

## [Cover]

[Type of document submitted]	Extraordinary Report
[Place of submission]	Director-General of Kanto Local Finance Bureau
[Date of submission]	March 27, 2020
[Company name]	Yamaha Motor Co., Ltd.
[Name and title of the representative]	Yoshihiro Hidaka, President and Representative Director
[Address of headquarters]	2500 Shingai, Iwata-shi, Shizuoka, Japan
[Telephone number]	+81-538-37-0134
[Name of the contact person]	Tomohiko Okamoto, General Manager of Corporate Communication Division
[Nearest contact office]	Government & Industrial Affairs Division, Yamaha Motor Co., Ltd. 15F Marunouchi MY PLAZA, 2-1-1 Marunouchi, Chiyoda-ku, Tokyo
[Telephone number]	+81-3-5220-7200
[Name of the contact person]	Hisaji Kuroda, General Manager of Government & Industrial Affairs Division
[Place available for inspection]	Tokyo Stock Exchange, Inc. (2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo)

1 [Reason for submission]

Since all items were duly resolved at the 85th Ordinary General Meeting of Shareholders held on March 25, 2020, the Company hereby submits this extraordinary report, in accordance with the provisions of Paragraph 4 of Article 24-5 of the Financial Instruments and Exchange Act, as well as Paragraph 2, Item 9-2 of Article 19 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs.

2 [Matters to be reported]

(1) Date of General Meeting of Shareholders

March 25, 2020

(2) Items resolved

- |                       |  |
|-----------------------|--|
| Proposed Resolution 1 | Appropriation of Surplus<br>Year-end dividend<br>(a) Distribution of dividend property, and the total amount distributed:<br>45 yen per share of common stock<br>Total amount: 15,721,838,955 yen<br>(b) Effective date of distribution:<br>March 26, 2020     |
| Proposed Resolution 2 | Election of Eleven Directors<br>Eleven Directors – Hiroyuki Yanagi, Yoshihiro Hidaka, Katsuaki Watanabe, Toshizumi Kato, Katsuhito Yamaji, Makoto Shimamoto, Tatsumi Okawa, Takuya Nakata, Takehiro Kamigama, Yuko Tashiro, and Tetsuji Ohashi – were elected. |
| Proposed Resolution 3 | Election of One Substitute Audit & Supervisory Board Member<br>Eriko Kawai was elected.  |

(3) Number of voting rights representing approval, disapproval, and abstention with respect to the items resolved, requirements for affirmative resolution, and the voting results

Items resolved	Approval (Number of votes)	Disapproval (Number of votes)	Abstention (Number of votes)	Requirements for affirmative resolution	Voting results (% of approval/disapproval)
Proposed Resolution 1	2,988,456	1,437	101	Note 1	Approval (99.8%)
Proposed Resolution 2					
Hiroyuki Yanagi	2,844,964	132,897	12,154	Note 2	Approval (95.0%)
Yoshihiro Hidaka	2,955,699	23,164	11,159		Approval (98.7%)
Katsuaki Watanabe	2,954,417	35,505	101		Approval (98.7%)
Toshizumi Kato	2,955,593	34,329	101		Approval (98.7%)
Katsuhito Yamaji	2,955,703	34,219	101		Approval (98.7%)
Makoto Shimamoto	2,955,715	34,207	101		Approval (98.7%)
Tatsumi Okawa	2,955,133	34,789	101		Approval (98.7%)
Takuya Nakata	2,794,208	194,708	1,096		Approval (93.3%)
Takehiro Kamigama	2,966,808	23,116	101		Approval (99.1%)
Yuko Tashiro	2,832,044	157,881	101		Approval (94.6%)
Tetsuji Ohashi	2,916,399	73,521	101		Approval (97.4%)
Proposed Resolution 3	2,987,093	2,826	101	Note 2	Approval (99.8%)

Notes:

1. Majority of the affirmative voting rights representing shareholders in attendance
2. Majority of the affirmative voting rights representing shareholders in attendance, subject to attendance by shareholders holding one third or more of the voting rights representing all shareholders entitled to exercise their voting rights

(4) Reason for not counting part of the voting rights of the shareholders in attendance at the General Meeting of Shareholders

Given the total number of voting rights recognized as approval or disapproval for each proposal - those from prior exercise and those representing part of the shareholders in attendance - the aforementioned requirements for affirmative resolutions for each proposal were met, whereby approval was resolved legitimately for the purpose of the Corporation Act of Japan. As such, the number of voting rights representing shareholders in attendance at the general meeting that were not recognized as approval or disapproval was not counted.