

HONDA MOTOR CO LTD  
Form 6-K  
August 07, 2012  
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# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

PURSUANT TO RULE 13a-16 OR 15d-16

UNDER THE SECURITIES EXCHANGE ACT OF 1934

FOR THE MONTH OF July 2012

COMMISSION FILE NUMBER: 1-07628

## HONDA GIKEN KOGYO KABUSHIKI KAISHA

(Name of registrant)

## HONDA MOTOR CO., LTD.

(Translation of registrant's name into English)

1-1, Minami-Aoyama 2-chome, Minato-ku, Tokyo 107-8556, Japan

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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**Exhibit 1:**

On July 10, 2012, Dongfeng Honda Automobile Co., Ltd., a Honda automobile production and sales joint venture in China held a ceremony to commemorate the start of production at its new second automobile plant.

**Exhibit 2:**

On July 18, 2012, Honda Manufacturing of Indiana, LLC announced that it is investing \$40 million to increase annual production capacity by 50,000 units to a total of 250,000 vehicles.

**Exhibit 3:**

On July 19, 2012, Honda Malaysia Sdn. Bhd. (HMSB), a Honda automobile production and sales joint venture in Malaysia, held a groundbreaking ceremony to mark the start of construction of its second automobile production line at the existing auto plant in Malacca, Malaysia.

**Exhibit 4:**

On July 31, 2012, Honda Motor Co., Ltd. announced its consolidated financial results for the fiscal first quarter ended June 30, 2012.

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

HONDA GIKEN KOGYO KABUSHIKI KAISHA (  
HONDA MOTOR CO., LTD. )

/s/ Fumihiko Ike  
Fumihiko Ike  
Senior Managing Officer and Director  
Chief Financial Officer  
Honda Motor Co., Ltd.

Date: August 7, 2012

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**Dongfeng Honda Begins Production at New Automobile Plant**

On July 10, 2012, Dongfeng Honda Automobile Co., Ltd., a Honda automobile production and sales joint venture in China held a ceremony to commemorate the start of production at its new second automobile plant (in Wuhan, Hubei Province).

The initial annual production capacity of the second plant is 100,000 units; however, plans already exist to expand capacity to 120,000 units next year and to 240,000 units in the future.

For details, please refer to the website of Honda Motor Co., Ltd.

<http://world.honda.com/news/2012/c120710Dongfeng-Honda-Automobile-Plant/index.html>

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**Honda's Indiana Plant to Boost Production Capacity; Add Civic Hybrid**

Honda Manufacturing of Indiana, LLC (HMIN) announced today that it is investing \$40 million to increase annual production capacity by 50,000 units to a total of 250,000 vehicles. The plant will hire approximately 300 new production associates later this year in preparation for the increased production that will start early next year.

Significantly, early next year, HMIN will add production of the Civic Hybrid, Honda's most popular hybrid model in the United States. Indiana was the first Honda plant in North America to build a hybrid vehicle when it started Acura ILX Hybrid production in April.

For details, please refer to the website of Honda Motor Co., Ltd.

<http://www.hondanews.com/channels/corporate-headlines/releases/honda-s-indiana-plant-to-boost-production-capacity-add-civic-hybrid>

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**Honda Begins Construction of Second Automobile Production Line in Malaysia**

On July 19, 2012, Honda Malaysia Sdn. Bhd. (HMSB), a Honda automobile production and sales joint venture in Malaysia, held a groundbreaking ceremony to mark the start of construction of its second automobile production line at the existing auto plant in Malacca, Malaysia.

On the second line, which is scheduled to begin operation before the end of 2013, HMSB is planning to produce mostly small-sized vehicles such as Jazz (known as Fit in Japan), and hybrid vehicles. The annual production capacity of the second line is planned to be 50,000 units, doubling HMSB's overall production capacity from the current 50,000 units with the first line to 100,000 units. The total investment on the second line is expected to be 350 million Malaysian ringgit (approximately 8.68 billion yen\*), and HMSB is planning to hire approximately 700 associates when the second line becomes operational.

\* Calculated with the exchange rate of 1 Malaysian ringgit = 24.8 yen

For details, please refer to the website of Honda Motor Co., Ltd

<http://world.honda.com/news/2012/c120719Automobile-Production-Line-Malaysia/index.html>

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**July 31, 2012**

**HONDA MOTOR CO., LTD. REPORTS**

**CONSOLIDATED FINANCIAL RESULTS**

**FOR THE FISCAL FIRST QUARTER ENDED JUNE 30, 2012**

Tokyo, July 31, 2012 Honda Motor Co., Ltd. today announced its consolidated financial results for the fiscal first quarter ended June 30, 2012.

**First Quarter Results**

Honda's consolidated net income attributable to Honda Motor Co., Ltd. for the fiscal first quarter ended June 30, 2012 totaled JPY 131.7 billion (USD 1,661 million), an increase of 314.3% from the same period last year. Basic net income attributable to Honda Motor Co., Ltd. per common share for the quarter amounted to JPY 73.09 (USD 0.92), an increase of JPY 55.45 (USD 0.70) from JPY 17.64 for the corresponding period last year. One Honda American Depository Share represents one common share.

Consolidated net sales and other operating revenue (herein referred to as revenue) for the quarter amounted to JPY 2,435.9 billion (USD 30,714 million), an increase of 42.1% from the same period last year, due primarily to increased revenue in automobile business operation as the production has recovered from the effects of the Great East Japan Earthquake, and increased revenue in motorcycle business operation, despite unfavorable foreign currency translation effects.

Consolidated operating income for the quarter amounted to JPY 176.0 billion (USD 2,219 million), an increase of 679.5% from the same period last year, due primarily to an increase in sales volume and model mix, despite increased SG&A expenses and R&D expenses, and unfavorable foreign currency effects.

Consolidated income before income taxes and equity in income of affiliates for the quarter totaled JPY 194.7 billion (USD 2,456 million), an increase of 564.8% from the same period last year.

Equity in income of affiliates amounted to JPY 20.7 billion (USD 261 million) for the quarter, a decrease of 27.6% from the corresponding period last year.

**Table of Contents****Business Segment****Motorcycle Business**

For the three months ended June 30, 2011 and 2012

Unit (Thousands)	Honda Group Unit Sales				Consolidated Unit Sales			
	Three months ended		Three months ended		Three months ended		Three months ended	
	June 30, 2011	June 30, 2012	Change	%	June 30, 2011	June 30, 2012	Change	%
<b>Motorcycle business</b>	3,477	3,911	434	12.5	1,949	2,366	417	21.4
Japan	52	59	7	13.5	52	59	7	13.5
North America	46	59	13	28.3	46	59	13	28.3
Europe	62	60	-2	-3.2	62	60	-2	-3.2
Asia	2,878	3,285	407	14.1	1,350	1,740	390	28.9
Other Regions	439	448	9	2.1	439	448	9	2.1

Note: Honda Group Unit Sales is the total unit sales of completed products of Honda, its consolidated subsidiaries and its affiliates accounted for under the equity method. Consolidated Unit Sales is the total unit sales of completed products corresponding to consolidated net sales to external customers, which consists of unit sales of completed products of Honda and its consolidated subsidiaries.

With respect to Honda's sales for the fiscal first quarter by business segment, in motorcycle business operation, revenue from sales to external customers increased 4.9%, to JPY 346.6 billion (USD 4,371 million), from the same period last year, due mainly to increased consolidated unit sales, despite unfavorable foreign currency translation effects. Operating income totaled JPY 36.8 billion (USD 464 million), a decrease of 18.1% from the same period last year, due primarily to increased SG&A expenses and unfavorable foreign currency effects, despite increase in sales volume and model mix.

**Automobile Business**

For the three months ended June 30, 2011 and 2012

Unit (Thousands)	Honda Group Unit Sales				Consolidated Unit Sales			
	Three months ended		Three months ended		Three months ended		Three months ended	
	June 30, 2011	June 30, 2012	Change	%	June 30, 2011	June 30, 2012	Change	%
<b>Automobile business</b>	625	999	374	59.8	458	849	391	85.4
Japan	92	185	93	101.1	91	183	92	101.1
North America	225	450	225	100.0	225	450	225	100.0
Europe	35	39	4	11.4	35	39	4	11.4
Asia	216	262	46	21.3	50	114	64	128.0
Other Regions	57	63	6	10.5	57	63	6	10.5

Note: Honda Group Unit Sales is the total unit sales of completed products of Honda, its consolidated subsidiaries and its affiliates accounted for under the equity method. Consolidated Unit Sales is the total unit sales of completed products corresponding to consolidated net sales to external customers, which consists of unit sales of completed products of Honda and its consolidated subsidiaries. Certain sales of automobiles that are financed with residual value type auto loans by our Japanese finance subsidiaries are accounted for as operating leases in conformity with U.S. generally accepted accounting principles and are not included in consolidated net sales to the external customers in our automobile business. As a result, they are not included in Consolidated Unit Sales, but are included in Honda Group Unit Sales of our automobile business.





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In automobile business operation, revenue from sales to external customers increased 60.6%, to JPY 1,890.5 billion (USD 23,837 million), from the same period last year due mainly to an increase in consolidated unit sales, despite unfavorable foreign currency translation effects. Operating income totaled JPY 100.6 billion (USD 1,269 million), an increase of JPY 176.8 billion (USD 2,230 million) from the same period last year, due primarily to an increase in sales volume and model mix, despite increased SG&A expenses and R&D expenses, and unfavorable foreign currency effects.

Revenue from customers in the financial services business decreased 3.3%, to JPY 131.2 billion (USD 1,655 million) from the same period last year due mainly to the unfavorable foreign currency translation effects. Operating income decreased 23.8% to JPY 40.8 billion (USD 515 million) from the same period last year due mainly to decrease in residual gain of off-lease vehicle sales and increased cost of credit risk.

**Power Product and Other Businesses**

For the three months ended June 30, 2011 and 2012

Unit (Thousands)	Honda Group Unit Sales/ Consolidated Unit Sales			
	Three months		Change	%
	ended June 30, 2011	Three months ended June 30, 2012		
<b>Power product business</b>	1,512	1,625	113	7.5
Japan	120	82	-38	-31.7
North America	577	758	181	31.4
Europe	307	236	-71	-23.1
Asia	399	421	22	5.5
Other Regions	109	128	19	17.4

Note: Honda Group Unit Sales is the total unit sales of completed products of Honda, its consolidated subsidiaries and its affiliates accounted for under the equity method. Consolidated Unit Sales is the total unit sales of completed products corresponding to consolidated net sales to external customers, which consists of unit sales of completed products of Honda and its consolidated subsidiaries. In power product business, there is no discrepancy between Honda Group Unit Sales and Consolidated Unit Sales for the three months ended June 30, 2011 and for the three months ended June 30, 2012, since no affiliate accounted for under the equity method was involved in the sale of Honda power products.

Revenue from sales to external customers in power product and other businesses decreased 5.6%, to JPY 67.4 billion (USD 851 million), from the same period last year, due mainly to decreased revenue in other businesses and the unfavorable foreign currency translation effects, despite increase in consolidated unit sales of power products. Honda reported an operating loss of JPY 2.2 billion (USD 29 million), a decrease of JPY 2.5 billion (USD 32 million), from the same period last year due mainly to increased SG&A expenses and unfavorable foreign currency effects.

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*Geographical Information*

With respect to Honda's sales for the fiscal first quarter by geographic segment, in Japan, revenue from domestic and export sales amounted to JPY 1,006.6 billion (USD 12,693 million), an increase of 61.0% from the same period last year due mainly to increased revenue in the automobile business operation. Operating income totaled JPY 60.9 billion (USD 769 million), an increase of JPY 106.8 billion (USD 1,348 million) from the same period last year due mainly to an increase in sales volume and model mix, despite increased SG&A expenses and R&D expenses.

In North America, revenue increased by 65.5%, to JPY 1,214.7 billion (USD 15,316 million), from the same period last year due mainly to increased revenue in the automobile business operation. Operating income totaled JPY 82.2 billion (USD 1,037 million), an increase of 344.1% from the same period last year due mainly to an increase in sales volume and model mix despite increased SG&A expenses and unfavorable foreign currency effects.

In Europe, revenue decreased by 2.0%, to JPY 147.8 billion (USD 1,865 million), from the same period last year mainly due to unfavorable foreign currency translation effects, despite increased revenue in automobile business operation. Honda reported an operating loss of JPY 7.6 billion (USD 96 million), a JPY 1.5 billion (USD 19 million) deterioration from the same period last year mainly due to increased SG&A expenses and unfavorable foreign currency effects, despite an increase in sales volume and model mix.

In Asia, revenue increased by 37.3%, to JPY 512.8 billion (USD 6,466 million), from the same period last year mainly due to increased revenue in the automobile and motorcycle business operations, despite unfavorable foreign currency translation effects. Operating income increased by 26.5%, to JPY 31.7 billion (USD 400 million), from the same period last year due mainly to an increase in sales volume and model mix, despite increased SG&A expenses and unfavorable foreign currency effects.

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In Other regions including South America, the Middle East, Africa and Oceania, revenue decreased by 4.2%, to JPY 220.3 billion (USD 2,778 billion) from the same period last year mainly due to unfavorable foreign currency translation effects, despite increased revenue in automobile and motorcycle business operations. Operating income totaled JPY 12.2 billion (USD 155 million), a decrease of 22.0% from the same period last year mainly due to increased SG&A expenses and unfavorable foreign currency effects, despite an increase in sales volume and model mix.

United States dollar amounts have been translated from yen solely for the convenience of the reader at the rate of JPY 79.31=U.S.\$1, the mean of the telegraphic transfer selling exchange rate and the telegraphic transfer buying exchange rate prevailing on the Tokyo foreign exchange market on June 30, 2012.

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**Consolidated Statements of Balance Sheets for the Fiscal First Quarter Ended June 30, 2012**

Total assets decreased by JPY 258.2 billion, to JPY 11,522.5 billion from March 31, 2012, mainly due to a decrease in cash and cash equivalents and unfavorable foreign currency translation effects, despite an increase in property on operating leases and inventory. Total liabilities decreased by JPY 307.4 billion, to JPY 6,945.0 billion from March 31, 2012, mainly due to a decrease in trade accounts payable and foreign currency translation effects. Total equity increased by JPY 49.2 billion, to JPY 4,577.5 billion from March 31, 2012 due mainly to an increase from net income, despite unfavorable foreign currency translation results.

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**Consolidated Statements of Cash Flow for the Fiscal First Quarter Ended June 30, 2012**

Consolidated cash and cash equivalents on June 30, 2012 decreased by JPY 113.1 billion from March 31, 2012, to JPY 1,133.9 billion. The reasons for the increases or decreases for each cash flow activity, when compared with the same period of the previous fiscal year, are as follows:

*Cash flow from operating activities*

Net cash provided by operating activities amounted to JPY 176.4 billion of cash inflows for the fiscal first quarter ended June 30, 2012. Cash inflows from operating activities decreased by JPY 25.2 billion compared with same period of the previous fiscal year due mainly to increased payments for parts and raw materials caused by increase in automobile production, despite increase in cash received from customers primarily led by increased unit sales in the automobile business.

*Cash flow from investing activities*

Net cash used in investing activities amounted to JPY 258.7 billion of cash outflows. Cash outflows from investing activities increased by JPY 78.9 billion compared with the same period of the previous fiscal year, due mainly to an increase in capital expenditures and an increase in purchases of operating lease assets, despite a decrease in acquisitions of finance subsidiaries-receivables and an increase in proceeds from sales of operating lease assets.

*Cash flow from financing activities*

Net cash used in financing activities amounted to JPY 19.8 billion of cash outflows. Cash outflows from financing activities decreased by JPY 13.2 billion compared with the previous fiscal year, due mainly to an increase in proceeds from short-term debt and a decrease in dividends paid to noncontrolling interests, despite increase in repayment of long-term debt due mainly to redemption of corporate debt securities.

**Table of Contents****Forecasts for the Fiscal Year Ending March 31, 2013**

Although uncertainties concerning the economic situation, market trends, and fluctuations in foreign currency exchange remain, after taking the fiscal first quarter consolidated financial results into consideration, Honda has not revised its previously announced consolidated financial results forecasts for the fiscal year ending March 31, 2013.

Honda projects consolidated results to be as shown below:

**Fiscal year ending March 31, 2013**

	Yen (billions)	Changes from FY 2012
Net sales and other operating revenue	10,300	+29.6%
Operating income	620	+168.0%
Net income attributable to Honda Motor Co., Ltd.	470	+122.2%

	Yen
Basic net income attributable to Honda Motor Co., Ltd. per common share	260.78

Note: The forecasts are based on the assumption that the average exchange rates for the Japanese yen to the U.S. dollar and the Euro will be JPY 80 and JPY 105, respectively, for the full year ending March 31, 2013.

The reasons for the increases or decreases for forecasts of the operating income, and income before income taxes and equity in income of affiliates for the fiscal year ending March 31, 2013 from the corresponding period last year are as follows.

	Yen (billions)
Revenue, model mix, etc., excluding currency effect	476.8
Cost reduction, the effect of raw material cost fluctuations, etc.	152.0
SG&A expenses, excluding currency effect	-205.0
R&D expenses	-35.2
Currency effect	0.0
Operating income compared with fiscal year 2012	388.6
Fair value of derivative instruments	-8.0
Others	-3.0
Income before income taxes and equity in income of affiliates compared with fiscal year 2012	377.5

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**Dividend per Share of Common Stock**

The Board of Directors of Honda Motor Co., Ltd., at its meeting held on July 31, 2012, resolved to make the quarterly dividend JPY 19 per share of common stock, the record date of which is June 30, 2012. The total expected annual dividend per share of common stock for the fiscal year ending March 31, 2012, is JPY 76 per share.

This announcement contains forward-looking statements as defined in Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such statements are based on management's assumptions and beliefs taking into account information currently available to it. Therefore, please be advised that Honda's actual results could differ materially from those described in these forward-looking statements as a result of numerous factors, including general economic conditions in Honda's principal markets and foreign exchange rates between the Japanese yen and the U.S. dollar, the Euro and other major currencies, as well as other factors detailed from time to time.



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### **Other Information**

#### **1. Accounting policies specifically applied for quarterly consolidated financial statements**

##### **(a) Income taxes**

Honda computes interim income tax expense (benefit) by multiplying reasonably estimated annual effective tax rate, which includes the effects of deferred taxes, by year-to-date income before income taxes and equity in income of affiliates for the fiscal three months ended June 30, 2012. If a reliable estimate cannot be made, Honda utilizes the actual year-to-date effective tax rate.

#### **2. Changes in accounting policy**

##### **(a) Adoption of New Accounting Pronouncements**

In June 2011, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2011-05 Presentation of Comprehensive Income, which amends the FASB Accounting Standards Codification (ASC) 220 Comprehensive Income. This amendment requires reporting entities to report other comprehensive income as components of comprehensive income either in a single continuous statement of comprehensive income or in two separate but consecutive statements and is effective retrospectively.

In December 2011, the FASB issued ASU 2011-12 Deferral of the Effective Date for Amendments to the Presentation of Reclassifications of Items Out of Accumulated Other Comprehensive Income in Accounting Standards Update No. 2011-05, which defers the effective date of pending amendments to current accounting guidance prescribed in ASU 2011-05.

Honda adopted ASU 2011-05 as amended by ASU 2011-12, effective April 1, 2012, and discloses consolidated statements of comprehensive income as two separate but consecutive statements.

##### **(b) Change in depreciation method**

Previously, Honda used principally the declining-balance method for calculating the depreciation of property, plant and equipment. In recent years, because sales of global strategic product models are increasing, Honda has been enhancing its production systems and the versatility of production equipment to have better flexibility to meet changes in global customer demand. Further, Honda has resumed more normalized capital expenditures which Honda had previously held down due to financial crisis beginning in the fiscal year ended March 31, 2009. Effective April 1, 2012, Honda changed to the straight line method of depreciation because management believes it better reflects the future economic benefit from the usage of property, plant and equipment under this more flexible and versatile production arrangement. The effect of the change in depreciation method is recognized prospectively as a change in accounting estimate in accordance with the FASB Accounting Standards Codification 250 Accounting Changes and Error Corrections.

As a result of the change in depreciation method, depreciation expense decreased by approximately JPY 10,139 million for the three months ended June 30, 2012. Net income attributable to Honda Motor Co., Ltd. and Basic net income attributable to Honda Motor Co., Ltd. per common share increased by approximately JPY 6,430 million and JPY 3.57 yen, respectively, for the three months ended June 30, 2012.

**Table of Contents****Consolidated Financial Summary**

For the three months ended June 30, 2011 and 2012

**Financial Highlights**

	Yen (millions)	
	Three months ended Jun. 30, 2011 unaudited	Three months ended Jun. 30, 2012 unaudited
Net sales and other operating revenue	1,714,596	2,435,909
Operating income	22,579	176,013
Income before income taxes and equity in income of affiliates	29,299	194,780
Net income attributable to Honda Motor Co., Ltd.	31,797	131,723
	Yen	
Basic net income attributable to Honda Motor Co., Ltd. per common share	17.64	73.09
	U.S. Dollars (millions)	
	Three months ended Jun. 30, 2012 unaudited	
Net sales and other operating revenue		30,714
Operating income		2,219
Income before income taxes and equity in income of affiliates		2,456
Net income attributable to Honda Motor Co., Ltd.		1,661
	U.S. Dollars	
Basic net income attributable to Honda Motor Co., Ltd. per common share		0.92

**Table of Contents****[1] Consolidated Balance Sheets**

	Yen (millions)	
	Mar. 31,	Jun. 30,
	2012	2012
	audited	unaudited
<b>Assets</b>		
<b>Current assets:</b>		
Cash and cash equivalents	1,247,113	<b>1,133,944</b>
Trade accounts and notes receivable	812,155	<b>806,273</b>
Finance subsidiaries-receivables, net	1,081,721	<b>1,064,673</b>
Inventories	1,035,779	<b>1,062,688</b>
Deferred income taxes	188,755	<b>166,861</b>
Other current assets	373,563	<b>314,635</b>