SHORTER NOTICE

SHORTER NOTICE is hereby given that the 16th Annual General Meeting of the shareholders of Toyota Material Handling India Private Limited ('Company') shall be held on Friday, 12th day of June, 2026 at 02:30 P.M. (IST) through video conferencing or other audio visual means at the registered office of the Company situated at 43 Mile Stone, NH-8, Delhi-Jaipur Highway, Gurgaon-122004, Haryana, India, to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended on March 31, 2026 comprising the Balance Sheet as at March 31, 2026, the statement of Profit and Loss account, the Cash Flow Statement for the year then ended, a summary of the significant accounting policies and other explanatory information together with schedules, notes to accounts, Auditor's Report and Directors' Report thereon.

2. To declare dividend for the financial year 2025-26.

3. To approve appointment of M/s. ASCBSR and Co. LLP, Chartered Accountants, as the Statutory Auditor of the Company.

To consider and, if thought fit, to pass, the following resolution as an ORDINARY RESOLUTION:

"**RESOLVED THAT** pursuant to the provisions of Section 139 and Section 142 of the Companies Act, 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions of the Companies Act, 2013 read with the relevant Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded to approve appointment of M/s. ASCBSR and Co. LLP, Chartered Accountants, having Firm Registration No.: 013811N/N500402 as the Statutory Auditor of the Company for a period of five years beginning from conclusion of ensuing Sixteenth Annual General Meeting (AGM) till the conclusion of Twenty First AGM i.e. from financial year 2026-27 to financial year 2030-31 and fix the remuneration thereof as mutually agreed between the Company and the statutory auditor of the Company;

RESOLVED FURTHER THAT Mr. Keigo Morikawa (DIN: 11347694), Managing Director of the Company and/or Ms. Sakshi Nirmal, Company Secretary of the Company, be and are hereby severally authorized to sign and file the requisite e-Form with such other e-forms/ documents with the Registrar of Companies, for and on behalf of the Company and to do all such acts, deeds and things as may be necessary in this regard and incidental thereto."

Special Business:

4. Regularization of Additional Director, Mr. Yoshio Ishii (DIN: 11725878) as Director of the Company.

To consider and, if thought fit, to pass, the following resolution as an ORDINARY RESOLUTION:

Toyota Material Handling India Pvt. Ltd.
Company Identification Number: U29253HR2010FTC048762
Regd. Office & Corporate Office: 43 Milestone, NH-8, Delhi-Jaipur Highway, Gurugram - 122004, Haryana, India
Ph.: +91-0124-3877100, Fax: +91-0124-3877199
Email: info.Sales@tmhin.toyota-industries.com
Web: www.toyotamaterialhandlingindia.com

"**RESOLVED THAT** pursuant to section 149, 152, 160 and all other provisions of the Companies Act, 2013 ("the Act") read with rules made thereunder (including any statutory modification and re-enactment thereof) and applicable provisions of Article of Association of the Company, Mr. Yoshio Ishii (DIN: 11725878), who was appointed as an Additional Director of the Company by way of Board resolution passed via circular on May 18, 2026, who holds office only upto the date of ensuing Annual General Meeting in terms of Section of 161(1) of the Companies Act, 2013 (the "Act") and who is eligible for appointment and has consented to act as Director of the Company be and is hereby appointed as a Director of the Company."

By Order of the Board
For **Toyota Material Handling India Pvt. Ltd.**

TOYOTA MATERIAL HANDLING INDIA PVT. LTD. GURUGRAM

Sakshi Nirmal
Company Secretary
Membership No.: A36217
43 Mile Stone, NH-8,
Delhi-Jaipur Highway,
Gurgaon-122004, Haryana, India

Date: 12.06.2026
Place: Gurgaon

NOTES:

1) Pursuant to the General Circular Nos. 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, followed by General Circular Nos. 20/2020 dated May 5, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as "MCA Circulars"), companies are allowed to hold AGM through Video Conference ('VC'), without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC in accordance with the requirements laid down in Para 3 and Para 4 of the General Circular No.20/2020 dated 05.05.2020.

2) Generally, a member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.

3) Members are requested to notify the Company immediately of any change in their address.

4) Company is pleased to inform that AGM of the Company will be held through, the two-way Video Conferencing facility. The AGM will be held through video conferencing mode on Friday, June 12, 2026. The members can join the Meeting by clicking on the link, which shall be sent separately. In case of any assistance with regards to using the technology before or during the Meeting, please contact, M/s. Sakshi Nirmal, Company Secretary of the Company, at, nirmal.s@tmhin.toyota-industries.com.

5) nirmal.s@tmhin.toyota-industries.com is the designated e-mail address for the members to enable them to vote, when Poll is required to be taken during the Meeting on any resolution.

6) The proceedings of the Meeting shall be recorded and shall be kept in the safe custody of the Company. Such recording shall be made available at the request of the members.

7) Corporate shareholders are requested to send a duly certified copy of the board resolution/ authorization letter authorizing their representative to attend and vote at the 16th Annual General Meeting of the shareholders of the Company.

8) Members attending the AGM through VC shall be reckoned for the purpose of quorum under Section 103 of the Act.

9) All statutory registers will be open for inspection at the venue of the 16th Annual General Meeting of the shareholders of the Company.

10) Considering the Meeting is being held through VC, Route Map for the venue is not required to be annexed to this Notice.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT 2013

Explanatory statement with respect to items under Special Business covered in the Notice of Meeting are given below:

Item No. 4. Regularization of Additional Director, Mr. Yoshio Ishii (DIN: 11725878) as Director of the Company.

Mr. Yoshio Ishii was appointed as the Additional Director of the Company by way of Board Resolution passed via circulation on May 18, 2026. In terms of Section 161(1) of the Companies Act, 2013, he can hold office only up to the date of the ensuing Annual General Meeting. He is eligible for appointment as Director of the Company and has consented to act as such. The Board is of the opinion that the appointment and presence of Mr. Yoshio Ishii on the Board will be desirable, beneficial and in the best interest of the Company.

The details of Mr. Yoshio Ishii as required under the applicable Secretarial Standard 2 is provided in Annexure I to this Notice

The Board recommends the resolution set out in item no. 4 of the accompanying Notice for approval and adoption of the Members of the Company.

None of the Directors of the Company except Mr. Yoshio Ishii, is concerned or interested in the proposed resolution.

By Order of the Board
For **Toyota Material Handling India Pvt. Ltd.**

TOYOTA MATERIAL HANDLING INDIA PVT. LTD. ★ GURUGRAM

Sakshi Nirmal
Company Secretary
Membership No.: A36217
43 Mile Stone, NH-8, Delhi – Jaipur Highway,
Gurgaon – 122004, Haryana, India

Date: 12.06.2026
Place: Gurgaon

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Annexure I

Information of director seeking appointment at the forthcoming annual general meeting (pursuant to the Secretarial Standard 2 issued by the Institute of Company Secretaries of India and other applicable laws):

Name of the Director	Mr. Yoshio Ishii
Directors Identification Number (DIN)	11725878
Date of Birth (Age in years)	September 11, 1971
Original date of appointment	May 18, 2026
Qualifications	Bachelor's degree
Experience and expertise in specific functional area	15 years
Remuneration Last Drawn	Nil
Number of Meetings of Board attended during the year	NA
Shareholding in Toyota Material Handling India Private Limited	Nil
Relationship with other Directors / KMP's	Not applicable
Terms and conditions of re-appointment and remuneration	As per the resolution passed via circular on May 18, 2026, Mr. Yoshio Ishii was appointed as Additional Director of the Company. As appointed as non-executive director, no remuneration is being paid.
Directorships held in other companies in India	NA
Membership/Chairmanship of committees in companies in India	NA

By Order of the Board
For **Toyota Material Handling India Pvt. Ltd.**

TOYOTA MATERIAL HANDLING INDIA PVT. LTD. GURUGRAM

Sakshi Nirmal
Company Secretary
Membership No.: A36217
43 Mile Stone, NH-8, Delhi – Jaipur Highway,
Gurgaon – 122004, Haryana, India

Date: 12.06.2026
Place: Gurgaon

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