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Securities Code 7261

June 25, 2024

To All Shareholders

Masahiro Moro
Representative Director and President
Mazda Motor Corporation
3-1 Shinchi, Fuchu-cho, Aki-gun,
Hiroshima, Japan

NOTICE OF RESOLUTIONS OF THE 158TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

This is to inform you that the following items were reported on and resolutions approving the following proposals were passed at the 158th Ordinary General Meeting of Shareholders of Mazda Motor Corporation (hereinafter “the Company”) held today.

- 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 158th Fiscal Year (from April 1, 2023 to March 31, 2024)
 2. Unconsolidated Financial Statements for the 158th Fiscal Year (from April 1, 2023 to March 31, 2024)

Proposals approved:

- Proposal No. 1:** Appropriation of Surplus Funds
The proposal was approved as originally proposed. The amount of the year-end dividend was set at 35 yen (Regular dividend: 30 yen, one-time special dividend: 5 yen) per share of the Company’s common stock.
- Proposal No. 2:** Election of Nine (9) Directors (Excluding Directors who are Audit & Supervisory Committee Members)
Mr. Kiyotaka Shobuda, Mr. Masahiro Moro, Mr. Jeffrey H. Guyton, Mr. Yasuhiro Aoyama, Mr. Ichiro Hirose, Mr. Takeshi Mukai, Mr. Takeji Kojima, Mr. Kiyoshi Sato and Ms. Michiko Ogawa were reelected Directors (who are not Audit & Supervisory Committee Members), and all directors assumed their respective offices.
- Proposal No. 3:** Determination of Remuneration for Allotment of Restricted Stock and Performance Share Units to Directors (Excluding Directors who are Audit & Supervisory Committee Members and Outside Directors)
Remuneration for Allotment of Restricted Stock and Performance Share Units to Directors (Excluding Directors who are Audit & Supervisory Committee Members and Outside Directors) was determined.

As of June 25, 2024, the directors are as follows:

Representative Director and Chairman of the Board	Kiyotaka Shobuda
Representative Director, President and CEO	Masahiro Moro
Representative Director, Senior Managing Executive Officer and CFO	Jeffrey H. Guyton
Director and Senior Managing Executive Officer and CCEO	Yasuhiro Aoyama
Director, Senior Managing Executive Officer and CTO	Ichiro Hirose
Director and Senior Managing Executive Officer and CSCO	Takeshi Mukai
Director, Senior Managing Executive Officer and CSO	Takeji Kojima
Director	Kiyoshi Sato
Director	Michiko Ogawa
Director and Audit & Supervisory Committee Member (Full-time)	Nobuhiko Watabe
Director and Audit & Supervisory Committee Member	Akira Kitamura
Director and Audit & Supervisory Committee Member	Hiroko Shibasaki
Director and Audit & Supervisory Committee Member	Masato Sugimori
Director and Audit & Supervisory Committee Member	Hiroshi Inoue

Notes: Mr. Kiyoshi Sato, Ms. Michiko Ogawa, Mr. Akira Kitamura, Ms. Hiroko Shibasaki, Mr. Masato Sugimori and Mr. Hiroshi Inoue 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.