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Securities Code 7261

June 24, 2021

To All Shareholders

Akira Marumoto
Representative Director, President
Mazda Motor Corporation
3-1 Shinchu, Fuchu-cho, Aki-gun,
Hiroshima, Japan

NOTICE OF RESOLUTIONS OF 155TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

This is to inform you that at the 155th Ordinary General Meeting of Shareholders of Mazda Motor Corporation (hereinafter “the Company”) held today, the following items were reported on and resolutions approving the following proposals were passed.

We have decided not to declare year-end dividends for the year ended March 31, 2021.

- Matters reported:**
1. The Business Report, Consolidated Financial Statements and results of audits by the Accounting Auditor and the Audit & Supervisory Committee Members on the Consolidated Financial Statements for the 155th Fiscal Year (from April 1, 2020 to March 31, 2021)
 2. Unconsolidated Financial Statements for the 155th Fiscal Year (from April 1, 2020 to March 31, 2021)

Proposals approved:

Proposal No. 1: Election of Nine (9) Directors (Excluding Directors who are Audit & Supervisory Committee Members)
Mr. Akira Marumoto, Mr. Kiyoshi Fujiwara, Mr. Kiyotaka Shobuda, Mr. Mitsuru Ono, Mr. Akira Koga, Mr. Masahiro Moro, Mr. Kiyoshi Sato and Ms. Michiko Ogawa were reelected and Mr. Yasuhiro Aoyama was newly elected as Directors (who are not Audit & Supervisory Committee Members) and assumed their offices.

Proposal No. 2: Election of Six (6) Directors who are Audit & Supervisory Committee Members
Mr. Masatoshi Maruyama, Mr. Ichiro Sakai, Mr. Akira Kitamura and Ms. Hiroko Shibasaki were reelected, and Mr. Nobuhiko Watabe and Mr. Masato Sugimori were newly elected as Directors who are Audit & Supervisory Committee Members and assumed their offices.

Proposal No. 3: Determining Details of Director Compensation in the Form of Stock Options (Excluding Directors who are Audit & Supervisory Committee Members and Outside Directors)
The proposal was approved as originally proposed. In line with the enactment of the Act Partially Amending the Companies Act (Act No. 70 of 2019) on March 1 this year, obtaining approval at the general meeting of shareholders of the outline of the content for stock options was necessary to continue the current director compensation in the form of stock options.

As of June 24, 2021, the directors are as follows:

Representative Director and Chairman of the Board	Kiyotaka Shobuda
Representative Director, President and CEO	Akira Marumoto
Representative Director, Executive Vice President and COO	Kiyoshi Fujiwara
Director and Senior Managing Executive Officer	Mitsuru Ono
Director and Senior Managing Executive Officer	Akira Koga
Director and Senior Managing Executive Officer	Masahiro Moro
Director and Senior Managing Executive Officer	Yasuhiro Aoyama (newly elected)
Director	Kiyoshi Sato
Director	Michiko Ogawa
Director and Audit & Supervisory Committee Member (Full-time)	Masatoshi Maruyama
Director and Audit & Supervisory Committee Member (Full-time)	Nobuhiko Watabe (newly elected)
Director and Audit & Supervisory Committee Member	Ichiro Sakai
Director and Audit & Supervisory Committee Member	Akira Kitamura
Director and Audit & Supervisory Committee Member	Hiroko Shibasaki
Director and Audit & Supervisory Committee Member	Masato Sugimori (newly elected)

Notes: Mr. Kiyoshi Sato, Ms. Michiko Ogawa, Mr. Ichiro Sakai, Mr. Akira Kitamura, Ms. Hiroko Shibasaki and Mr. Masato Sugimori are outside directors. In accordance with the requirements of the Tokyo Stock Exchange Inc., the Company has designated each person to be an independent director and has reported this designation to the relevant stock exchanges.