

Yamaha Motor Co., Ltd.
2500 Shingai, Iwata, Shizuoka, Japan

Code No: 7272
March 24, 2011

Notice of Resolutions of the 76th Ordinary General Meeting of Shareholders

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Dear Shareholders:

We are pleased to announce that the matters outlined below were reported and resolved at the 76th Ordinary General Meeting of Shareholders of the Company.

- Items reported:**
1. Business Report for the 76th Fiscal Year (from January 1, 2010 through December 31, 2010); Consolidated Financial Statements applicable to the 76th Fiscal Year (from January 1, 2010 through December 31, 2010); Report of Independent Auditor on Consolidated Financial Statements; and Report of Board of Corporate Auditors on Consolidated Financial Statements
 2. Non-consolidated Financial Statements applicable to the 76th Fiscal Year (from January 1, 2010 through December 31, 2010)

The particulars of the above 1 and 2 were reported.

Items resolved:

- Proposed Resolution 1 Reduction of the Amounts of Capital Reserve and Legal Reserve and Appropriation of Surplus

The proposal was approved and adopted as proposed.

- Proposed Resolution 2 Election of Eleven Directors

The proposal was approved and adopted as proposed. Seven Directors — Hiroyuki Yanagi, Takaaki Kimura, Toyoo Ohtsubo, Yoshiteru Takahashi, Hiroyuki Suzuki, Kozo Shinozaki and Yuko Kawamoto were re-elected and assumed office. Additionally, four Directors — Masamitsu Sakurai, Mitsuru Umemura, Nobuya Hideshima and Masahiro Takizawa were newly elected and assumed office.

- Proposed Resolution 3 Election of Three Corporate Auditors

The proposal was approved and adopted as proposed. Norihiko Shimizu was re-elected and assumed office. Additionally, two Corporate Auditors — Yutaka Kume and Shigeki Hirasawa were newly elected and assumed office.

- Proposed Resolution 4 Election of One Substitute Corporate Auditor

The proposal was approved and adopted as proposed. Masayuki Satake was elected.

At a Board of Directors meeting held after the conclusion of the Ordinary General Meeting of Shareholders, the Representative Directors and the Executive Directors were appointed and assumed office. In addition, Standing Corporate Auditors were appointed and assumed office at a Board of Corporate Auditors meeting.

As a result of the above, the Directors and Corporate Auditors of the Company are as follows.

President and Representative Director (President and Chief Executive Officer)	Hiroyuki Yanagi
Representative Director (Senior Managing Executive Officer)	Takaaki Kimura
Director (Managing Executive Officer)	Toyoo Ohtsubo
Director (Managing Executive Officer)	Yoshiteru Takahashi
Director (Senior Executive Officer)	Hiroyuki Suzuki
Director (Senior Executive Officer)	Kozo Shinozaki
Director (Senior Executive Officer)	Nobuya Hideshima
Director (Senior Executive Officer)	Masahiro Takizawa
Director	Yuko Kawamoto
Director	Masamitsu Sakurai
Director	Mitsuru Umemura
Standing Corporate Auditor	Yutaka Kume
Standing Corporate Auditor	Shigeki Hirasawa
Corporate Auditor	Norihiko Shimizu
Corporate Auditor	Tetsuo Kawawa

Regarding Year-end Dividends

Taking into account the business conditions surrounding the Company, we have regrettably decided to refrain from paying year-end dividends for fiscal 2010. We would like to ask for our shareholder's understanding on this matter.