

[Translation]

February 22, 2013

To: Shareholders of Honda Motor Co., Ltd.

From: Honda Motor Co., Ltd.

1-1, Minami-Aoyama 2-chome,

Minato-ku, Tokyo, 107-8556

Takanobu Ito

President and Representative Director

Notice Concerning Management Changes

The Board of Directors of Honda Motor Co., Ltd. (the “Company”), at its meeting held on February 22, 2013, has decided on changes in its Representative Director and Operating Officers as of April 1, 2013 and has decided on a plan for changes in its Directors and Corporate Auditors as of June 2013. Those changes as of June 2013 are subject to approval at the General Meeting of Shareholders of the Company scheduled to be held in June 2013.

Particulars

1. Planned change in Representative Director (as of April 1, 2013)

Representative Director to be newly appointed

Name	New Title	Current Title
Fumihiko Ike	Chairman and Representative Director	Senior Managing Officer and Director

2. Planned changes in Operating Officers (as of April 1, 2013)

Operating Officers to change titles

Name	New Title	Current Title
Sho Minekawa	Senior Managing Officer	Managing Officer
Masahiro Yoshida	Managing Officer and Director	Operating Officer and Director
Katsushi Watanabe	Managing Officer	Operating Officer
Chitoshi Yokota	Managing Officer	Operating Officer

Operating Officer to be newly appointed

Name	Current Title
Noriya Kaihara	General Manager of Automobile Quality Assurance Division

3. Planned changes in Directors and Corporate Auditors (as of June 2013)

Directors to be newly appointed

Name	New Title	Title as of April 1, 2013
Kohei Takeuchi	Operating Officer and Director	Operating Officer
Shinji Aoyama	Operating Officer and Director	Operating Officer
Noriya Kaihara	Operating Officer and Director	Operating Officer

Directors to retire

Name	Title as of April 1, 2013
Tatsuhiro Oyama	Senior Managing Officer and Director
Tomohiko Kawanabe	Senior Managing Officer and Director

Corporate Auditor to be newly appointed

Name	Current Title
Kunio Endo	President and Director of American Honda Finance Corporation President and Director of Honda Canada Finance Inc.

Corporate Auditor to retire

Name	Current Title
Hideki Okada	Corporate Auditor

Fumihiko IKE

Date of Birth: May 26, 1952 (60 years old)

Professional Experience:

February	1982	Joined Honda Motor Co., Ltd.
April	2001	General Manager of Finance Division for Business Management Operations, Honda Motor Co., Ltd.
April	2003	Chief Operating Officer for Power Product Operations, Honda Motor Co., Ltd.
June	2003	Director, Honda Motor Co., Ltd.
April	2006	Chief Operating Officer for Business Management Operations, Honda Motor Co., Ltd.
June	2007	Managing Director, Honda Motor Co., Ltd.
April	2008	Chief Operating Officer for Regional Operations (Asia & Oceania), Honda Motor Co., Ltd. President and Director of Asian Honda Motor Co., Ltd.
April	2011	Senior Managing Officer and Director, Honda Motor Co., Ltd. Chief Operating Officer for Business Management Operations, Honda Motor Co., Ltd. Risk Management Officer, Honda Motor Co., Ltd. General Supervisor, Information Systems, Honda Motor Co., Ltd.
April	2012	Chief Operating Officer for IT Operations, Honda Motor Co., Ltd. Responsible for Government & Industrial Affairs, Honda Motor Co., Ltd.

*Current responsibilities in boldface

Number of shares held: 26,600 shares