



**NOTICE OF THE FOURTH EXTRAORDINARY GENERAL MEETING OF THE FINANCIAL YEAR
2025-26 OF TOYOTA FINANCIAL SERVICES INDIA LIMITED**

Dear Members,

SHORTER NOTICE is hereby given that the Fourth Extraordinary General Meeting (EGM) of the Financial Year (FY) 2025-26 of the Members of **Toyota Financial Services India Limited** will be held on Thursday, December 11, 2025, at 10:20 AM (IST), through Video Conferencing (VC) via Microsoft Teams/Other Audio-Visual Means (OAVM), deemed to be held at the Registered Office of the Company situated at 7th Floor, Tower-C, Sattva Global City, Mysuru Road, Kengeri, Bengaluru-560059 (Karnataka, India) to transact the following business:

SPECIAL BUSINESS:

1. To approve the appointment of Mr. Raghu Venkata Harish (DIN:06792543) as an Independent Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory amendment, modification, substitution or re-enactment thereof, as may be in force from time to time), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the extant regulations issued by the Reserve Bank of India, and other applicable rules, regulations and guidelines prescribed by the relevant authorities from time to time, the Articles of Association of the Company and based on the recommendation of the Board of Directors of the Company, Mr. Raghu Venkata Harish (DIN:06792543), who was appointed as an Additional Director (category - Independent) of the Company, with effect from November 14, 2025, and holds office up to the date of the ensuing Annual General Meeting of the Company and who is eligible for being appointed as an Independent Director of the Company and in respect of whom the Company has received a notice under the provisions of Section 160 of the Act, proposing his candidature for the office of the Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for the first term of one year effective from November 14, 2025, to November 13, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee constituted or empowered by the Board of Directors from time to time) be and is hereby authorised to undertake all requisite, incidental, and consequential measures for the implementation of the above resolution, to exercise absolute discretion in performing all acts, deeds, matters, and things necessary thereto, to settle any queries, questions, or doubts that may arise, to execute, sign, or publish all notices, agreements, deeds, papers, and writings required, and to delegate any or all of the powers herein conferred to any Directors and/or Officers of the Company, for the purpose of giving full effect to this resolution.”

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2. To approve the appointment of Mr. Hiroyasu Ito (DIN: 11331404) as Director, designated as Whole-Time Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 152, 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 (the Act), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory amendment, modification, substitution or re-enactment thereof, as may be in force from time to time), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the extant regulations issued by the Reserve Bank of India (RBI), and other applicable rules, regulations and guidelines prescribed by the relevant authorities from time to time, the Articles of Association of the Company, based on the recommendation of the Board of Directors of the Company, subject to the approval of RBI and/or Central Government, the approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Hiroyasu Ito (DIN: 11331404) as a Director, designated as Whole-Time Director (WTD) of the Company for a fixed term effective from January 01, 2026 (or from the date of approval of RBI, whichever is later) up to June 30, 2027, who shall be liable to retire by rotation, at such remuneration comprising components such as basic pay, house rent allowance, statutory contributions including provident fund, perquisites and other allowances as per the Company policy, up to an aggregate amount of INR 32,500,000 (Rupees Thirty-Two Million and Five Hundred Thousand only) per annum for the period of his tenure.

RESOLVED FURTHER THAT Mr. Hiroyasu Ito, WTD shall be entitled to reimbursement of all actual expenses incurred in the course of discharging his official duties, including but not limited to entertainment, travelling, boarding, lodging, and any other expenses reasonably incurred in connection with the business requirements of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company, or any Committee thereof duly authorized in this regard, be and is hereby authorised to alter, amend, ratify, and vary the terms and conditions of the remuneration structure, as may be deemed fit, provided such changes remain within the overall approved remuneration.

RESOLVED FURTHER THAT the remuneration payable to Mr. Hiroyasu Ito, WTD shall be subject to the following conditions:

- a. The total remuneration payable in any financial year by way of salary, HRA, perquisites, commission and other allowances shall not exceed the overall limit of five percent (5%) of the net profits of the Company as applicable to each of the Managing Director(MD)/WTDs of the Company and/or ten percent (10%) of the net profits of the Company for all MD /WTDs in pursuant to the provisions of Sections 196, 197, 198 read with Schedule V and other applicable provisions of the Act and the rules made thereunder (including any statutory amendment, modification, substitution or re-enactment thereof, as may be in force from time to time); or
- b. In case of no profits or inadequate profits, if the remuneration exceeds the limits as prescribed in the provisions of Sections 197, 198 of the Act, the remuneration payable shall be as per the provisions of Section II of Part II of Schedule V to the Act.

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RESOLVED FURTHER THAT notwithstanding anything contained in Sections 196, 197, 198 read with Schedule V and other applicable provisions of the Act (including any statutory amendment, modification, substitution or re-enactment thereof, as may be in force from time to time), no profits or inadequate profits in any financial year, the remuneration payable to Mr. Hiroyasu Ito, WTD shall be any amount up to the remuneration limit approved hereinabove.

RESOLVED FURTHER THAT the Board of Directors of the Company, or any Committee thereof duly authorized in this regard, be and is hereby authorised, to make an application to the Central Government under the provisions of the Act and the rules made thereunder, to seek approval for the appointment of Mr. Hiroyasu Ito, a Non-Resident as WTD of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee constituted or empowered by the Board of Directors from time to time) be and is hereby authorised to undertake all requisite, incidental, and consequential measures for the implementation of the above resolution, to exercise absolute discretion in performing all acts, deeds, matters, and things necessary thereto, to settle any queries, questions, or doubts that may arise, to execute, sign, or publish all notices, agreements, deeds, papers, and writings required, and to delegate any or all of the powers herein conferred to any Directors and/or Officers of the Company, for the purpose of giving full effect to this resolution.”

3. To approve the Increase in the Authorized Share Capital of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 61 and other applicable provisions of the Companies Act, 2013 (the Act) and the rules made thereunder (including any statutory amendment, modification, substitution or re-enactment thereof, as may be in force from time to time), the extant regulations issued by the Securities and Exchange Board of India and/or the Reserve Bank of India, and other applicable rules, regulations and guidelines prescribed by the relevant authorities from time to time and the Articles of Association of the Company, the approval of the Members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from existing INR 24,109,419,000 (Rupees Twenty-Four Billion One Hundred Nine Million Four Hundred Nineteen Thousand Only) divided into 2,410,941,900 Equity Shares of INR 10 (Rupees Ten) each to INR 29,509,419,000 (Rupees Twenty-Nine Billion Five Hundred Nine Million Four Hundred Nineteen Thousand Only) divided into 2,950,941,900 Equity Shares of INR 10 (Rupees Ten) each, by creation of 540,000,000 additional Equity Shares of INR 10 (Rupee Ten) each ranking pari passu in all respect with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee constituted or empowered by the Board of Directors from time to time) be and is hereby authorised to undertake all requisite, incidental, and consequential measures for the implementation of the above resolution, to exercise absolute discretion in performing all acts, deeds, matters, and things necessary thereto, to settle any queries, questions, or doubts that may arise, to execute, sign, or publish all notices, agreements, deeds, papers, and writings required, and to delegate any or all of the powers herein conferred to any Directors and/or Officers of the Company, for the purpose of giving full effect to this resolution.”

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4. To approve the Alteration of the Capital Clause in the Memorandum of Association of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 13, 61, 64 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory amendment, modification, substitution or re-enactment thereof, as may be in force from time to time), the existing Clause V of the Memorandum of Association of the Company be and is hereby amended and substituted with the following:

"V. The Authorized Share Capital of the Company is INR 29,509,419,000 (Rupees Twenty-Nine Billion Five Hundred Nine Million Four Hundred Nineteen Thousand Only) divided into 2,950,941,900 Equity Shares of INR 10 (Rupees Ten) each."

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall include any Committee constituted or empowered by the Board of Directors from time to time) be and is hereby authorised to undertake all requisite, incidental, and consequential measures for the implementation of the above resolution, to exercise absolute discretion in performing all acts, deeds, matters, and things necessary thereto, to settle any queries, questions, or doubts that may arise, to execute, sign, or publish all notices, agreements, deeds, papers, and writings required, and to delegate any or all of the powers herein conferred to any Directors and/or Officers of the Company, for the purpose of giving full effect to this resolution."



Date: December 11, 2025
Place: Bengaluru

**By order of the Board of Directors
For and on behalf of Toyota Financial
Services India Limited**

**Rajat Ilkal
Company Secretary & Compliance Officer
ICSI Membership Number: A69311**

NOTES:

1. A Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), relating to the Special Business to be transacted at EGM is annexed hereto.
2. In compliance with the provisions of the Act and the Ministry of Corporate Affairs (MCA) Circulars, EGM of the Company is being held through VC/OAVM on Thursday, December 11, 2025, at 10:20 AM (IST). The procedure for joining EGM through VC/OAVM is mentioned in this Notice.
3. The deemed venue for EGM will be the Registered Office of the Company.
4. Since EGM will be conducted through VC/OAVM, the facility for appointment of Proxy by the Members is not available for this EGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
5. Corporate Members intending to have their authorized representatives to attend and vote at EGM are requested to send a scanned copy of letter authorizing their representative to attend and vote on their behalf at EGM, to the Company at the following email ID: cs@tfsin.co.in.
6. In line with MCA Circulars, the Notice calling EGM along with the Statement under Section 102 of the Act, is being sent through electronic mode to those Members whose email addresses are registered with the Company. The Members may note that the Notice and Statement under Section 102 of the Act will also be available on the website of the Company at www.toyotafinance.co.in.
7. The Statutory Registers maintained under the Act and all documents referred to in the accompanying Notice and the Statement shall be open for inspection at the Registered Office of the Company during normal business hours from 10:00 AM to 4:00 PM (IST) on all working days, up to and including the date of EGM and will also be available for inspection at EGM.

Instructions for Members for attending EGM through VC are as under:

1. The Members will be provided with a facility to attend EGM through two-way VC through Microsoft Teams, and they may access the same through the link shared by the Company as part of this EGM Notice. The attendance of the Members attending EGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Act. The Notice convening EGM will be uploaded on the website of the Company at www.toyotafinance.co.in.
2. The Members may join EGM through Laptops, Smartphones, Tablets and iPads. Further, Members will be required to use the Internet with a good speed to avoid any disturbance during EGM.

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3. The Members are encouraged to submit their questions in advance with respect to the business to be transacted at EGM. These queries may be submitted from their registered e-mail address, mentioning their name to reach the Company's e-mail address at cs@tfsin.co.in before 10:20 AM (IST) on Thursday, December 11, 2025. The designated email ID for casting vote, if demanded for poll at EGM will be cs@tfsin.co.in.
4. The Members who would like to express their views or ask questions during EGM may pre-register themselves as a speaker by sending their request from their registered e-mail address mentioning their name at cs@tfsin.co.in before 10:20 AM (IST) on Thursday, December 11, 2025.
5. The Members may join EGM through VC facility through Microsoft Teams link to be shared separately, by following the instructions provided here. Such facility shall be kept open for the Members 15 minutes before the scheduled time of the commencement of EGM and would be kept open 15 minutes after EGM also.
6. The Members who need assistance before or during EGM, can contact IT Service Desk of the Company on +1-800-258-9099/itservicedesk@tfsin.co.in or Mr. Rajat Ilkal on +91-080 4344 2800/cs@tfsin.co.in.



**By order of the Board of Directors
For and on behalf of Toyota Financial
Services India Limited**



**Rajat Ilkal
Company Secretary & Compliance Officer
ICSI Membership Number: A69311**

Date: December 11, 2025
Place: Bengaluru

Annexure to the Notice**Explanatory Statement pursuant to section 102 of the Companies Act, 2013****Item no. 1:**

The Board of Directors, based on the recommendations of the Nomination and Remuneration Committee, at their Meeting held on November 13, 2025, appointed Mr. Raghu Venkata Harish (DIN:06792543) as an Additional Director (category - Independent) of the Company effective November 14, 2025, to hold the office till the conclusion of the ensuing Annual General Meeting of the Company.

Pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (the Act), and the rules made thereunder, the Securities and Exchange Board of India (SEBI) Regulations, the Reserve Bank of India (RBI) Regulations, and other applicable laws, the Nomination and Remuneration Committee and the Board of Directors, at their respective Meetings held on December 11, 2025, have recommended the appointment of Mr. Raghu Venkata Harish as an Independent Director of the Company for the first term of one year, effective from November 14, 2025, to November 13, 2026, subject to the approval of the Members of the Company.

The Company has received a notice in writing under Section 160 of the Act from a Member proposing the candidature of Mr. Raghu Venkata Harish for appointment as a Director of the Company.

The Company has also received a declaration from Mr. Raghu Venkata Harish confirming that he meets the criteria of independence as prescribed under the Act, SEBI Regulations, and other applicable laws.

Pursuant to the provisions of Sections 152 and 164 of the Act, the Company has obtained his consent to act as a Director and a declaration confirming that he is not disqualified from being appointed as such.

In the opinion of the Board of Directors, Mr. Raghu Venkata Harish fulfils the conditions specified under the Act, and the rules made thereunder, SEBI Regulations, RBI Regulations and other applicable laws, for appointment as an Independent Director of the Company and is independent of the Management. There is no adverse information against the proposed Director available in the public domain. A brief profile of Mr. Raghu Venkata Harish is given below:

Mr. Raghu Venkata Harish has over 30 years of experience in rural banking and financial services, working with banks, NBFCs, and business correspondent models. He founded SaGgraha Management Services and scaled it to serve 1.2 Million customers with INR 7,000 Crore disbursed loans. He has held senior roles at Fincare Small Finance Bank, Spandana, Fullerton India, and ICICI Bank. He has served on boards and advisory committees, contributing to policy and governance in financial inclusion. He is recognized with awards like 'Rural Champion of India – 2019' and holds degrees in Agriculture, Management, and an Executive Program from IIM Bengaluru.

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The Board of Directors is of the opinion that it would be in the best interest of the Company to appoint Mr. Raghu Venkata Harish as an Independent Director of the Company for the first term of one year with effective November 14, 2025.

Mr. Raghu Venkata Harish will not be entitled to receive any remuneration apart from sitting fees as approved by the Board of Directors of the Company and reimbursement of expenses incurred for attending Board and Committee meetings.

The draft letter of appointment of Mr. Raghu Venkata Harish setting out the terms and conditions of his appointment is available for inspection by the Members of the Company in electronic mode.

Pursuant to the Secretarial Standards on General Meetings, additional information in respect of Mr. Raghu Venkata Harish, is provided in Annexure A to this Notice.

Except Mr. Raghu Venkata Harish, none of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financial or otherwise, in the resolution set out in Item No. 1 of this Notice.

The Board of Directors recommend the resolution set out in Item No. 1 of this Notice for approval by the Members of the Company as a Special Resolution.

Item no. 2:

Pursuant to the provisions of Sections 152, 196, 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 (the Act) and the rules made thereunder, the Securities and Exchange Board of India (SEBI) Regulations, the Reserve Bank of India (RBI) Regulations, and other applicable laws, the Nomination and Remuneration Committee and the Board of Directors, at their respective Meetings held on December 11, 2025, have recommended the appointment of Mr. Hiroyasu Ito (DIN: 11331404) as a Director, designated as Whole-Time Director (WTD) of the Company, who shall be liable to retire by rotation, for a fixed term effective from January 01, 2026 (or from the date of approval of RBI, whichever is later) up to June 30, 2027, subject to the approval of the Members of the Company, RBI and Central Government.

Pursuant to the provisions of the Section 196, 197 and Schedule V of the Act, the terms and conditions of such appointment and remuneration payable shall have to be approved by the Board of Directors at a meeting, which shall be subject to approval by the Members of the Company at the next general meeting of the Company.

The Company has received a notice in writing under Section 160 of the Act from a Member proposing the candidature of Mr. Hiroyasu Ito for appointment as a Director of the Company.

Pursuant to the provisions of Sections 152 and 164 of the Act, the Company has obtained his consent to act as a Director and a declaration confirming that he is not disqualified from being appointed as such.

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Mr. Hiroyasu Ito possesses the relevant expertise and experience. The Company would greatly benefit from the rich and varied experience of Mr. Hiroyasu Ito. There is no adverse information against the proposed Director available in the public domain. A brief profile of Mr. Hiroyasu Ito is given below:

Mr. Hiroyasu Ito holds a bachelor's degree in economics from Nagoya University and an MBA from the University of Illinois. He is currently Executive Vice President and Director at Toyota Finance Australia Limited and serves as Alternate Director for Toyota Finance New Zealand Limited. Mr. Hiroyasu Ito brings over 30 years of global experience in banking and financial services. His career includes senior leadership roles in treasury, risk management, internal audit, and corporate governance across Japan, the United States, Europe, and Australia. Prior to joining Toyota Financial Services in 2002, he held various managerial positions at The Tokai Bank Limited, specializing in risk advisory and international finance.

Mr. Hiroyasu Ito will be entitled to a remuneration comprising components such as basic pay, house rent allowance, statutory contributions including provident fund, perquisites and other allowances as per the Company policy, up to a maximum aggregate amount of INR 32,500,000 (Rupees Thirty-Two Million and Five Hundred Thousand only) per annum for the duration of his tenure.

Additional information in respect of Mr. Hiroyasu Ito, pursuant to the Secretarial Standards on General Meetings, is provided in Annexure A to this Notice. A Statement under Section II of Part II of Schedule V to the Act is provided in Annexure B to this Notice.

Except Mr. Hiroyasu Ito, none of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financial or otherwise, in the resolution set out in Item No. 2 of this Notice.

The Board of Directors recommend the resolution set out in Item No. 2 of this Notice for approval by the Members of the Company as a Special Resolution.

Item no. 3 & 4:

The existing Authorized Share Capital of the Company is INR 24,109,419,000 (Rupees Twenty-Four Billion One Hundred Nine Million Four Hundred Nineteen Thousand Only), divided into 2,410,941,900 Equity Shares of INR 10 (Rupees Ten) each.

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Guided by the Mid-Term Business Plan and focused on sustaining long-term growth, the Board of Directors, at their Meeting held on December 11, 2025, approved and recommended an increase in the Authorized Share Capital of the Company from INR 24,109,419,000 (Rupees Twenty-Four Billion One Hundred Nine Million Four Hundred Nineteen Thousand Only), divided into 2,410,941,900 Equity Shares of INR 10 (Rupees Ten) each, to INR 29,509,419,000 (Rupees Twenty-Nine Billion Five Hundred Nine Million Four Hundred Nineteen Thousand Only), divided into 2,950,941,900 Equity Shares of INR 10 (Rupees Ten) each and consequent alteration in the Capital Clause of the Memorandum of Association of the Company.

The proposed increase in the authorised share capital of the Company will create an additional 540,000,000 Equity Shares of INR 10 (Rupees Ten) each, ranking pari passu in all respects with the existing Equity Shares of the Company.

The increase is intended to facilitate a capital infusion from Toyota Financial Services Corporation, Japan (the Holding Company), thereby enabling the Company to sustain and accelerate its current growth rate, maintain optimal capital adequacy, and support future expansion initiatives.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, financial or otherwise, in the resolution set out in Item No. 3 & 4 of this Notice.

The Board of Directors recommend the resolution set out in Item No. 3 & 4 of this Notice for approval by the Members of the Company as Ordinary Resolutions.



Date: December 11, 2025
Place: Bengaluru

**By order of the Board of Directors
For and on behalf of Toyota Financial
Services India Limited**

**Rajat Ilkal
Company Secretary & Compliance Officer
ICSI Membership Number: A69311**

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Details of Mr. Raghu Venkata Harish and Mr. Hiroyasu Ito, Directors seeking appointment at EGM to be held on December 11, 2025:

Name of the Director	Mr. Raghu Venkata Harish	Mr. Hiroyasu Ito
DIN	06792543	11331404
Date of Birth	August 30, 1973	June 25, 1967
Age	52 years 02 months	58 years 04 months
Date of First appointment on the Board	November 14, 2025	NA
Relationship with Directors and Key Managerial Personnel	Nil	Nil
Expertise in specific functional area	Mr. Raghu Venkata Harish holds bachelor's degree in (B.Sc.) Agriculture and PGDBM & EGMP from IIM from Bangalore. He has over 30 years of experience in rural banking and financial services, working with banks, NBFCs, and business correspondent models. He founded SaGgraha Management Services and scaled it to serve 1.2 Million customers with INR 7,000 Crore disbursed loans. He has held senior roles at Fincare Small Finance Bank, Spandana, Fullerton India, and ICICI Bank. He has served on boards and advisory committees, contributing to policy and governance in financial inclusion. He is recognized with awards like 'Rural Champion of India - 2019'.	Mr. Hiroyasu Ito holds a bachelor's degree in economics from Nagoya University and an MBA from the University of Illinois. He is currently Executive Vice President and Director at Toyota Finance Australia Limited and serves as Alternate Director for Toyota Finance New Zealand Limited. Mr. Hiroyasu Ito brings over 30 years of global experience in banking and financial services. His career includes senior leadership roles in treasury, risk management, internal audit, and corporate governance across Japan, the United States, Europe, and Australia. Prior to joining Toyota Financial Services in 2002, he held various managerial positions at The Tokai Bank Limited, specializing in risk advisory and international finance.
Qualification(s)	Bachelor's degree in (B.Sc.) Agriculture, PGDBM & EGMP from IIM, Bangalore.	Bachelor's degree in economics from Nagoya University and MBA from the University of Illinois.
Number of Meetings of the Board attended during the year	Attended 1 out of 1 Board Meeting held during his tenure.	Not Applicable.
Board Membership of other Companies	Two Companies as below: 1. Keertana Finserv Limited. 2. Keertana Financial Limited.	Nil.
Chairmanships / Memberships of the Committees of other public limited companies	<ul style="list-style-type: none"> • Chairpersonship: 2 Committees. • Membership: 2 Committees. 	Nil.
Number of Equity Shares held in the Company	Nil.	Nil.

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Statement under the Section II of Part II of Schedule V to the Act:

I. General Information:

Sl. No.	Particulars	Details	
a.	Nature of Industry.	Non-Banking Financial Company - Auto finance.	
b.	Date or expected date of commencement of commercial production.	June 05, 2012.	
c.	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	NA.	
d.	Financial performance based on given indicators.	2023-24 (INR Million)	2024-25 (INR Million)
	Net worth	26,256.93	33,320.05
	Profit/ (Loss) after tax	546.87	75.81
e.	Export performance and net foreign exchange collaboration.	Export performance: NA. Foreign Exchange Earnings: Nil. Foreign Exchange Outgo: 288.35 Million.	
f.	Foreign investments or collaborations, if any.	Toyota Financial Services Corporation, Japan, holds 100% of the Equity Share capital of the Company. Accordingly, the Company is a wholly owned subsidiary of Toyota Financial Services Corporation, Japan.	

II. Information about the Appointee:

Sl. No.	Particulars	Details of Mr. Hiroyasu Ito
a.	Background Details.	He holds a bachelor's degree in economics from Nagoya University and an MBA from the University of Illinois.
b.	Past Remunerations.	Not applicable; appointed for the first term.
c.	Recognition/Awards.	NA.
d.	Job Profile and Suitability.	He has about 30+ years of experience in banking and financial services industry.
e.	Remuneration proposed.	INR 32,500,000 (Rupees Thirty-Two Million and Five Hundred Thousand only) per annum.
f.	Comparative remuneration profile with respect to industry, size of the company, profile of position and person	The remuneration proposed is aligned with his experience, qualifications, and the responsibilities assigned to him by the Board of Directors and is consistent with prevailing industry standards.
g.	Pecuniary relationship with the company or relationship with the managerial personnel, if any	Except for receiving remuneration as a WTD, he has no pecuniary relationship with the Company. He is also not related to any other Managerial Personnel of the Company.

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III. Other Information:

Sl. No.	Particulars	Details
a.	Reasons for loss or inadequate profits.	The Company's profitability in certain past periods was constrained due to competitive pressures from banks, elevated risk costs arising from higher delinquency levels, and external disruptions including sanctions and geopolitical developments that adversely impacted the automobile sector. These factors contributed to inadequate profits in those years. However, the Company has reported profits for FY 2024-25 and anticipates continued profitability in the current year.
b.	Steps taken or proposed to be taken for improvement.	The Company is expanding its asset size by increasing business volumes, driving lean operations through cost and expense reduction, collaborating with the OEM for new products and initiatives, automating processes with greater use of information technology, and undertaking HR transformation to support sustainable growth and reinforce long-term business sustainability.
c.	Expected increase in productivity and profits in measurable terms	The Company's productivity is expected to improve through better processes such as disbursements and operations, greater automation with enhanced use of information technology, and stronger collection efficiency. However, it is difficult at this stage to quantify the benefits of the measures taken/to be taken by the company to improve the overall performance.

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