

[Translation]
November 8, 2019

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 Purchase of the Company's Own Shares through ToSTNeT-3

The Board of Directors of Honda Motor Co., Ltd. (the "Company"), at its meeting held on November 8, 2019, resolved that the Company will purchase its own shares pursuant to Article 459, Paragraph 1 of the Company Law and Article 33 of the Company's Articles of Incorporation. The Company determined the specific method of the acquisition as follows.

Particulars

1. Method of acquisition

The Company will delegate the purchase of own shares through the Tokyo Stock Exchange Trading Network Off-Auction Own Share Repurchase Trading System (ToSTNEeT-3) on the Tokyo Stock Exchange at 8:45 a.m. on November 11, 2019, at a price of 3,072 yen per share, which is the closing price (including the last special quote) of the Company shares on November 8, 2019. The purchase will not be conducted by any other trading system or at any other trading time.

The purchase order will be valid only for the time designated for the transactions.

2. Details of acquisition

(1) Class of shares to be acquired:

Shares of common stock

(2) Total number of shares to be acquired:

Up to 5,500,000 shares

(3) Announcement of acquisition results:

The results of the acquisition will be announced after the completion of the transaction at 8:45 a.m. on November 11, 2019.

Note 1: The total number of shares to be acquired will not be changed. Depending on market conditions and other factors, a part or all of the transaction may not be performed.

Note 2: The purchase will be made based on selling orders corresponding to the number of shares to be acquired.

Reference: Details of the resolution at the meeting of the Board of Directors held on November 8, 2019

(1) Class of shares to be acquired:

Shares of common stock

(2) Total number of shares to be acquired:

Up to 33,000,000 shares (1.9 % of the total number of issued shares (excluding treasury stock))

(3) Total amount of shares to be acquired:

Up to 100 billion yen

(4) Period of acquisition:

Starting on November 11, 2019 and ending on March 31, 2020

(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 a discretionary trading contract regarding acquisition of own shares