

May 16, 2006

Notice Regarding Buyback of Company Shares

(Acquisition of own shares under Article 163 of the Company Law)

Tokyo, May 16, 2006--- Honda Motor Co., Ltd. today announced that its Board of Directors, at its meeting held on May 16, 2006, has resolved to buy back, pursuant to Article 163 of the Company Law, the Company's shares held by the following subsidiaries.

Particulars

1. Honda Express Co., Ltd.

1. Name of Subsidiary
Honda Express Co., Ltd.

2. Details of Acquisition
 - (1) Type of shares to be acquired:
Shares of common stock
 - (2) Aggregate number of shares to be acquired:
963,375 shares (0.11% of total outstanding shares)
 - (3) Aggregate price of acquisition:
Approximately 7,800,000,000 yen
(This amount is calculated by multiplying the average daily closing price of the shares on the Tokyo Stock Exchange over the period from April 27, 2006 through May 26, 2006, by 963,375.)
 - (4) Date of Acquisition:
May 31, 2006 (scheduled)

3. Reason for Acquisition
The Company will buy its own shares held by Honda Express, which recently became a subsidiary of the Company, as a result of a summary share exchange effected on April 28, 2006.

2. Honda Kaihatsu Co., Ltd.

1. Name of Subsidiary

Honda Kaihatsu Co., Ltd.

2. Details of Acquisition

(1) Type of shares to be acquired:

Shares of common stock

(2) Aggregate number of shares to be acquired:

96,600 shares (0.01% of total outstanding shares)

(3) Aggregate price of acquisition:

Approximately 780,000,000 yen

(This amount is calculated by multiplying the average daily closing price of the shares on the Tokyo Stock Exchange over the period from April 27, 2006 through May 26, 2006, by 96,600.)

(4) Date of Acquisition:

May 31, 2006 (scheduled)

3. Reason for Acquisition

The Company will buy its own shares held by Honda Kaihatsu, which recently became a subsidiary of the Company, as a result of the coming into effect of the Company Law on May 1, 2006.

3. Atsumitec Co., Ltd.

1. Name of Subsidiary

Atsumitec Co., Ltd.

2. Details of Acquisition

(1) Type of shares to be acquired:

Shares of common stock

(2) Aggregate number of shares to be acquired:

71,800 shares (0.01% of total outstanding shares)

(3) Aggregate price of acquisition:

Approximately 580,000,000 yen

(This amount is calculated by multiplying the average daily closing price of the shares on the Tokyo Stock Exchange over the period from April 27, 2006 through May 26, 2006, by 71,800.)

(4) Date of Acquisition:

May 31, 2006 (scheduled)

3. Reason for Acquisition

The Company will buy its own shares held by Atsumitec, which recently became a subsidiary of the Company, as a result of the coming into effect of the Company Law on May 1, 2006.

Reference:

The Company's shares are held as follows as of April 30, 2006:

Total number of outstanding shares (excluding treasury stock): 914,941,773 shares

Total number of treasury stock: 2,472,442 shares