Audit & Supervisory Board Members

Classification of Officers	Total Amount of Remuneration, Etc.	Total Amount of Remuneration, Etc. by Type			Number of Persons to be Paid
		Fixed Remuneration (Basic Salary)	Short-term Performance-based Remuneration (Bonus)	Medium- to Long-term Incentive Remuneration (Stock Compensation)	
Director (of which, Outside Director)	JPY 402 million (JPY 49 million)	JPY 349 million (JPY 49 million)	JPY 39 million (–)	JPY 14 million (–)	14 (6)
Audit & Supervisory Board Member (of which, Outside Audit & Supervisory Board Member)	JPY 88 million (JPY 32 million)	JPY 88 million (JPY 32 million)	– (–)	– (–)	6 (3)

(Note) The above number of persons to be paid includes three Directors and one Audit & Supervisory Board Member who retired as of March 28, 2023.

(ii) Policies Related to Determination of Remuneration, Etc.

The basic policy of the Company is to adopt a remuneration system that is linked to the interests of shareholders, in order to ensure that remuneration for its Directors functions sufficiently as an incentive to sustainably enhance corporate value, while also ensuring that, when making decisions about the remuneration of individual officers, this remuneration is at a level appropriate for their respective responsibilities.

a. Composition of Directors' Remuneration

Remuneration for Directors consists of fixed remuneration (basic salary), short-term performance-based remuneration (bonus), and medium- to long-term incentive remuneration (stock compensation).

b. Policies Related to Determination of Fixed Remuneration

The fixed remuneration is a monthly basic salary, and is determined in accordance with their position, responsibilities, and years in office, based on basic salary tables determined after comprehensively taking

into consideration the level of remuneration at peers, the business performance of the Company, salary levels for employees, and other factors. The total amount of payment shall be determined within the limit of the amount of remuneration approved at the General Meeting of Shareholders.

c. Policies Related to Determination of Short-Term Performance-Based Remuneration and the Content of Performance Indicators

In order to raise officers' awareness of the need to enhance business performance each business year, short-term performance-based remuneration is cash-based remuneration that reflects performance indicators. An amount corresponding to the level of achievement of performance indicators is paid as bonuses at a certain time each year. The Company selects indicators for short-term performance-based remuneration that it prioritizes in its corporate strategy, such as business profit and profit attributable to owners of parent. The values of these indicators are determined when plans are formulated, in a way that is consistent with the Mid-Term Plan, and are revised as necessary in accordance with changes in the environment, taking into consideration any recommendations from the Nomination and Remuneration Committee.

<Indicators for Short-term Performance-based Remuneration, Targets, Actual Results, Etc. for Fiscal Year Under Review>

	Revenue (JPY million)	Business profit (JPY million)	Business profit margin	Operating profit (JPY million)	Profit attributable to owners of parent (JPY million)	ROE	D/E ratio
Target (Beginning of year)	1,200,000	35,000	2.9%	30,000	18,000	3.2%	0.7
Target (First quarter)	1,160,000	44,000	3.8%	34,500	21,000	3.8%	0.6
Target (Interim)	1,170,000	50,000	4.3%	41,000	23,000	4.1%	0.6
Target (Third quarter)	1,180,000	63,000	5.3%	46,000	29,000	5.0%	0.6
Actual	1,177,399	77,670	6.6%	64,490	37,048	6.3%	0.5

(Note) Target figures were announced on February 14, May 15, August 7 and November 10, 2023, respectively.

For the allocation to each individual, the individual's position, operational duties, level of responsibility, level of achievement of key targets within departments under his or her supervision, level of contribution to business performance, and other factors are taken into account, also taking into consideration a medium- to long-term perspective. Bonuses shall not be paid to Outside Directors to ensure their independence.

d. Policy Related to Determination of Medium- to Long-Term Incentive Remuneration

Medium- to long-term incentive remuneration shall be allocated in the form of Company shares with restrictions on transfer of shares until the time of retirement for reasons deemed justifiable by the Company's Board of Directors, in order to incentivize Directors (excluding Outside Directors) to continuously improve the Company's corporate value and to promote further sharing of value between Directors (excluding Outside Directors) and shareholders. The number of shares shall be determined based on a stock remuneration table determined in consideration of the level of other companies,

employee payroll, and other factors in accordance with the position of the employee, and is paid at a certain time each year.

e. Policies Related to Determination of Percentage of Remuneration by Type

Remuneration is structured such that the weighting of incentive remuneration is higher for officers with higher positions than lower positions, and is considered by the Nomination and Remuneration Committee, taking into consideration remuneration levels benchmarked against companies of a similar business scale to the Company or in a related industry or business format.

Moreover, in terms of general amounts for the proportion of each type of remuneration, if the performance indicator is fully achieved, the ratios of fixed remuneration (basic salary), short-term performance-based remuneration (bonus) and medium- to long-term incentive remuneration (stock compensation) are 75%, 20%, 5%, respectively, for Directors excluding Outside Directors.

However, the payment ratio will fluctuate as follows, as the actual performance-based remuneration to be paid fluctuates depending on consolidated business profit, etc.

Position	Fixed Remuneration (Basic Salary)	Short-Term Performance-based Remuneration (Bonus)	Medium- to Long-term Incentive Remuneration (Stock Compensation)
Director (Excluding Outside Director)	72 – 95%	0 – 20%	5 – 8%

f. Procedures for Determining Remuneration

The remuneration of Directors is determined based on objective and fair consideration by the Nomination and Remuneration Committee, the majority of whose members are independent outside officers and upon a recommendation and resolution of the Board of Directors. The President and CEO, Representative Director (Satoru Yamamoto), delegated by the Board of Directors, determines the details of remuneration for individual officers within the scope of the proportion of remuneration for each type of remuneration indicated in the recommendation of the Nomination and Remuneration Committee, while also respecting the content of this recommendation. The remuneration for Audit & Supervisory Board Members is determined through discussions by Audit & Supervisory Board Members within the amount of remuneration approved at the General Meeting of Shareholders, and paid.

<Matters Related to Delegation of Determination of Remuneration, etc. for Individual Directors>

The President and CEO, Representative Director, who overviews the overall performance of the Company and evaluates each Director, is delegated to determine the specific content of the amount of remuneration for individuals by resolution of the Board of Directors. The content of the delegated rights includes determining the amount of fixed remuneration for officers and appraising and allocating performance-based remuneration based on officers' operational responsibilities. In order to ensure that the President and CEO, Representative Director appropriately exercises these rights, the Board of Directors consults the Nomination and Remuneration Committee regarding a draft proposal and receives a recommendation. The President and CEO, Representative Director, delegated by the Board of Directors, shall make a decision in accordance with the content of this recommendation.

The amount of fixed remuneration and incentive remuneration for each individual is determined by the Nomination and Remuneration Committee after deliberation from an objective perspective based on the policies for determining the remuneration of Directors, and the Board of Directors has decided that it is in accordance with these policies.

<Resolutions of the General Meeting of Shareholders concerning Remuneration of Officers, Etc.>

The maximum amount of remuneration for Directors and Audit & Supervisory Board Members was resolved not to exceed JPY 800 million per year (including JPY 70 million for Outside Directors) and

JPY 100 million per year, respectively, at the 123rd Annual General Meeting of Shareholders held on March 26, 2015. At that time, there were 11 Directors (including two Outside Directors) and five Audit & Supervisory Board Members (including three Outside Audit & Supervisory Board Members).

Also, the maximum amount of remuneration, etc. for the grant of restricted stock to Directors (excluding Outside Directors) was resolved at the 130th Annual General Meeting of Shareholders held on March 24, 2022, separately from the maximum amount of remuneration to Directors, to be no more than JPY 40 million per year and no more than 20,000 shares per year. Furthermore, the number of Directors (excluding Outside Directors) at that time was 7.

(5) Executive Officers (As of January 1, 2024)

Executive Officers who do not concurrently serve as Directors are as follows:

Position	Name	Responsibility and Significant Concurrent Posts
Senior Executive Officer	Takanori Aoi	Corporate Management Planning & Administration Dept.
Senior Executive Officer	Tomohiko Masuta	Chairman and Chief Executive Officer of Sumitomo Rubber (China) Co., Ltd., Chairman and Chief Executive Officer of Sumitomo Rubber (Changshu) Co., Ltd., Chairman of Sumitomo Rubber (Hunan) Co., Ltd.
Senior Executive Officer	Eiichi Masuda	Corporate Management Planning & Administration Dept.
Senior Executive Officer	Hideaki Kawamatsu	In Charge of License Business, General Manager of Sports Business HQ
Senior Executive Officer	Yasuo Watanabe	President & CEO of Sumitomo Rubber USA, LLC
Senior Executive Officer	Hiroshi Matsui	In Charge of Automotive System Business and Motor Sports, General Manager of Tyre Technology HQ, Tyre Business HQ, General Manager of Advanced Planning and Development HQ
Executive Officer	Toshihiko Komatsu	President & CEO of Sumitomo Rubber AKO Lastik Sanayi ve Ticaret A.Ş., Managing Director, Chairman & CEO of Falken Tyre Europe GmbH, Managing Director of Sumitomo Rubber Europe GmbH
Executive Officer	Kenji Saito	In Charge of Safety, General Manager of Manufacturing HQ, Tyre Business HQ
Executive Officer	Takuzo Iwata	Senior Vice President of Sumitomo Rubber USA, LLC
Executive Officer	Jiro Kawase	General Manager of Domestic Replacement Sales HQ, Tyre Business HQ, President of DUNLOP TYRE JAPAN, LTD.
Executive Officer	Hiroshi Hamada	In Charge of Domestic Direct Sales, General Manager of Planning HQ, Tyre Business HQ
Executive Officer	Yoichi Mizuno	General Manager of Material Research & Development HQ, Tyre Business HQ
Executive Officer	Kiyoshi Ikawa	In Charge of Business Reform and Public Relations, General Manager of Human Resources and General Affairs HQ
Executive Officer	Shingo Sakashita	General Manager of International Business Development & Administration Dept.
Executive Officer	Susumu Tanaka	In Charge of Overseas Technical Service, Vice General Manager of Technology HQ, Tyre Business HQ
Executive Officer	Masahiro Tsuzaki	General Manager of Hybrid Business HQ

(6) Outside Directors / Audit & Supervisory Board Members

The details of Outside Directors/ Audit & Supervisory Board Members are as follows:

(i) Significant Positions Concurrently Held by Outside Directors / Audit & Supervisory Board Members (As of December 31, 2023)

Position	Name	Significant Concurrent Post
Director	Keizo Kosaka	Attorney Chairman of Irokawa Legal Professional Corporation Outside Audit & Supervisory Board Member of Toyo Aluminum K.K. Outside Audit & Supervisory Board Member of Sekisui Kasei Co., Ltd. Outside Audit & Supervisory Board Member of SEIREN CO., LTD.
Director	Mari Sonoda	Special Assistant to the Minister of Digital Agency
Director	Takashi Tanisho	Senior Corporate Advisor of Hitachi Zosen Corporation Outside Director of Tsubakimoto Chain Co. Outside Director of Matsumoto Yushi-Seiyaku Co., Ltd.
Director	Misao Fudaba	Advisor of Daicel Corporation
Audit & Supervisory Board Member	Morihiro Murata	Certified Public Accountant and Tax Accountant Representative of Murata Morihiro Accounting Firm
Audit & Supervisory Board Member	Asli M. Colpan	Professor of Graduate School of Economics of Kyoto University Professor of Graduate School of Management of Kyoto University Outside Director of NISSHA Co., Ltd.
Audit & Supervisory Board Member	Hirofumi Yasuhara	Outside Corporate Auditor of Hitachi Zosen Corporation Outside Director of Sumitomo Densetsu Co., Ltd.

(Note) There are no special relationships between the Company and the companies in which the Outside Directors/ Audit & Supervisory Board Members hold significant concurrent positions.

(ii) Major Activities Engaged by Outside Directors/Audit & Supervisory Board Members

Position	Name	Activities Engaged In
Director	Keizo Kosaka	<u>Number of Meetings of the Board of Directors Attended: 15/15</u> At the Board of Directors meetings, he provides advice that leads to the improvement of corporate governance of the Company and expresses his opinions on the progress of the Mid-Term Plan, based on his abundant legal knowledge and experience primarily as a lawyer. He has also chaired the Board of Directors since March 2023. In addition, as chairperson of the Nomination and Remuneration Committee, he leads fair and transparent committee management.
Director	Mari Sonoda	<u>Number of Meetings of the Board of Directors Attended: 15/15</u> At the Board of Directors meetings, she provides advice that leads to the improvement of corporate governance of the Company and expresses her opinions on the progress of the Mid-Term Plan, based on her abundant knowledge and experience primarily in the fields of finance and fiscal affairs accumulated when working as a government official. In addition, at the Nomination and Remuneration Committee, she provides specific advice and opinions based on her experience as a government official.

Position	Name	Activities Engaged In
Director	Takashi Tanisho	<u>Number of Meetings of the Board of Directors Attended: 12/12</u> At the Board of Directors meetings, he provides advice that leads to the improvement of corporate governance of the Company and expresses his opinions on the progress of the Mid-Term Plan, based on his abundant knowledge and experience of corporate strategies primarily as a former corporate manager. In addition, at the Nomination and Remuneration Committee, he provides specific advice and opinions regarding succession planning and other matters based on his experience in top management.
Director	Misao Fudaba	<u>Number of Meetings of the Board of Directors Attended: 12/12</u> At the Board of Directors meetings, he provides advice that leads to the improvement of corporate governance of the Company and expresses his opinions on the progress of the Mid-Term Plan, based on his abundant knowledge and experience of corporate strategies primarily as a former corporate manager. In addition, at the Nomination and Remuneration Committee, he provides specific advice and opinions regarding succession planning and other matters based on his experience in top management.
Audit & Supervisory Board Member	Morihiro Murata	<u>Number of Meetings of the Board of Directors Attended: 15/15</u> <u>Meetings of the Audit & Supervisory Board Attended: 12/12</u> At the meetings of the Board of Directors and the Audit & Supervisory Board, he provides advice that leads to the improvement of corporate governance of the Company and expresses his opinions on the progress of the Mid-Term Plan, based on his abundant knowledge and experience primarily as a certified public accountant and tax accountant. In addition, at the Nomination and Remuneration Committee, he provides specific advice and opinions based on his experience of having engaged in corporate management as an Outside Director.
Audit & Supervisory Board Member	Asli M. Colpan	<u>Number of Meetings of the Board of Directors Attended: 15/15</u> <u>Meetings of the Audit & Supervisory Board Attended: 12/12</u> At the meetings of the Board of Directors and the Audit & Supervisory Board, she provides advice that leads to the improvement of corporate governance of the Company and expresses her opinions on the progress of the Mid-Term Plan, based on her abundant knowledge and experience primarily as a person of learning and experience. In addition, at the Nomination and Remuneration Committee, she provides specific advice and opinions based on her experience of having engaged in corporate management as an Outside Director.
Audit & Supervisory Board Member	Hirofumi Yasuhara	<u>Number of Meetings of the Board of Directors Attended: 15/15</u> <u>Meetings of the Audit & Supervisory Board Attended: 12/12</u> At the meetings of the Board of Directors and the Audit & Supervisory Board, he provides advice that leads to the improvement of corporate governance of the Company and expresses his opinions on the progress of the Mid-Term Plan, based on his abundant knowledge and experience primarily in the fields of corporate management and financial strategies. In addition, at the Nomination and Remuneration Committee, he provides specific advice and opinions based on his experience in top management.

(Note) At the 131st Annual General Meeting of Shareholders held on March 28, 2023, Directors Takashi Tanisho and Misao Fudaba were newly elected and appointed as Outside Directors. After the 131st Annual General Meeting of Shareholders, the Board of Directors meetings were held a total of 12 times during this fiscal year under review.

(iii) Remuneration of Outside Directors/ Audit & Supervisory Board Members

Number of Persons to be Paid	Amount Paid from the Company	Amount Paid from the Company's Subsidiary
9	JPY 81 million	-

(Note) The Company does not have a parent company.

4. Accounting Auditor

(1) Name of Accounting Auditor

KPMG AZSA LLC

(2) Amount of Remuneration Payable to Each Accounting Auditor

(i) Total amount of remuneration payable by the Company to the Accounting Auditor:

JPY 193 million

(ii) Total amount of remuneration payable by the Company and its subsidiaries to the Accounting Auditor:

JPY 193 million

(Notes)

1. The Company's Audit & Supervisory Board reviewed the content of the Accounting Auditor's audit plan, the status of execution of its accounting audit duties and the grounds for calculation of the estimated remuneration for the Accounting Auditor, based on the reports and necessary documents obtained from Directors, related divisions and departments and the Accounting Auditor, and as a result consented to the amount of remuneration, etc., for the Accounting Auditor under Article 399, Paragraph 1, of the Companies Act.
2. The audit agreement executed between the Company and the Accounting Auditor does not distinguish the auditor's remuneration receivable under the Companies Act and the auditor's remuneration receivable under the Financial Instruments and Exchange Law and the above amounts therefore represent the total of these remuneration payable by the Company because these categories cannot be distinguished effectively.
3. Among our major establishments and principal subsidiaries, subsidiaries abroad, such as P.T. Sumi Rubber Indonesia, have undergone a statutory audit by certified public accountants or audit corporations (including those who have equivalent qualifications in foreign countries) besides the Company's Accounting Auditor.

(3) Contents of Non-Auditing Services

The Company has entrusted to the Accounting Auditor agreed-upon procedural services, etc., as services falling outside the purview of Article 2, Paragraph 1 of the Certified Public Accountant Law (non-auditing services).

(4) The Company's Policy of Dismissal or Non-reappointment of an Accounting Auditor

If the Company's Audit & Supervisory Board decides that the Company should immediately dismiss the Accounting Auditor pursuant to the provisions of Article 340 of the Companies Act, then the Accounting Auditor shall be dismissed by unanimous vote of all the Audit & Supervisory Board Members of the Company. If the Company's Audit & Supervisory Board evaluates the reappointment/non-reappointment of such Accounting Auditor pursuant to Article 344 of the Companies Act and decides that the Accounting Auditor would be unable to continue to properly perform its duties, the Audit & Supervisory Board shall determine the content of a proposal to be submitted to the General Meeting of Shareholders concerning the dismissal or non-reappointment of such Accounting Auditor.

(Note) In this Business Report, all figures are rounded to the nearest notational unit.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(As of December 31, 2023)

(Unit: JPY Million)

<u>ASSETS</u>	<u>AMOUNT</u>
CURRENT ASSETS:	
Cash and cash equivalents	90,251
Trade and other receivables	215,970
Other financial assets	2,896
Inventories	262,456
Other current assets	51,368
Subtotal	622,941
Assets related to disposal groups classified as held for sale	1,778
Total current assets	624,719
NON-CURRENT ASSETS:	
Property, plant and equipment	451,621
Goodwill	29,704
Intangible assets	50,332
Investments accounted for using equity method	4,486
Other financial assets	33,056
Net defined benefit asset	53,474
Deferred tax assets	17,357
Other non-current assets	1,983
Total non-current assets	642,013
<u>TOTAL ASSETS</u>	1,266,732

(Unit: JPY Million)

<u>LIABILITIES</u>	<u>AMOUNT</u>
CURRENT LIABILITIES:	
Bonds and loans payable	61,209
Trade and other payables	175,844
Other financial liabilities	16,542
Income tax payable	17,450
Provisions	2,235
Other current liabilities	56,271
Subtotal	329,551
Liabilities related to disposal groups classified as held for sale	1,538
Total current liabilities	331,089
NON-CURRENT LIABILITIES:	
Bonds and loans payable	184,166
Other financial liabilities	52,139
Net defined benefit liability	23,027
Provisions	1,431
Deferred tax liabilities	12,219
Other non-current liabilities	21,231
Total non-current liabilities	294,213
<u>TOTAL LIABILITIES</u>	625,302
<u>EQUITY</u>	<u>AMOUNT</u>
Capital stock	42,658
Capital surplus	39,702
Retained earnings	522,716
Treasury stock	(43)
Other components of equity	19,081
Total equity attributable to owners of parent	624,114
Non-controlling interest	17,316
<u>TOTAL EQUITY</u>	641,430
<u>TOTAL LIABILITIES AND EQUITY</u>	1,266,732

CONSOLIDATED STATEMENT OF INCOME

(From January 1, 2023 to December 31, 2023)

(Unit: JPY Million)

<u>ITEM</u>	<u>AMOUNT</u>
Sales revenue	1,177,399
Cost of sales	(850,898)
Gross profit	326,501
Selling, general and administrative expenses	(248,831)
Business profit	77,670
Other income	2,609
Other expenses	(15,789)
Operating profit	64,490
Financial income	11,933
Financial expenses	(13,705)
Equity in earnings of affiliates	27
Profit before tax	62,745
Income tax expenses	(24,239)
Profit	38,506
Profit attributable to:	
Owners of parent	37,048
Non-controlling interests	1,458
Profit	38,506

NON-CONSOLIDATED BALANCE SHEET

(As of December 31, 2023)

(Unit: JPY Million)

<u>ASSETS</u>	<u>AMOUNT</u>
CURRENT ASSETS:	387,293
Cash and deposits	13,548
Notes receivable-trade	592
Electronically recorded monetary claims	5,909
Accounts receivable-trade	210,254
Merchandise and finished goods	32,552
Work in process	3,776
Raw materials and supplies	22,190
Accounts receivable-other	25,164
Short-term loans receivable	78,695
Other	7,150
Allowance for doubtful accounts	(12,537)
NON-CURRENT ASSETS:	520,685
PROPERTY, PLANT AND EQUIPMENT:	109,308
Buildings	27,151
Structures	3,628
Machinery and equipment	39,115
Vehicles	563
Tools, furniture and fixtures	11,284
Land	18,953
Leased assets	1,157
Construction in progress	7,457
INTANGIBLE ASSETS:	26,460
Trademark right	9,112
Software	17,061
Leased assets	79
Other	208
INVESTMENTS AND OTHER ASSETS:	384,917
Investment securities	18,931
Stocks of subsidiaries and associates	325,736
Long-term loans receivable	4,134
Long-term prepaid expenses	819
Guarantee deposits	2,921
Prepaid pension cost	22,786
Deferred tax assets	9,760
Other	0
Allowance for doubtful accounts	(170)
<u>TOTAL ASSETS</u>	907,978

(Unit: JPY Million)

<u>LIABILITIES</u>	<u>AMOUNT</u>
CURRENT LIABILITIES:	285,532
Notes payable-trade	713
Electronically recorded obligations	2,761
Accounts payable-trade	82,400
Current portion of bonds payable	10,000
Short-term loans payable	24,189
Current portion of long-term loans payable	25,000
Lease obligations	450
Accounts payable-other	33,281
Accrued expenses	5,972
Income tax payable	9,128
Deposits received	85,833
Provision for bonuses	2,256
Provision for directors' bonuses	88
Provision for loss on voluntary recall of products	818
Other	2,643
NON-CURRENT LIABILITIES:	184,887
Bonds payable	25,000
Long-term loans payable	150,443
Lease obligations	792
Provision for retirement benefits	6,032
Asset retirement obligations	402
Other	2,218
<u>TOTAL LIABILITIES</u>	470,419
<u>NET ASSETS</u>	<u>AMOUNT</u>
TOTAL EQUITY:	427,932
Capital stock	42,658
Capital surplus:	38,702
Legal capital surplus	38,702
Retained earnings:	346,615
Legal retained earnings	4,536
Other retained earnings:	342,079
Reserve for advanced depreciation of non-current assets	1,710
General reserve	74,842
Retained earnings brought forward	265,527
Treasury stock	(43)
VALUATION AND TRANSLATION ADJUSTMENTS:	9,627
Valuation difference on available-for-sale securities	9,627
<u>TOTAL NET ASSETS</u>	437,559
<u>TOTAL LIABILITIES AND NET ASSETS</u>	907,978

NON-CONSOLIDATED STATEMENT OF INCOME

(From January 1, 2023 to December 31, 2023)

(Unit: JPY Million)

<u>ITEM</u>	<u>AMOUNT</u>	
Net sales		615,529
Cost of sales		(488,053)
Gross profit		127,476
Selling, general and administrative expenses		(87,254)
Operating profit		40,222
Non-operating income:		
Interest and dividend income	36,256	
Foreign exchange losses	6,510	
Gain on valuation of derivatives	226	
Other	1,802	44,794
Non-operating expenses:		
Interest expenses	(3,070)	
Loss on sales of notes payable	(765)	
Other	(785)	(4,620)
Ordinary income		80,396
Extraordinary income:		
Gain on extinguishment of tie-in shares	5,331	
Insurance claim income	253	
Gain on sales of non-current assets	32	5,616
Extraordinary losses:		
Provision of allowance for doubtful accounts for subsidiaries and associates	(12,280)	
Loss on retirement of non-current assets	(637)	
Loss on voluntary recall of products	(345)	
Loss on extinguishment of tie-in shares	(7)	
Loss on sales of non-current assets	(1)	(13,270)
Income before income taxes		72,742
Income taxes-current	(11,595)	
Income taxes-deferred	1,116	(10,479)
Profit		62,263

Certified Copy of the Financial Auditor’s Report Regarding the Consolidated Financial Statements
INDEPENDENT AUDITOR’S REPORT

February 28, 2024

To: The Board of Directors of Sumitomo Rubber Industries, Ltd.

KPMG AZSA LLC Kobe Office

Designated Limited Liability Partner Engagement Partner	Certified Public Accountant	Masateru Matsui
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Designated Limited Liability Partner Engagement Partner	Certified Public Accountant	Masanobu Kono
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Designated Limited Liability Partner Engagement Partner	Certified Public Accountant	Takuma Amemoto
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Opinion

Pursuant to Article 444, Paragraph 4 of the Companies Act, we have audited the accompanying consolidated financial statements, which comprise the Consolidated Statement of Financial Position, the Consolidated Statement of Income, the Consolidated Statement of Changes in Total Equity, and the Notes on the Consolidated Financial Statements of Sumitomo Rubber Industries, Ltd. (the “Company”) applicable to the 132nd fiscal year from January 1, 2023 through December 31, 2023.

In our opinion, the consolidated financial statements referred to above, prepared with the omission of and in accordance with accounting standards of some disclosure items required under International Financial Reporting Standards in accordance with the provisions of the latter part of the first paragraph, Article 120 of the Regulation on Corporate Accounting, present fairly, in all material respects, the financial position and results of operations of the Group, which consists of the Company and consolidated subsidiaries, applicable to the fiscal year ended December 31, 2023.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility under those standards is described in the “Auditors’ Responsibility in the Auditing of the Consolidated Financial Statements” section of our report. We are independent of the Company and its consolidated subsidiaries in accordance with the ethical requirements that are relevant to our audit of the financial statements in Japan, and have fulfilled our other ethical responsibilities as an auditor. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Other Information

Management is responsible for the other information. Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the Directors’ execution of duties relating to the design, implementation and maintenance of the Group’s reporting process for the other information. The other information comprises the information included in the Business Report and the accompanying supplemental schedules.

Our auditing opinion on the consolidated financial statements does not include any other statements and, accordingly, we express no opinion on them.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of the Management, the Audit & Supervisory Board Members, and the Board for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in conformity with accounting principles prescribed in the latter part of the first paragraph, Article 120 of the Regulation on Corporate Accounting, which permits the preparation of consolidated financial statements by omitting certain disclosure items required by International Financial Reporting Standards, and for designing and operating such internal control as management determines is necessary to enable the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing whether it is appropriate to prepare the consolidated financial statements with the assumption of the Group's ability to continue as a going concern, and disclosing, as applicable, matters related to going concern in conformity with accounting principles prescribed in the latter part of the first paragraph, Article 120 of the Regulation on Corporate Accounting, that omit some of the disclosure items required by International Financial Reporting Standards.

Audit & Supervisory Board Members and the Board are responsible for monitoring the performance of duties by the Directors in the design and operation of the financial reporting process.

Auditors' Responsibility in the Auditing of the Consolidated Financial Statements

Our responsibility is to express an opinion on whether the consolidated financial statements are free from material misstatements as a whole, whether due to fraud or error, by obtaining reasonable assurances based on our audit from an independent standpoint in an audit report. Misstatements may arise from fraud or error, and are deemed material if they are reasonably expected to affect the decision-making of users taken on the basis of the consolidated financial statements, individually or in the aggregate.

We shall, as professional experts, make judgements through the audit process in accordance with auditing standards generally accepted in Japan, and perform the following with professional skepticism:

- We identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform the auditing procedures responding to those risks. The procedures shall be selected and applied at the auditors' judgment. Furthermore, we shall obtain sufficient and appropriate audit evidence to provide a basis for our opinion.
- In making those risk assessments, the auditors consider internal controls relevant to the audit of consolidated financial statements, in order to design audit procedures that are appropriate under the

circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal controls.

- We evaluate the appropriateness of accounting policies used and method of application thereof, and the reasonableness of accounting estimates made by the management, as well as the appropriateness of notes.
- We conclude on the appropriateness of management's use of the going concern basis to prepare consolidated financial statements and based on the audit evidence obtained, whether a material uncertainty exists related to the events or situations that may cast significant doubt on the entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the notes of the consolidated financial statements; or if the notes of the consolidated financial statements are inadequate, we are required to express an opinion with exceptive items on the consolidated financial statements. However, future events or situations may cause the Company to cease to continue as a going concern, although our conclusions are based on the audit evidence obtained by the date of our auditor's report.
- Evaluate whether the overall presentation of the consolidated financial statements and the notes thereto are in accordance with accounting principles prescribed in the latter part of the first paragraph, Article 120 of the Regulation on Corporate Accounting, that omit some of the disclosure items required by International Financial Reporting Standards, as well as the overall presentation, structure and content of the consolidated financial statements, including the notes thereto, and whether the consolidated financial statements represent the underlying transactions and accounting events in a manner that achieves fair presentation.
- We obtain sufficient and appropriate audit evidence for the financial information of the Company and its consolidated subsidiaries in order to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the audit on the consolidated financial statements. We remain solely responsible for our audit opinion.

We report, to the Audit & Supervisory Board Members and the Board, the planned scope and timing of the audit, material findings of the audit including any material deficiencies in internal controls identified in the process of the audit, and other matters required by auditing standards.

We report, to the Audit & Supervisory Board Members and the Board, a statement that we have complied with relevant ethical requirements regarding independence in Japan, and communicate with them matters that may reasonably be considered to have an impact on our independence, as well as any measures taken to remove impediments or safeguards applied to reduce impediments to an acceptable level, if any.

Conflicts of Interest

Our firm and the engagement partners have no interest in the Company and its subsidiaries which should be disclosed in compliance with the Certified Public Accountants Act.

Certified Copy of the Financial Auditor’s Report

INDEPENDENT AUDITOR’S REPORT

February 28, 2024

To: The Board of Directors of Sumitomo Rubber Industries, Ltd.

KPMG AZSA LLC Kobe Office

Designated Limited Liability Partner Engagement Partner	Certified Public Accountant	Masateru Matsui
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Designated Limited Liability Partner Engagement Partner	Certified Public Accountant	Masanobu Kono
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Designated Limited Liability Partner Engagement Partner	Certified Public Accountant	Takuma Amemoto
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Opinion

Pursuant to Article 436, Paragraph 2, Item 1 of the Companies Act, we have audited the accompanying non-consolidated financial statements, which comprise the Non-Consolidated Balance Sheet, the Non-Consolidated Statement of Income, the Non-Consolidated Statement of Changes in Total Equity, the Notes on the Non-Consolidated Financial Statements, and the supplemental schedules (collectively referred to as the “Non-Consolidated Financial Statements, etc.”) of Sumitomo Rubber Industries, Ltd. (the “Company”) applicable to the 132nd fiscal year from January 1, 2023 through December 31, 2023.

In our opinion, the Non-Consolidated Financial Statements, etc. referred to above present fairly, in all material respects, the financial position and results of operations of the Company, applicable to the fiscal year ended December 31, 2023, in accordance with accounting standards generally accepted and recognized as fair and appropriate in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibility in those standards is described in the “Auditors’ Responsibility in the Auditing of the Non-Consolidated Financial Statements, etc.” section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Japan, and have fulfilled our other ethical responsibilities as an auditor. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Other Information

Management is responsible for the other information. Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the Directors’ execution of duties relating to the design, implementation and maintenance of the Group’s reporting process for the other information. The other information comprises the information included in the Business Report and the accompanying supplemental schedules.

Our opinion on the non-consolidated financial statements, etc. does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the non-consolidated financial statements, etc., our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the non-consolidated financial statements, etc. or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibility of the Management, the Audit & Supervisory Board Members, and the Board for the Non-Consolidated Financial Statements, etc.

Management is responsible for the preparation and fair presentation of the Non-Consolidated Financial Statements, etc. in accordance with accounting standards generally accepted and recognized as fair and appropriate in Japan, and for designing and operating such internal controls as management determines are necessary to enable the preparation and fair presentation of Non-Consolidated Financial Statements, etc. that are free from material misstatements, whether due to fraud or error.

In preparing the Non-Consolidated Financial Statements, etc., the management is responsible for assessing as to whether it is appropriate to prepare the Non-Consolidated Financial Statements, etc. based on the going concern assumption; and for disclosing such matters if it is necessary to disclose matters for the going concern in accordance with accounting standards generally accepted and recognized as fair and appropriate in Japan.

Audit & Supervisory Board Members and the Board are responsible for monitoring the performance of duties by the Directors in the development and operation of the financial reporting process.

Auditors' Responsibility in the Auditing of the Non-Consolidated Financial Statements, etc.

Our responsibility is to express an opinion on whether the non-consolidated financial statements, etc. are free from material misstatements, whether due to fraud or error, by obtaining reasonable assurance based on our audit from an independent standpoint in an audit report. Misstatement may arise from fraud or error, and is deemed material if it is reasonably expected to affect the decision-making of users taken on the basis of the non-consolidated financial statements, etc., individually or in the aggregate.

We shall, as professional experts, make judgement through the audit process in accordance with auditing standards generally accepted in Japan, and perform the following with professional skepticism:

- We identify and assess the risks of material misstatement of the non-consolidated financial statements, etc., whether due to fraud or error, and design and perform the auditing procedures responding to those risks. The procedures shall be selected and applied at the auditors' judgment. Furthermore, we shall obtain sufficient and appropriate audit evidence to provide a basis for our opinion.
- In making those risk assessments, the auditors consider internal controls relevant to the audit of the Non-Consolidated Financial Statements, etc., in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal controls.
- We evaluate the appropriateness of accounting policies used and method of application thereof, and the reasonableness of accounting estimates made by management, as well as the appropriateness of notes.
- We conclude on the appropriateness of management's use of the going concern basis to prepare non-consolidated financial statements, etc. and based on the audit evidence obtained, whether a material uncertainty exists related to the event or situation that may cast significant doubt on the entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw

attention in our auditor's report to the notes of the non-consolidated financial statements, etc.; or if the notes of the non-consolidated financial statements, etc. are inadequate, we are required to express an opinion with exceptive items on the non-consolidated financial statements, etc. However, future events or situations may cause the Company to cease to continue as a going concern, although our conclusions are based on the audit evidence obtained by the date of our auditor's report.

- We evaluate whether the presentation and notes of the non-consolidated financial statements, etc. are in accordance with accounting standards generally accepted and recognized as fair and appropriate in Japan, and whether the presentation, structure and content of the Non-Consolidated Financial Statements, etc. including related notes as well as the Non-Consolidated Financial Statements, etc. appropriately present the transactions and accounting events which provide their basis.

We report, to the Audit & Supervisory Board Members and the Board, the planned scope and timing of the audit, material findings of the audit including any material deficiencies in internal controls identified in the process of the audit, and other matters required by auditing standards.

We report, to the Audit & Supervisory Board Members and the Board, a statement that we have complied with relevant ethical requirements regarding independence in Japan, and communicate with them matters that may reasonably be considered to have an impact on our independence, as well as any measures taken to remove impediments or safeguards applied to reduce impediments to an acceptable level, if any.

Conflicts of Interest

Our firm and the engagement partners have no interest in the Company which should be disclosed in compliance with the Certified Public Accountants Act.

Certified Copy of the Audit & Supervisory Board's Report

AUDIT REPORT

Having reviewed the audit reports compiled by each Audit & Supervisory Board Member in regard to the performance of duties by the Directors of Sumitomo Rubber Industries, Ltd. (the "Company") for the 132nd fiscal year (beginning on January 1, 2023 and ending on December 31, 2023), we, the Audit & Supervisory Board (the "Board") of the Company, prepared this Audit Report and shall report as follows:

1. Method and Contents of Audit Performed by the Audit & Supervisory Board Members and the Board

- (1) We decided on the policies of audit and job assignment, received report from each Audit & Supervisory Board Member on the status of performing audit and results of audit, received reports from Directors, etc. and from the Accounting Auditor on the status of performance of their duties, and requested explanation as necessary.
- (2) Each Audit & Supervisory Board Member, in observance of the auditing standards determined by the Board, and in accordance with the auditing policy and job assignment, communicated with the Directors, internal audit office, and other employees, collected information and organized the environment for performing an audit, and performed an audit according to the following method:
 - (i) We participated in the Board of Directors meetings and other important meetings, received reports from the Directors and employees on the status of the performance of their duties, requested explanations as necessary, reviewed important approval documents, and conducted investigations on the state of operations and conditions of assets at the head office and other main offices of the Company. In addition, regarding subsidiaries, we communicated and exchanged information with the Directors and Audit & Supervisory Board Members of subsidiaries, and received business reports from subsidiaries, as necessary.
 - (ii) We regularly received reports from the Directors and employees, requested explanations as necessary and expressed opinions on the contents of a resolution of the Board of Directors concerning the establishment of a system, stipulated in Article 100, Paragraphs 1 and 3 of the Regulations for Enforcement of the Companies Act, as necessary to assure that the performance of duties by the Directors is in compliance with laws and regulations and others to assure the appropriateness of the operations of a company group consisting of a stock company and its subsidiaries, as well as on the status of the development and operation of the system (internal control system) established based on the resolution.
 - (iii) We monitored and verified the Accounting Auditors to determine whether they remained independent and performed their audits appropriately, received reports from them on the status of the performance of their duties, and requested explanations as necessary. We also received a notice from the Accounting Auditors that the "systems for ensuring that the performance of its duties is being carried out correctly" (pursuant to each item of Article 131 of the Regulation on Corporate Accounting) is being established in accordance with the "Quality Control Standard for Audit" (Business Accounting Council) and requested explanations as necessary.

Based on the above method, we reviewed the Business Report and the supplemental schedules, the financial statements (Balance Sheet, Statement of Income, Statement of Changes in Total Equity, and List of Notes to the Financial Statements) and the supplemental schedules, and the consolidated financial statements (Consolidated Statement of Financial Position, Consolidated Statement of Income, Consolidated Statement of

Changes in Total Equity, and List of Notes to the Consolidated Financial Statements) for the fiscal year under review.

2. Results of Audit

(1) Result of Audit of the Business Report, etc. We are of the view:

- (i) The Business Report and the supplemental schedules fairly present the conditions of the Company as required by laws and regulations and the Articles of Incorporation of the Company;
- (ii) In connection with the performance of duties by the Directors, we did not find any improper act or any material fact which constitutes a violation of laws and regulations or the Articles of Incorporation of the Company; and
- (iii) The resolution of the Board of Directors concerning the internal control system is appropriate. We have found no matters to remark with regard to the execution of duties by the Directors concerning this internal control system.

(2) Results of Audit of the Financial Statements and the Supplemental Schedules

We confirm that the method and results of audit performed by the Accounting Auditor, KPMG AZSA LLC, are appropriate.

(3) Results of Audit of the Consolidated Financial Statements

We confirm that the method and results of audit performed by the Accounting Auditor, KPMG AZSA LLC, are appropriate.

February 29, 2024

Sumitomo Rubber Industries, Ltd.

Audit & Supervisory Board

Kazuo Kinameri (seal)

Standing Audit & Supervisory Board Member

Hiroki Ishida (seal)

Standing Audit & Supervisory Board Member

Morihiro Murata (seal)

Audit & Supervisory Board Member

Asli M. Colpan (seal)

Audit & Supervisory Board Member

Hirofumi Yasuhara (seal)

Audit & Supervisory Board Member

(Note)

Audit & Supervisory Board Members Morihiro Murata, Asli M. Colpan and Hirofumi Yasuhara are Outside Audit & Supervisory Board Members.