

(Securities Code Number: 7269)

27 June 2014

## To each Shareholder

### **Suzuki Motor Corporation**

300, Takatsuka-cho, Minami-ku, Hamamatsu-City,  
Shizuoka-ken

#### **Osamu Suzuki**

Representative Director, Chairman of the Board &  
President

## **Notice of Resolutions passed by the 148<sup>th</sup> Ordinary General Meeting of Shareholders**

We appreciate very much your support always given to us.

Now, we would hereby like to inform you that at the 148<sup>th</sup> Ordinary General Meeting of Shareholders held today, the following items were reported and resolved as briefly described below.

### **Particulars**

**Reported Items:** 1. Report on Business Report, Consolidated Financial Statements and Results of the auditing of the Consolidated Financial Statements by the Accounting Auditor and the Board of Company Auditors for the 148<sup>th</sup> fiscal year (from 1 April 2013 to 31 March 2014)

As for this item, the above mentioned Business Report, Consolidated Financial Statements and Results of the auditing were reported.

2. Report on the Financial Statements for the 148<sup>th</sup> fiscal year (from 1 April 2013 to 31 March 2014)

As for this item, the above mentioned Financial Statements were reported.

### **Resolved Items:**

**Agenda Item 1:** Disposal of Surplus

This item was approved as the original proposal and the year-end dividend was decided ¥14 per share.

**Agenda Item 2:** Election of Nine (9) Directors

As for this item, Mr. Osamu Suzuki, Mr. Minoru Tamura, Mr. Osamu Honda, Mr. Toshihiro Suzuki, Mr. Yasuhito Harayama, Mr. Naoki Aizawa, Mr. Eiji Mochizuki, Mr. Masakazu Iguchi and Mr. Sakutarō Tanino were elected as the Directors and have assumed their posts, respectively.

Mr. Masakazu Iguchi and Mr. Sakutarō Tanino are the outside directors as stipulated in Article 2, Item 15 of Companies Act of Japan.

**Agenda Item 3:** Election of One (1) Company Auditor

As for this item, Mr. Syunji Matsumoto was elected as the Company Auditor to fill a vacancy due to the resignation of one of the Company Auditors, Mr. Tamotsu Kamimura at the close of this General Meeting of Shareholders and has assumed his office. Mr.

Matsumoto's term of office of the Company Auditor shall expire at such time as the term of office of the resigned Company Auditor would expire, in accordance with the provisions of the Articles of Incorporation.

**Agenda Item 4:** Payment of Bonuses to Directors and Company Auditors

This item was approved as the original proposal that the Company pay a bonus in the total amount of ¥210 million (¥190.02 million for Directors (¥4.32 million for 2 Outside Directors) and ¥19.98 million for Company Auditors (¥3.40 million for 3 Outside Company Auditors)) to Directors and Company Auditors.

**Agenda Item 5:** Grant of Stock Options as Compensation (Stock Acquisition Rights) to Directors

This item was approved as the original proposal, which would be the grant of stock options as compensation (stock acquisition rights) to the Directors (excluding the Outside Directors) (the maximum number of units: 317 units per year, and the maximum amount: 170 million yen per year).

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At the meeting of the Board of Directors and the meeting of the Board of Company Auditors respectively held following the Ordinary General Meeting of the Shareholders, the Directors, the Company Auditors and the officers have been determined as follows and each of them has assumed his post. The members of the Directors, Company Auditors and officers of the Company are as follows:

Directors:

* Chairman of the Board of Directors & President	Osamu Suzuki
Director & Executive Vice President	Minoru Tamura
Director & Executive Vice President	Osamu Honda
Director & Executive Vice President	Toshihiro Suzuki
Director & Executive Vice President	Yasuhito Harayama
Director & Senior Managing Officer	Naoki Aizawa
Director & Senior Managing Officer	Eiji Mochizuki
Director	Masakazu Iguchi
Director	Sakutaro Tanino

Company Auditors:

Full-time Company Auditor	Kunio Nakamura
Full-time Company Auditor	Syunji Matsumoto
Company Auditor	Shin Ishizuka
Company Auditor	Masataka Osuka
Company Auditor	Norio Tanaka

Senior Managing Officers and Managing Officers:

Senior Managing Officer	Kenichi Ayukawa
Senior Managing Officer	Ichizo Aoyama
Managing Officer	Toshiaki Hasuike
Managing Officer	Hiroyasu Uchida
Managing Officer	Takashi Iwatsuki
Managing Officer	Kazuo Hakamata
Managing Officer	Hiroaki Matsuura
Managing Officer	Seiichi Furusho
Managing Officer	Tadashi Kondo

*(This is an English translation of the original Notice in the Japanese language mailed to shareholders in Japan and is for reference purpose only. If there are any discrepancies between this document and the original Japanese Notice, the original Japanese Notice prevails.)*

Managing Officer	Motoo Murakami
Managing Officer	Masato Kasai
Managing Officer	Izumi Oishi
Managing Officer	Taisuke Toyoda
Managing Officer	Masahiko Nagao
Managing Officer	Tatsuyoshi Okusa
Managing Officer	Tomoyoshi Aiso
Managing Officer	Hirofumi Nagao
Managing Officer	Keiichi Asai

Note: 1. “\*” denotes the Chief Executive Officer and Chief Operating Officer.

2. Among Directors, each of Mr. Osamu Suzuki, Mr. Minoru Tamura, Mr. Osamu Honda, Mr. Toshihiro Suzuki and Mr. Yasuhito Harayama is the Representative Director.
3. Among Directors, Mr. Masakazu Iguchi and Mr. Sakutarō Tanino are the outside directors as stipulated in Article 2, Item 15 of Companies Act of Japan and also the independent directors/auditors under the rules of the Tokyo Stock Exchange, Inc.
4. Among Company Auditors, Mr. Shin Ishizuka, Mr. Masataka Osuka and Mr. Norio Tanaka are the outside company auditors as stipulated in Article 2, Item 16 of Companies Act of Japan and also the independent directors/auditors under the rules of the Tokyo Stock Exchange, Inc.

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