

[Translation]  
May 13, 2016

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

**Notice Concerning Differences between Forecasts and Actual Consolidated and Unconsolidated Financial Results for the Fiscal Year Ended March 31, 2016**

Honda Motor Co., Ltd. (the “Company”) hereby announces differences that arose between its consolidated forecast (announced on January 29, 2016) as well as its unconsolidated forecast (announced on November 4, 2015) and the Company’s actual financial results for the fiscal year ended March 31, 2016.

**Particulars**

Differences between Forecasts and Actual Financial Results for the Fiscal Year Ended March 31, 2016:

**Consolidated Financial Results**

(Millions of Yen, except basic earnings per share attributable to owners of the parent)

	Sales revenue	Operating profit	Profit before income taxes	Profit for the year attributable to owners of the parent	Basic earnings per share attributable to owners of the parent (Yen)
Forecast previously announced (A)	14,550,000	685,000	805,000	525,000	291.30
Results for the fiscal year ended March 31, 2016 (B)	14,601,151	503,376	635,450	344,531	191.16
Change (B-A)	51,151	-181,624	-169,550	-180,469	-
Percentage change (%)	0.4	-26.5	-21.1	-34.4	-
(Reference) Results for the fiscal year ended March 31, 2015	13,328,099	670,603	806,237	509,435	282.66

## Unconsolidated Financial Results

(Millions of Yen, except net income per common share)

	Net sales	Operating income	Ordinary income	Net income	Net income per common share (Yen)
Forecast previously announced (A)	3,400,000	10,000	240,000	190,000	105.42
Results for the fiscal year ended March 31, 2016 (B)	3,303,606	-191,421	60,822	51,912	28.80
Change (B-A)	-96,393	-201,421	-179,177	-138,087	-
Percentage change (%)	-2.8	-	-74.7	-72.7	-
(Reference) Results for the fiscal year ended March 31, 2015	3,331,187	96,343	347,632	264,686	146.86

### Reason for Differences

#### *Differences between forecast and actual consolidated financial results for the fiscal year ended March 31, 2016*

Operating profit, profit before income taxes and profit for the year attributable to owners of the parents for the fiscal year ended March 31, 2016 were lower than their respective forecasts mainly due to increased SG&A expenses, including quality related costs related to airbag inflators, despite increased sales volume and model mix as well as favorable foreign currency effects.

#### *Differences between forecast and actual unconsolidated financial results for the fiscal year ended March 31, 2016*

Operating income, ordinary income, and net income for the fiscal year ended March 31, 2016 were lower than their respective forecasts mainly due to increased SG&A expenses, including quality related costs related to airbag inflators, as well as decreased sales volume and model mix, despite favorable foreign currency effects.