

**Pre-disclosure
regarding Short-form Absorption-type Company Split**

**(Pursuant to the Article 782 Paragraph 1 of the Companies
Act of Japan, and The Ordinance for Enforcement
Article 183 thereof)**

**December 27, 2023
Toyota Tsusho Corporation**

December 27, 2023

Pre-disclosure regarding Short-form Absorption-type Company Split

4-9-8 Meieki Nakamura-ku Nagoya-shi
Aichi Prefecture, 450-8575, Japan
Toyota Tsusho Corporation
Representative: Ichiro Kashitani, President & CEO

Toyota Tsusho Corporation (“Toyota Tsusho”) and Toyota Steel Center Co., Ltd (“TSC”) signed a contract on December 13, 2023, agreeing that Toyota Tsusho through the short-form absorption-type company split shall transfer some rights and obligations with respect to its domestic steel business for automobiles to TSC as the transferee, the effectuation of which is set to fall on April 01, 2024 (“Short-form Absorption-type Company Split”).

Pursuant to both the Article 782 Paragraph 1 of the Companies Act of Japan and the Ordinance for Enforcement Article 183 thereof, Toyota Tsusho pre-discloses the followings.

1. Short-form Absorption-type Company Split between ;
 - (1) Transferer
Name : Toyota Tsusho Corporation
Address : 4-9-8 Meieki Nakamura-ku Nagoya-shi, Aichi Prefecture, Japan
 - (2) Transferee
Name : Toyota Steel Center Co., Ltd
Address : 33-4 Shimpo-machi Tokai-shi Aichi Prefecture, Japan
2. Details of the Short-form Absorption-type Company Split
Please refer to the Attachment 1 herewith.
3. Payment for this transaction of the Short-form Absorption-type Company-Split
Upon this Short-form Absorption-type Company Split, Toyota Tsusho shall not require TSC to make any payment for what TSC obtains. Toyota Tsusho has all issued stocks of TSC, and is of the belief that no payment shall be involved in this transaction.
4. Details on the Transferee
 - (1) Financial statement as of the latest fiscal year of TSC:
Please refer to the Attachment 2 herewith.
 - (2) Financial statement based on the last business day as a temporary closing day:
Irrelevant
 - (3) Important financial procedures on the last day of the fiscal year, important obligations and liabilities thereto and other matters that may affect significant impacts on the transferee :
Irrelevant
5. Details on the Transferer
 - (1) Important financial procedures on the last day of the fiscal year, important obligations and liabilities thereto and other matters that may affect significant impacts on the transferer :
Irrelevant

6. Prospect on the implementation for Obligations

(1) Toyota Tsusho

Amounts of assets and liabilities on the balance sheet thereof are 2,899,877 million Japanese yen and 1,978,866 million Japanese yen respectively at its last day of the fiscal year ended on March 31, 2023, and the figure of the assets outnumbered that of the liabilities. There are neither assets nor liabilities to be transferred from Toyota Tsusho to TSC upon the effectuation date of the Short-form Absorption-type Company Split, which indicates that upon the said date and thereafter, the assets of Toyota Tsusho are most likely to outnumber the liabilities incurred. Further, there have not been found any impediments or possibilities that may affect the implementation for the obligations thereto. Even after the effectuation date, therefore, the implementation for the obligation is most likely.

(2) TSC

Amounts of assets and liabilities on the balance sheet thereof are 28,198 million Japanese yen and 18,681 million Japanese yen respectively at its last day of the fiscal year ended on March 31, 2023, and the figure of the assets outnumbered that of the liabilities. There are neither assets nor liabilities to be transferred from Toyota Tsusho to TSC upon the effectuation date of the Short-form Absorption-type Company Split, which indicates that upon the said date and thereafter, the assets of TSC are most likely to outnumber the liabilities incurred. Further, there have not been found any impediments or possibilities that may affect the implementation for the obligations thereto. Even after the effectuation date, therefore, the implementation for the obligation is most likely.

Attachment 1

A copy of Contract Short-form Absorption-type Company Split (Japanese only)

Attachment 2

Copies of financial statement and audit report for TSC at the last day of its fiscal year (Japanese only)

Note : This document has been translated from the Japanese original for reference purpose only. In the event of any discrepancy between this translated document and the Japanese original, the Japanese original shall prevail.

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