



August 21, 2025

To Whom It May Concern

Company name: Hino Motors, Ltd.
Representative: Satoshi Ogiso, President & CEO,
Member of the Board of Directors,
(Code Number: 7205 TSE, Prime, NSE, Premier)
Contact Person: Makoto Iijima, General Manager,
Corporate Communications Dept, Public Affairs Div.
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(Disclosure Update) Notice Concerning Incorporation of Preparatory Company (Change of Subsidiary) upon Transfer of Hamura Plant to Toyota Motor Corporation

As stated in the “Notice Concerning Execution of Agreement Regarding Transfer of Hamura Plant to Toyota Motor Corporation” published on June 10, 2025 (the “Press Release dated June 10, 2025”), Hino Motors, Ltd. (the “Company”) has executed a share transfer agreement (the “Share Transfer Agreement”) to establish a receiving company (the “New Company”) as its wholly owned subsidiary, and, upon the New Company’s succession to the Company’s Hamura Plant, transfer all of the shares held by the Company in the New Company to Toyota Motor Corporation (“Toyota”) on April 1, 2026 (scheduled).

The Company hereby announces that its Board of Directors has resolved today certain matters that were previously undetermined, as follows. The item numbers and defined terms are as specified in the Press Release dated June 10, 2025, and any newly determined or changed matters among the previously undetermined matters are underlined.

II. Schedule of the Transfer

The schedule of the Transfer shall be as follows:

Resolution of the Board of Directors	June 10, 2025
Execution of the Share Transfer Agreement	June 10, 2025
Establishment of the New Company	<u>August 2025 (scheduled)</u>
Date of implementation of the Succession of the Hamura Plant to the New Company and the Share Transfer to Toyota	April 1, 2026 (scheduled)

(Note 1) There is a possibility that such schedule may change in the future, or the Transfer may not be implemented, depending on the progress toward the effectuation of the Business Integration of the Company and MFBTC (the implementation of the Transfer is conditional upon the certainty that the Business Integration will be conducted), or the progress of the obtaining of necessary clearances and regulatory approvals under competition and other laws and regulations, etc., or other reasons.

(Note 2) The method of succession of the Hamura Plant from the Company to the New Company is scheduled to take form of either an absorption-type company split or a business transfer. The Succession will be carried out without going through the approval procedures of a General Meeting of Shareholders of the Company, pursuant to the provisions of a simplified absorption-type company split as stipulated

in Article 784, Paragraph 2 of the Companies Act or a simplified business transfer as stipulated in Article 467, Paragraph 1, Item 2 of the Companies Act.

III. Succession of the Hamura Plant to the New Company

3. Outline of Companies involved in the Succession

(2) Outline of the New Company

(1)	<u>Name</u>	<u>Toyota Motor Hamura, Inc.</u>
(2)	<u>Address</u>	<u>1-1 Midorigaoka 3-chome, Hamura-shi, Tokyo</u>
(3)	<u>Name and Title of Representative</u>	<u>Koreatsu Aoki, Representative Director</u>
(4)	<u>Description of Business</u>	<u>Manufacture of automobiles including SUVs and light trucks and manufacture of automotive parts</u>
(5)	<u>Stated Capital</u>	<u>1 yen (as of the date of incorporation)</u>
(6)	<u>Date of Incorporation</u>	<u>August 2025 (scheduled)</u>
(7)	<u>Number of Issued Shares</u>	<u>1 share (as of the date of incorporation)</u>
(8)	<u>Fiscal Year End</u>	<u>March 31</u>
(9)	<u>Major Shareholders and Shareholding Ratios (as of the date of incorporation)</u>	<u>Hino Motors, Ltd.</u> <u>100%</u>
(10)	<u>Relationship between the Companies (as of the date of incorporation)</u>	
	<u>Capital Relationship</u>	<u>The Company plans to hold all of the issued shares of the New Company until the implementation date of the Transfer.</u>
	<u>Personnel Relationship</u>	<u>One director is expected to be dispatched by the Company.</u>
	<u>Business Relationship</u>	<u>Not applicable.</u>

(Note) Since the New Company is scheduled to be established in August 2025, its most recent fiscal year has not yet been completed.

End