

[Translation]
November 1, 2017

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

Notice Concerning Acquisition of the Company's Own Shares
(Acquisition of the Company's own shares pursuant to the Articles of Incorporation of the Company
in accordance with Article 459, Paragraph 1 of the Company Law)

The Board of Directors of Honda Motor Co., Ltd. (the "Company"), at its meeting held on November 1, 2017, resolved that the Company will acquire its own shares pursuant to Article 459, Paragraph 1 of the Company Law and Article 33 of the Company's Articles of Incorporation.

Particulars

1. Reason for acquisition of own shares
The Company will acquire its own shares for the purpose, among others, of improving efficiency of its capital structure and implementing a flexible capital strategy.
 2. Details of the acquisition
 - (1) Class of shares to be acquired:
Shares of common stock
 - (2) Total number of shares to be acquired:
Up to 24,000,000 shares (1.3 % of total number of issued shares (excluding treasury stock))
 - (3) Total amount of shares to be acquired:
Up to 90 billion yen
 - (4) Period of acquisition:
Starting on November 2, 2017 and ending on January 31, 2018
 - (5) Method of acquisition:
Market purchases on the Tokyo Stock Exchange
 1. Purchases through the Tokyo Stock Exchange Trading Network Off-Auction Own Share Repurchase Trading System (ToSTNeT-3)
 2. Market purchases based on discretionary investment contracts regarding acquisition of own shares
- Reference: The Company's treasury stock held as of September 30, 2017
- | | |
|-----------------------------------------------------------|----------------------|
| Total number of issued shares (excluding treasury stock): | 1,802,279,069 shares |
| Total number of treasury stock: | 9,149,361 shares |