

[Translation]
November 9, 2023

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 (Interim Dividend)
and Revision of Dividend Forecast for the Fiscal Year Ending March 31, 2024**

The Board of Directors of Honda Motor Co., Ltd. (the “Company”), at its meeting held on November 9, 2023, resolved to make a distribution of surplus (Interim dividend), the record date of which is September 30, 2023, and revised the amount of the projected dividend per share of common stock for the year ending March 31, 2024 as follows:

Particulars

1. Details of Distribution of Surplus (Interim Dividend)

	Resolution	Previous Dividends Forecast (Announced on August 9, 2023)	Dividends Paid for the Second Quarter in Fiscal 2023
Record Date	September 30, 2023	September 30, 2023	September 30, 2022
Dividends per Share of Common Stock (yen)	87	75	60
Total Amount of Dividends (million yen)	141,949	—	102,219
Effective Date	December 5, 2023	—	December 5, 2022
Source of Funds for Dividends	Retained Earnings	—	Retained Earnings

2. Details of the Revised Dividend Payments

	Annual Dividend per share(yen)		
	Interim (End of 2nd quarter)	Year-end	Total
Previous forecast (Conversion to the pre-split basis) <Announced on August 9, 2023>	75	25 (75)	— (150)
Revised forecast (Conversion to the pre-split basis)	—	29 (87)	— (174)
Actual dividend issued	87	—	—
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. Forecast for 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 forecast for the full-year dividend per share based on the pre-stock split is ¥24 increase per share.

3. 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 interim dividend payment of ¥87 per share of common stock is to be paid considering its forecast for consolidated financial results for the fiscal year ending March 31, 2024. The Company also revised the amount of the projected dividend per share of common stock for the year ending March 31, 2024 that was announced on August 9, 2023.