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[Type of document submitted]	Extraordinary Report
[Place of submission]	Director-General of Kanto Local Finance Bureau
[Date of submission]	March 25, 2022
[Company name]	Yamaha Motor Co., Ltd.
[Name and title of the representative]	Yoshihiro Hidaka, President and Representative Director
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[Name of the contact person]	Yuuko Kurabe, General Manager of Corporate Communication Division
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[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 87th Ordinary General Meeting of Shareholders held on March 23, 2022, the Company hereby submits this 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 23, 2022

(2) Items resolved

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| Proposed Resolution 1 | Appropriation of Surplus
Year-end dividend
(a) Distribution of dividend property, and the total amount distributed:
¥65 per share of common stock
Total amount: ¥22,483,377,735
(b) Effective date of distribution:
March 24, 2022 |
| Proposed Resolution 2 | Partial Amendments to the Articles of Incorporation
The amended provisions stipulated in the proviso of Article 1 of the supplementary provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) will be enforced on September 1, 2022. Accordingly, in order to prepare for the introduction of the system for electronic provision of materials for general meetings of shareholders, the Articles of Incorporation of the Company were amended. |
| Proposed Resolution 3 | Election of Ten Directors
Ten Directors – Katsuaki Watanabe, Yoshihiro Hidaka, Heiji Maruyama, Satohiko Matsuyama, Motofumi Shitara, Takuya Nakata, Takehiro Kamigama, Yuko Tashiro, Tetsuji Ohashi and Jin Song Montesano – were elected. |
| Proposed Resolution 4 | Election of One Substitute Audit & Supervisory Board Member
Ko Fujita was elected. |
| Proposed Resolution 5 | Revision of Remuneration Amounts for Directors and Audit & Supervisory Board Members
Regarding remuneration amounts for Directors, the Company determined basic compensation (fixed remuneration) to be an annual amount of up to ¥600 million (of which, the portion for Outside Directors is an annual amount of up to ¥200 million), individual performance-based bonus to be an annual amount of up to ¥100 million, and whole-company performance-based bonus to be payable within the range of 0.5% of the net income attributable to owners of parent of the previous fiscal year. In addition, the remuneration amounts for Directors shall not include the employee salary amounts of those Directors who work both as an employee and a Director as in the past.
Regarding remuneration amounts for Audit & Supervisory Board Members, the Company determined the annual amount of up to ¥200 million. |
| Proposed Resolution 6 | Revision of Remuneration Amounts, etc. in Accordance with the Introduction of a Performance-based Share Remuneration System
In addition to the remuneration amounts in Proposed Resolution 5, the Company determined to newly offer remuneration for imparting shares with restriction on transfer based on the Performance-based Share Remuneration System to Directors excluding Outside Directors, as a replacement for the |

previous system of remuneration of shares with restriction on transfer that had no performance conditions. The total annual amount was determined to be up to ¥600 million (however, this amount shall not include the employee salary amounts of those Directors who work both as an employee and a Director).

(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)
Proposed Resolution 1	2,906,186	8,992	3,666	Note 1	Approval (99.6%)
Proposed Resolution 2	2,913,091	2,088	3,666	Note 2	Approval (99.8%)
Proposed Resolution 3					
Katsuaki Watanabe	2,819,826	95,324	3,686		Approval (96.6%)
Yoshihiro Hidaka	2,862,393	52,763	3,686		Approval (98.1%)
Heiji Maruyama	2,878,958	36,199	3,686		Approval (98.6%)
Satohiko Matsuyama	2,878,935	36,222	3,686		Approval (98.6%)
Motofumi Shitara	2,878,923	36,234	3,686	Note 3	Approval (98.6%)
Takuya Nakata	2,698,979	216,169	3,686		Approval (92.5%)
Takehiro Kamigama	2,889,034	26,122	3,686		Approval (99.0%)
Yuko Tashiro	2,905,879	9,278	3,686		Approval (99.5%)
Tetsuji Ohashi	2,804,652	110,499	3,686		Approval (96.1%)
Jin Song Montesano	2,910,709	4,449	3,686		Approval (99.7%)
Proposed Resolution 4	2,790,062	125,108	3,666	Note 3	Approval (95.6%)
Proposed Resolution 5	2,904,182	9,889	4,772	Note 1	Approval (99.5%)
Proposed Resolution 6	2,899,695	15,459	3,692	Note 1	Approval (99.3%)

Notes:

1. Majority of the affirmative voting rights representing shareholders in attendance
2. Two thirds or more 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
3. 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.