

HONDA MOTOR CO LTD  
Form 6-K  
June 17, 2015  
Table of Contents

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

PURSUANT TO RULE 13a-16 OR 15d-16

UNDER THE SECURITIES EXCHANGE ACT OF 1934

FOR THE MONTH OF JUNE 2015

COMMISSION FILE NUMBER: 1-07628

## HONDA GIKEN KOGYO KABUSHIKI KAISHA

(Name of registrant)

## HONDA MOTOR CO., LTD.

(Translation of registrant's name into English)

1-1, Minami-Aoyama 2-chome, Minato-ku, Tokyo 107-8556, Japan

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):



**Table of Contents**

Contents

**Exhibit 1:**

Honda Motor Co., Ltd. (the Company ) hereby notify you that after the reports described below were heard, all the proposals were approved as briefly described below by the 91st Ordinary General Meeting of Shareholders of the Company held on June 17, 2015.

**Table of Contents**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

HONDA GIKEN KOGYO KABUSHIKI KAISHA

(HONDA MOTOR CO., LTD.)

/s/ Shinji Suzuki  
Shinji Suzuki  
General Manager  
Finance Division  
Honda Motor Co., Ltd.

Date: June 17, 2015

**Table of Contents**

(TRANSLATION)

June 17, 2015

To our shareholders,

**Notice of Resolutions passed by**

**the 91st Ordinary General Meeting of Shareholders**

We hereby notify you that after the reports described below were heard, all the proposals were approved as briefly described below by the 91st Ordinary General Meeting of Shareholders of the Company held today.

Yours sincerely,

Takahiro Hachigo  
President and  
Representative Director

Honda Motor Co., Ltd.  
1-1, Minami-Aoyama 2-chome,  
Minato-ku  
Tokyo

**Table of Contents**

**Particulars**

**Matters reported:**

1. The Business Report, consolidated financial statements and unconsolidated financial statements for the 91st Fiscal Year (from April 1, 2014 to March 31, 2015)
2. The results of the audit of the consolidated financial statements for the 91st Fiscal Year (from April 1, 2014 to March 31, 2015) by the independent auditors and the Board of Corporate Auditors

**Matters resolved:**

**FIRST ITEM: Distribution of Dividends**

The proposal was approved in its original form, and the year-end dividend for the fiscal year under review will be ¥22 per share.

**SECOND ITEM: Election of Fourteen (14) Directors**

The proposal was approved in its original form, and nine directors were re-elected: Fumihiko Ike, Takanobu Ito, Tetsuo Iwamura, Masahiro Yoshida, Kohei Takeuchi, Nobuo Kuroyanagi, Hideko Kunii, Shinji Aoyama, and Noriya Kaihara. Five directors were newly elected: Koichi Fukuo, Yoshiyuki Matsumoto, Yoshi Yamane, Takahiro Hachigo, and Masayuki Igarashi. They have all assumed their posts.

**THIRD ITEM: Election of Two (2) Corporate Auditors**

The proposal was approved in its original form, and two corporate auditors were newly elected: Hideo Takaura, and Mayumi Tamura. They have both assumed their posts.

**Table of Contents**

\*\*\*\*\*

At the meeting of the Board of Directors following the Ordinary General Meeting of Shareholders, Representative Directors and directors with executive powers were elected, and they have assumed their posts.

As a result, the composition of the directors of the Company is as follows:

Chairman,

Representative Director

**Fumihiko Ike**

President, Chief Executive Officer and

Representative Director

**Takahiro Hachigo**

Executive Vice President,

Executive Officer and Representative Director

**Tetsuo Iwamura**

Senior Managing Officer and Director

**Koichi Fukuo**

Senior Managing Officer and Director

**Yoshiyuki Matsumoto**

Senior Managing Officer and Director

**Yoshi Yamane**

Managing Officer and Director

**Masahiro Yoshida**

Managing Officer and Director

**Kohei Takeuchi**

Director

**Nobuo Kuroyanagi**

Table of Contents

(Outside Director)

Director

**Hideko Kunii**

(Outside Director)

Director and Advisor

**Takanobu Ito**



**Table of Contents**

Operating Officer and Director

**Shinji Aoyama**

Operating Officer and Director

**Noriya Kaihara**

Operating Officer and Director

**Masayuki Igarashi**

(Note)

1. Nobuo Kuroyanagi and Hideko Kunii are outside directors as provided for in Article 2, Item 15 of the Company Law.
2. Hideko Kunii has been designated by the Company as an Independent Director as provided for in the rules of the Tokyo Stock Exchange and registered with the Tokyo Stock Exchange.

**Table of Contents**

Also, at the meeting of the Board of Corporate Auditors following the Ordinary General Meeting of Shareholders, full-time Corporate Auditors were elected, and they have assumed their posts.

As a result, the composition of the Corporate Auditors of the Company is as follows:

Corporate Auditor (full-time)

**Masaya Yamashita**

Corporate Auditor (full-time)

**Kunio Endo**

Corporate Auditor

**Toshiaki Hiwatari**

(Outside Corporate Auditor)

Corporate Auditor

**Hideo Takaura**

(Outside Corporate Auditor)

Corporate Auditor

**Mayumi Tamura**

(Outside Corporate Auditor)

(Note)

1. Corporate Auditors Hideo Takaura, Mayumi Tamura and Toshiaki Hiwatari are outside corporate auditors as provided for in Article 2, Item 16 of the Company Law.
2. Hideo Takaura, Mayumi Tamura and Toshiaki Hiwatari have each been designated by the Company as an Independent Auditor as provided for in the rules of the Tokyo Stock Exchange and registered with the Tokyo Stock Exchange.

**Table of Contents**

The Company has introduced an operating officer system to strengthen operations in regions and local workplaces and implement quick and appropriate decisions. The composition of the operating officers of the Company after the Ordinary General Meeting of Shareholders is as follows:

President, Chief Executive Officer

**Takahiro Hachigo**

Executive Vice President and Executive Officer

**Tetsuo Iwamura**

Senior Managing Officer

**Sho Minekawa**

Senior Managing Officer

**Koichi Fukuo**

Senior Managing Officer

**Takuji Yamada**

Senior Managing Officer

**Yoshiyuki Matsumoto**

Senior Managing Officer

**Toshiaki Mikoshiba**

Senior Managing Officer

**Yoshi Yamane**

Managing Officer

**Toshihiko Nonaka**

Managing Officer

**Ko Katayama**

Managing Officer

**Masahiro Yoshida**

Managing Officer

**Chitoshi Yokota**

Managing Officer

**Seiji Kuraishi**

Managing Officer

**Takashi Sekiguchi**

**Table of Contents**

Managing Officer

**Soichiro Takizawa**

Managing Officer

**Kohei Takeuchi**

Operating Officer

**Michimasa Fujino**

Operating Officer

**Naoto Matsui**

Operating Officer

**Mitsugu Matsukawa**

Operating Officer

**Shinji Aoyama**

Operating Officer

**Noriya Kaihara**

Operating Officer

**Tetsuo Suzuki**

Operating Officer

**Issao Mizoguchi**

Operating Officer

**Toshihiro Mibe**

Operating Officer

**Yusuke Hori**

Operating Officer

**Tomomi Kosaka**

Operating Officer

**Noriaki Abe**

Operating Officer

**Toshiyuki Shimabara**

Operating Officer

**Yasuhide Mizuno**

**Table of Contents**

Operating Officer

**Kazuhiro Odaka**

Operating Officer

**Masayuki Igarashi**

Operating Officer

**Hiroyuki Kachi**