

[Translation]
May 10, 2024

To: Shareholders of Honda Motor Co., Ltd.
From: Honda Motor Co., Ltd.
1-1, Minami-Aoyama 2-chome,
Minato-ku, Tokyo, 107-8556
Toshihiro Mibe
Director, President and Representative Executive Officer

**Notice of Resolution by the Board of Directors
Concerning Distribution of Surplus
for the Fiscal Year Ending March 31, 2024**

The Board of Directors of Honda Motor Co., Ltd. (the “Company”), at its meeting held on May 10, 2024, resolved to make a distribution of surplus, the record date of which is March 31, 2024 as follows:

Particulars

1. Details of Distribution of Surplus

	Resolution	Previous Dividends Forecast (Announced on February 8, 2024)	Dividends Paid for the Fiscal Year-end in Fiscal 2023
Record Date	March 31, 2024	March 31, 2024	March 31, 2023
Dividends per Share of Common Stock (Conversion to the pre-split basis)	39 yen (117 yen)	29 yen (87 yen)	60 yen
Total Amount of Dividends	188,418 million yen	—	99,915 million yen
Effective Date	June 4, 2024	—	June 6, 2023
Source of Funds for Dividends	Retained Earnings	—	Retained Earnings

2. Basis of the Distribution of Surplus

The Company considers the redistribution of profits to its shareholders to be one of its most important management issues, and makes distributions after taking into account, among others,

its retained earnings for future growth and consolidated earnings performance based on a long-term perspective. The Company resolved that a fiscal year-end dividend payment of 39 yen per share of common stock is to be paid considering its consolidated financial results for the fiscal year ending March 31, 2024.

Reference: Details of Annual Dividends

	Annual Dividend per share(yen)		
	Interim (End of 2nd quarter)	Year-end	Total
Actual dividend issued (Conversion to the pre-split basis)	87	39 (117)	— (204)
Results in the year ended March 31, 2023	60	60	120

(Notes)

1. The company implemented the stock split into 3 shares per share with the effective date of October 1, 2023. The interim dividend for the fiscal year ending March 31, 2024, which has a dividend record date of September 30, 2023, is paid based on the shares before the stock split.
2. The full-year dividend per share is not presented because simple comparisons are not possible due to the implementation of the stock split. However, the full-year dividend per share based on the pre-stock split is 84 yen increase per share from the result in the year ended March 31, 2023.