



February 13th, 2025

Honda Motor Co., Ltd.
Nissan Motor Co., Ltd.

**Notice of Termination of Memorandum of Understanding regarding the
Consideration of a Business Integration between Honda Motor Co., Ltd. (Securities
Code: 7267) and Nissan Motor Co., Ltd. (Securities Code: 7201)**

Honda Motor Co., Ltd. (“Honda”) and Nissan Motor Co., Ltd., (“Nissan”; Honda and Nissan are collectively referred to as the “Companies”) today agreed to terminate the Memorandum of Understanding (the “MoU”) regarding the consideration of the Business Integration of the Companies (the “Business Integration”), signed on December 23rd, 2024 by the Companies, and discontinue the discussion and consideration of the Business Integration.

1. Reason of Termination of the MoU

Since signing the MoU, the management teams of the Companies, including the chief executive officers, have discussed and considered the market environment surrounding the Companies, the purpose of the Business Integration, and the management strategies and structures after the Business Integration. Furthermore, considering the importance of the Business Integration, the Companies have carefully consulted with stakeholders of each.

In the course of the discussions between the Companies, various options were considered regarding the structure of Business Integration, including Honda’s proposal to change the scheme of Business Integration to a stock swap, which would make Nissan a wholly owned subsidiary of Honda, from a transition to a joint holding company structure in which Honda nominates a majority of the directors and the president through a joint share transfer, which was the premise of the MoU.

As a result of these discussions, the Companies decided to discontinue the discussion and consideration of the Business Integration based on the conclusion that it would be appropriate to refrain the implementation of the Business Integration by prioritizing the speed of decision making and execution of business measures in response to changes in the rapidly changing market environment in the era of vehicles electrification.

Going forward, the Companies will collaborate within the framework of a strategic partnership aimed at the era of intelligence and electrified vehicles, striving to create new value and maximize the corporate value of the Companies.

2. Financial impact on business performance

As a consequence of the termination of the MoU, there is no impact on the Companies’ financial result, such as expenses and other items recorded at each of the Companies.

End