

September 26, 2023

To,  
**The Manager,**  
**National Stock Exchange of India Limited ('NSE'),**  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400 051

Dear Sir/Madam,

**Sub: Proceedings of the Annual General Meeting under Regulation 51 read with Part B of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In terms of Regulation 51 read with Clause 23 of Para A of Part B of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the proceedings of the Twelfth (12<sup>th</sup>) Annual General Meeting of the Company held on Tuesday, September 26, 2023.

You are requested to kindly take the above on record.

Thanking you,

Yours Sincerely,

For **Toyota Financial Services India Limited**

**R Nithya Prabhu**  
**Company Secretary & Compliance Officer**  
**ICSI Membership No.: F9087**

Enclosed: As above

**TOYOTA FINANCIAL SERVICES INDIA LIMITED**

Registered Office: No. 21, Centropolis, First Floor, 5<sup>th</sup> Cross, Langford Road, Shanti Nagar, Bangalore – 560 025  
P: +91 80 4344 2800 | F: +91 80 4344 2930 | [cs@tfsin.co.in](mailto:cs@tfsin.co.in) | [www.toyotafinance.co.in](http://www.toyotafinance.co.in) | CIN: U74900KA2011FLC058752

**PROCEEDINGS OF THE TWELFTH (12<sup>TH</sup>) ANNUAL GENERAL MEETING OF THE MEMBERS OF TOYOTA FINANCIAL SERVICES INDIA LIMITED HELD ON TUESDAY, SEPTEMBER 26, 2023, AT 12.00 NOON (IST), THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO-VISUAL MEANS (OAVM) VIA MICROSOFT TEAMS, DEEMED TO BE HELD AT THE REGISTERED OFFICE OF THE COMPANY.**

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The following Directors were present through VC / OAVM facility:

Ms. Sunita Rajiv Handa:	Independent Director & Chairman of the Board
Mr. Narayanaswamy Raja:	Managing Director & Chief Executive Officer (MD & CEO)
Mr. Kazuo Noda:	Whole-Time Director
Mr. Tetsuo Higuchi:	Non-Executive Non-Independent Director
Mr. V Prakash:	Independent Director & Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee

**Invitees**

Mr. Akshay Lunkad	M/s. MSKA & Associates, Statutory Auditors
Ms. Devika Sathyanarayana:	M/s. V Sreedharan and Associates, Secretarial Auditors

**In attendance**

Mr. Anupam Vasdani:	Chief Financial Officer
Mr. R Nithya Prabhu:	Company Secretary

Members Present: 7

The Twelfth (12<sup>th</sup>) Annual General Meeting (AGM) of the Company commenced with the introductory address by Ms. Sunita Rajiv Handa, Chairman of the Board of Directors of the Company and she informed that the Meeting was held through two-way VC / OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India.

Thereafter, Mr. R Nithya Prabhu, Company Secretary provided general instructions to the Members regarding participation in the Meeting.

The required Statutory Registers as prescribed under the Companies Act, 2013, were kept open for inspection.

The Chairman of the Board, Mr. Sunita Rajiv Handa occupied the Chair and extended warm welcome to the Members, Directors and other invitees to the 12<sup>th</sup> AGM of the Company. She introduced the Board of Directors to the Members. Further it was noted that the requisite quorum was present, and the Meeting was called to order.

She further informed the Members that the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee was also present.

With the consent of the Members present, the Notice convening the AGM and the Annual Report for the financial year ended March 31, 2023, were taken as read. The Chairman further informed the Members that there were no qualifications, observations or adverse remarks in the reports of the Statutory Auditor and Secretarial Auditor.

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Thereafter, the following item of business, as per the Notice dated August 28, 2023, was transacted at the Meeting:

S No.	Particulars	Type of Resolution
<b>Ordinary Business</b>		
1	Adoption of Audited Financial Statements of the Company as on March 31, 2023	Ordinary Resolution
2	Re-Appointment of Mr. Narayanaswamy Raja, who retires by rotation	Ordinary Resolution
3	Approval for continuation of M/s. MSKA & Associates, Chartered Accountants (ICAI Firm Registration No. 105047W) as Statutory Auditors of the Company	Ordinary Resolution
<b>Special Business</b>		
4	Appointment of Mr. Tetsuo Higuchi (DIN: 10265141) as a Non-Executive Director	Ordinary Resolution
5	Re-appointment of Mr. V Prakash (DIN: 00102091) as an Independent Director	Special Resolution
6	Approval for change in Borrowing Limits	Special Resolution
7	Approval for issue of Non-Convertible Debentures	Special Resolution
8	Approval for Alteration of Articles of Association	Special Resolution
9	Approval for Material Related Party Transaction	Ordinary Resolution

All above resolutions were approved unanimously by all the Members.

The Chairman thanked the Members for their continued support and for attending and participating in the Meeting. She also thanked the Directors for joining the Meeting virtually.

The AGM commenced at 12.00 Noon. and concluded at 12.16 PM. This Summary of the proceedings is issued pending the approval of the Minutes by the Chairman.

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