



June 3, 2025

Company name: Toyota Tsusho Corporation

Representative: Hideyuki Iwamoto, Representative Director, Executive Vice President

(Securities Code: 8015, Prime Market of TSE & Premier Market of NSE)

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To whom it may concern:

Notice Concerning Tender Offer Application and Expected Recording of Extraordinary Income in Toyota Tsusho's Non-Consolidated Financial Statements

Toyota Tsusho Corporation (“Toyota Tsusho”) hereby announces that its board of directors passed a resolution today to tender all of the common shares of Toyota Industries Corporation (Securities Code: 6201; “Toyota Industries”) held by Toyota Tsusho in the tender offer (the “Tender Offer”) for Toyota Industries’ share certificates, etc. described in the “Notice Concerning Expression of Opinion in Support of Planned Commencement of Tender Offer for Company Shares by Toyota Fudosan Co., Ltd. and Neutral Opinion to Tender Share Therein” released by Toyota Industries today (the “Toyota Industries Press Release”) in the event that the Tender Offer is carried out by written (including electronic or magnetic records; hereinafter the same) resolution in lieu of a resolution at a board of directors meeting pursuant to Article 370 of the Companies Act (Act No. 86 of 2005; as amended) and the provisions of Toyota Tsusho’s Articles of Incorporation. If Toyota Tsusho tenders all of the common shares of Toyota Industries held by Toyota Tsusho in response to the Tender Offer and sells them during the fiscal year ending March 31, 2026, it expects to record an extraordinary gain on sale of investment securities in its non-consolidated financial statements for the fiscal year ending March 31, 2026, as detailed below.

Details

1. Reason for Tendering in the Tender Offer

Toyota Tsusho has held common shares of Toyota Industries as a cross-shareholding with the aim of building, maintaining, and strengthening the good business and collaborative relationship with Toyota Industries, which is an important partner in the automotive-related business, but given that Toyota Tsusho is currently reducing its cross-shareholdings and as a result of comprehensively examining the contents of the Tender Offer, it has decided to tender its shares in the Tender Offer.

Even after tendering in the Tender Offer, Toyota Tsusho will continue to maintain and strengthen its business relationship with Toyota Industries.

2. Number of shares to Be Tendered in the Tender Offer

Number of shares held before tender	15,294,053 shares
Number of shares to be tendered	15,294,053 shares
Number of shares held after tender	0 shares

3. Planned Purchase Price for the Tender Offer

16,300 yen per common share (total planned amount from sale: 249.2 billion yen)

4. Schedule of the Tender Offer

According to the Toyota Industries Press Release, Toyota Fudosan Co., Ltd. (“Toyota Fudosan”) aims to commence the Tender Offer on or around early December, 2025 by the stock company which is planned to be held all of the issued shares thereof by the other stock company to be established by Toyota Fudosan from now, but because it is difficult to accurately estimate the amount of time required for the procedures involving domestic and foreign competition authorities and EU regulations regarding foreign subsidies, authorities having jurisdiction over investment control laws and regulations and financial control laws and regulations, necessary for the implementation of the Tender Offer, the detailed schedule for the Tender Offer will be promptly announced as soon as it is decided. Furthermore, if there is any change to the expected timing of the commencement of the Tender Offer, it will be also announced promptly.

5. Future Outlook

If the Tender Offer is completed at the planned purchase price and Toyota Tsusho sells all the common shares of Toyota Industries held by Toyota Tsusho during the fiscal year ending March 31, 2026, it expects to record an extraordinary gain on sale of investment securities of 212.8 billion yen in its non-consolidated financial statements for the fiscal year ending March 31, 2026.

As Toyota Tsusho has adopted International Financial Reporting Standards (IFRS) for its consolidated financial statements, the gain/loss on sales associated with the sale of all common shares of Toyota Industries held by Toyota Tsusho will be recorded as other comprehensive income, and therefore there will be no impact on its consolidated financial results.

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