

This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

Securities Code 7205

June 3, 2020

To Shareholders with Voting Rights:

Yoshio Shimo
President & CEO, Member of the Board
HINO MOTORS, LTD.
1-1 Hinodai 3-chome, Hino-shi, Tokyo

Notice of Convocation of the 108th Ordinary General Meeting of Shareholders

Dear Shareholder,

Please refer to the following for information about the upcoming 108th Ordinary General Meeting of Shareholders (the “General Shareholders’ Meeting”) of Hino Motors, Ltd. (“Hino”).

Instead of attending the meeting, you can exercise your voting rights in advance by paper ballot or by electromagnetic means (via the Internet). Please review the enclosed Reference Documents and exercise your voting rights by no later than 6:00 p.m. on Friday, June 19, 2020 (Japan Time). Thank you very much for your cooperation.

1. Date and time: 10:00 a.m., Monday, June 22, 2020

2. Venue: **Headquarters of** Hino Motors, Ltd.
1-1 Hinodai 3-chome, Hino-shi, Tokyo

3. Meeting Agenda:

Reports:

1. Reports on business review, consolidated financial statements for FY2020 (April 1, 2019 through March 31, 2020) and report by the Accounting Auditor and the Audit & Supervisory Board on the audit results of the consolidated financial statements
2. Reports on unconsolidated financial statements for FY2020 (April 1, 2019 through March 31, 2020)

Resolutions:

- Proposed Resolution 1: Election of nine (9) Members of the Board of Directors
Proposed Resolution 2: Election of three (3) Audit & Supervisory Board Members
Proposed Resolution 3: Election of one (1) Substitute Audit & Supervisory Board Member

- Notes: - If you attend the meeting in person, please submit the enclosed ballot at the reception desk. It will serve as your admission pass. You are also kindly requested to bring this Notice of Convocation in order to save paper resources.
- If you intend to engage in split voting, please submit a written notice to that effect and the reasons for the split voting by June 18, 2020.
 - The items below are omitted from inclusion in the Notice of Convocation in accordance with laws and regulations and the Articles of Incorporation of Hino and are posted on Hino's website (<https://www.hino.co.jp/>).
 - Accounting Auditor
 - System to Ensure the Appropriateness of Business Operations
 - Operational Status of the System to Ensure the Appropriateness of Operations
 - Consolidated Statements of Changes in Net Assets
 - Unconsolidated Statements of Changes in Net Assets
 - Notes to the Consolidated Financial Statements
 - Notes to the Unconsolidated Financial Statements
 - If any revisions are made to the reference documents for the General Shareholders' Meeting, the business report, the consolidated financial statements, and/or the non-consolidated financial statements, the revisions will be posted on Hino's website presented above.

Reference Documents

Proposed resolutions and reference matters

Proposed Resolution 1: Election of nine (9) Members of the Board of Directors

The terms of office of all current ten (10) Members of the Board of Directors will expire at the conclusion of this General Shareholders' Meeting. Accordingly, we hereby request that nine (9) Members of the Board of Directors be elected.

The candidates for the positions of Member of the Board of Directors are as follows.

List of candidates for the positions of Member of the Board of Directors

No.	Name	Position at Hino
1	Reappointment Yasuhiko Ichihashi	Chairman of the Board
2	Reappointment Yoshio Shimo	President & CEO, Member of the Board
3	New appointment Ichiro Hisada	Senior Managing Officer
4	Reappointment Taketo Nakane	Director, Member of the Board Senior Managing Officer
5	Reappointment Shinichi Sato	Director, Member of the Board Senior Managing Officer
6	Reappointment Outside Director Independent Director Toshitaka Hagiwara	Director, Member of the Board
7	Reappointment Outside Director Independent Director Motokazu Yoshida	Director, Member of the Board
8	New appointment Outside Director Independent Director Koichi Muto	
9	Reappointment Shigeki Terashi	Director, Member of the Board

No.	Name (date of birth)	Brief career summary, position and main areas of responsibility at Hino and important concurrent duties	Number of Hino shares owned
1	<p>Yasuhiko Ichihashi (3/22/1952)</p> <p>(Reappointment)</p> <p>Attendance at Board of Directors meetings: 12/12</p>	<p>Apr. 1974 Joined Toyota Motor Co., Ltd.</p> <p>Jun. 2003 Managing Officer of Toyota Motor Corporation (TMC)</p> <p>Jun. 2004 Director and President of Toyota Technical Center U.S.A., Inc.</p> <p>Apr. 2006 Executive Vice President of Toyota Motor Engineering & Manufacturing North America, Inc.</p> <p>Jun. 2008 Senior Managing Director of TMC</p> <p>Jun. 2010 Director and Vice President of Kanto Auto Works, Ltd.</p> <p>Apr. 2012 Adviser of Hino Motors, Ltd. (Hino)</p> <p>Jun. 2012 Executive Vice President, Member of the Board of Hino</p> <p>Jun. 2013 President, Member of the Board of Hino</p> <p>Jun. 2017 Chairman of the Board of Hino (to present)</p> <p>[Responsibility] Overall management</p> <p>[Important concurrent duties] Chairman of The Hino Green Fund Foundation</p>	69,300 shares
		<p>[Reason for nomination as a candidate for Member of the Board of Directors] Mr. Yasuhiko Ichihashi has extensive experience as a corporate manager at Toyota Motor Corporation, Kanto Auto Works, Ltd. (current Toyota Motor East Japan, Inc.), and at Hino. Based on his experience and deep insight, we believe he is capable of ensuring the effective functioning of the Board of Directors and promoting the strengthening of business execution supervisory functions, and therefore we nominate him again as a candidate for Member of the Board of Directors.</p>	
2	<p>Yoshio Shimo (1/28/1959)</p> <p>(Reappointment)</p> <p>Attendance at Board of Directors meetings: 12/12</p>	<p>Apr. 1981 Joined Hino Motors, Ltd. (Hino)</p> <p>Feb. 2005 General Manager of Overseas Business Planning Div. of Hino</p> <p>Apr. 2011 Executive Officer of Hino</p> <p>Apr. 2012 Managing Officer of Hino</p> <p>Apr. 2015 Senior Managing Officer of Hino</p> <p>Apr. 2016 Managing Officer of Toyota Motor Corporation</p> <p>Apr. 2017 Adviser of Hino</p> <p>Jun. 2017 President & CEO, Member of the Board of Hino (to present)</p> <p>[Responsibility] Overall management</p>	63,800 shares
		<p>[Reason for nomination as a candidate for Member of the Board of Directors] Mr. Yoshio Shimo has experience in wide-ranging fields, including sales, corporate strategy, and development, at Hino and Toyota Motor Corporation. Based on his experience and deep insight, we believe he is capable of exercising strong leadership in the Group's overall management, and therefore we nominate him again as a candidate for Member of the Board of Directors.</p>	

No.	Name (date of birth)	Brief career summary, position and main areas of responsibility at Hino and important concurrent duties	Number of Hino shares owned
3	Ichiro Hisada (1/12/1960) (New appointment)	<p>Apr. 1982 Joined Hino Motors, Ltd. (Hino)</p> <p>Feb. 2010 General Manager of Purchasing Div. of Hino</p> <p>Apr. 2012 Managing Officer of Hino</p> <p>Apr. 2015 Senior Managing Officer of Hino</p> <p>Jun. 2015 Director, Member of the Board of Hino Senior Managing Officer of Hino</p> <p>Jun. 2016 Senior Managing Officer of Hino (to present)</p> <p>[Responsibility] Chief Officer, Global Business Div. Chief Officer in Charge of ASEAN Region</p>	4,700 shares
<p>[Reason for nomination as a candidate for Member of the Board of Directors] Mr. Ichiro Hisada has extensive experience and deep insight in the sales field. Based on his experience and insight, we believe he is capable of promoting the strengthening of Hino's competitiveness and business operations in the global market and performing appropriate supervision of further promotion of Hino's total support, and therefore we nominate him as a candidate for Member of the Board of Directors.</p>			
4	Taketo Nakane (12/17/1958) (Reappointment) Attendance at Board of Directors meetings: 12/12	<p>Apr. 1982 Joined Hino Motors, Ltd. (Hino)</p> <p>Feb. 2005 General Manager of Finance & Accounting Div. of Hino</p> <p>Apr. 2014 Managing Officer of Hino</p> <p>Apr. 2016 Senior Managing Officer of Hino</p> <p>Jun. 2016 Director, Member of the Board of Hino Senior Managing Officer of Hino (to present)</p> <p>[Responsibilities] Chief Officer, Corporate Div.</p>	24,800 shares
<p>[Reason for nomination as a candidate for Member of the Board of Directors] Mr. Taketo Nakane has extensive experience and deep insight in the corporate field at Hino regarding strengthening of the management foundation. Based on his experience and insight, we believe he is capable of promoting Hino's business strategy for the future and performing appropriate supervision of corporate functions, and therefore we nominate him again as a candidate for Member of the Board of Directors.</p>			

No.	Name (date of birth)	Brief career summary, position and main areas of responsibility at Hino and important concurrent duties	Number of Hino shares owned
5	Shinichi Sato (5/25/1959) (Reappointment) Attendance at Board of Directors meetings: 12/12	<p>Apr. 1982 Joined Hino Motors, Ltd. (Hino)</p> <p>Jun. 2008 General Manager of Finance & Accounting Div. of Hino</p> <p>Apr. 2016 Managing Officer of Hino</p> <p>Apr. 2018 Senior Managing Officer of Hino</p> <p>Jun. 2018 Director, Member of the Board of Hino Senior Managing Officer of Hino (to present)</p> <p>[Responsibilities] Deputy Chief Officer, Corporate Div.</p> <p>[Important concurrent duties] Outside Audit & Supervisory Board Member of SAWAFUJI ELECTRIC CO., LTD.</p>	36,000 shares
		[Reason for nomination as a candidate for Member of the Board of Directors] Mr. Shinichi Sato has extensive experience and deep insight in the accounting & finance division at Hino. Based on his experience and insight, we believe he is capable of further strengthening the financial foundation and performing appropriate supervision of finance and accounting, and therefore we nominate him again as a candidate for Member of the Board of Directors.	
6	Toshitaka Hagiwara (6/15/1940) (Reappointment) (Outside Director) (Independent Director) Attendance at Board of Directors meetings: 12/12	<p>Dec. 1969 Joined Komatsu Ltd. (Komatsu)</p> <p>Jun. 1990 Director of Komatsu</p> <p>Jun. 1995 Managing Director of Komatsu</p> <p>Jun. 1997 Senior Managing Director of Komatsu</p> <p>Jun. 1999 Executive Vice President of Komatsu</p> <p>Jun. 2003 Chairman of the Board of Komatsu</p> <p>Jun. 2007 Councilor and Senior Adviser of Komatsu</p> <p>Jul. 2011 Senior Adviser of Komatsu</p> <p>Jun. 2013 Outside Audit & Supervisory Board Member of Hino Motors, Ltd. (Hino)</p> <p>Jul. 2013 Adviser of Komatsu (to present)</p> <p>Jun. 2015 Outside Director of Hino (to present)</p> <p>[Important concurrent duties] Outside Director of Zensho Holdings Co., Ltd. Outside Director of Takamatsu Construction Group Co., Ltd. Adviser of Komatsu Ltd.</p>	11,200 shares
		[Reason for nomination as a candidate for Member of the Board of Directors] Mr. Toshitaka Hagiwara has extensive experience and deep insight regarding overall corporate management as a manager at Komatsu Ltd. Based on his experience and insight, we believe he is capable of providing advice on overall management of Hino from a broad perspective and performing management monitoring and supervisory functions from an independent standpoint, and therefore we nominate him again as a candidate for Member of the Board of Directors.	

No.	Name (date of birth)	Brief career summary, position and main areas of responsibility at Hino and important concurrent duties	Number of Hino shares owned
7	<p>Motokazu Yoshida (1/7/1948)</p> <p>(Reappointment) (Outside Director) (Independent Director)</p> <p>Attendance at Board of Directors meetings: 12/12</p>	<p>Apr. 1971 Joined Mitsui & Co., Ltd. (Mitsui & Co.) Jun. 2001 Director of Mitsui & Co. Apr. 2002 Director, Senior Executive Officer of Mitsui & Co. Apr. 2003 Managing Executive Officer of Mitsui & Co. Oct. 2005 Senior Managing Executive Officer of Mitsui & Co. Jun. 2007 Director, Senior Managing Executive Officer of Mitsui & Co. Apr. 2008 Director, Executive Vice President of Mitsui & Co. Apr. 2009 Director of Mitsui & Co. Jun. 2009 Adviser of Mitsui & Co. Nov. 2012 Administrative Director of Meisei Gakuen (to present) Jun. 2015 Outside Director of Hino Motors, Ltd. (to present)</p> <p>[[Important concurrent duties] Administrative Director of Meisei Gakuen</p> <p>[Reason for nomination as a candidate for Member of the Board of Directors] Mr. Motokazu Yoshida has extensive experience and deep insight regarding overall corporate management as a manager at Mitsui & Co., Ltd. Based on his experience and insight, we believe he is capable of providing advice on overall management of Hino from an independent standpoint and performing management monitoring and supervisory functions from an independent standpoint, and therefore we nominate him again as a candidate for Member of the Board of Directors.</p>	<p>15,000 shares</p>

No.	Name (date of birth)	Brief career summary, position and main areas of responsibility at Hino and important concurrent duties	Number of Hino shares owned
8	Koichi Muto (9/26/1953) (New appointment) (Outside Director) (Independent Director)	<p>Apr. 1976 Joined Mitsui O.S.K. Lines, Ltd.</p> <p>Jun. 2006 Managing Executive Officer of Mitsui O.S.K. Lines, Ltd. (MOL)</p> <p>Jun. 2007 Director, Managing Executive Officer of MOL</p> <p>Jun. 2008 Director, Senior Managing Executive Officer of MOL</p> <p>Jun. 2010 Director, President of MOL</p> <p>Jun. 2015 Director, Chairman of MOL</p> <p>Jun. 2019 Senior Adviser of MOL (to present)</p> <p>[Important concurrent duties] Outside Director of Seibu Oil Co., Ltd. Senior Adviser of Mitsui O.S.K. Lines, Ltd.</p>	5,000 shares
		<p>[Reason for nomination as a candidate for Member of the Board of Directors] Mr. Koichi Muto has extensive experience and deep insight regarding overall corporate management as a manager at Mitsui O.S.K. Lines, Ltd. Based on his experience and insight, we believe he is capable of providing frank advice on sustainable growth and strengthening of governance of the Hino Group and performing management monitoring and supervisory functions from an independent standpoint, and therefore we nominate him again as a candidate for Outside Member of the Board of Directors.</p>	

No.	Name (date of birth)	Brief career summary, position and main areas of responsibility at Hino and important concurrent duties	Number of Hino shares owned
9	<p data-bbox="268 678 459 745">Shigeki Terashi (2/16/1955)</p> <p data-bbox="268 768 459 801">(Reappointment)</p> <p data-bbox="231 835 491 925">Attendance at Board of Directors meetings: 12/12</p>	<p data-bbox="496 219 1238 253">Apr. 1980 Joined Toyota Motor Co., Ltd.</p> <p data-bbox="496 253 1238 409">Jun. 2008 Managing Officer of Toyota Motor Corporation (TMC) Executive Vice President of Toyota Motor Engineering & Manufacturing North America, Inc. (TEMA)</p> <p data-bbox="496 409 1238 443">May 2011 President and COO of TEMA</p> <p data-bbox="496 443 1238 533">Apr. 2012 President and CEO of TEMA President and COO of Toyota Motor North America, Inc.</p> <p data-bbox="496 533 1238 566">Apr. 2013 Senior Managing Officer of TMC</p> <p data-bbox="496 566 1238 633">Jun. 2013 Member of the Board of Directors and Senior Managing Officer of TMC</p> <p data-bbox="496 633 1238 701">Jun. 2015 Executive Vice President, Member of the Board of Directors of TMC</p> <p data-bbox="496 701 1238 768">Jun. 2016 Director of Hino Motors, Ltd. (to present)</p> <p data-bbox="496 768 1238 835">Apr. 2017 Executive Vice President, Member of the Board of Directors of TMC</p> <p data-bbox="496 835 1238 925">Apr. 2020 Member of the Board of Directors and Operating Officer of TMC (to present)</p> <p data-bbox="496 947 1238 1104">[Important concurrent duties] Member of the Board of Directors and Operating Officer of Toyota Motor Corporation President, Representative Director of EV C.A. Spirit Corporation</p> <p data-bbox="496 1149 1238 1328">[Reason for nomination as a candidate for Member of the Board of Directors] Mr. Shigeki Terashi has deep insight and expertise as a manager at Toyota Motor Corporation. Based on his experience and insight, we believe he is capable of providing advice on sustainable growth and enhancement of corporate value of the Hino Group and performing appropriate supervision, and therefore we nominate him again as a candidate for Member of the Board of Directors.</p>	0 shares

- Notes: 1. Of the candidates for Members of the Board of Directors, Mr. Yasuhiko Ichihashi concurrently serves as the Chairman of The Hino Green Fund Foundation to which Hino makes donations.
2. Of the candidates for Members of the Board of Directors, Mr. Shigeki Terashi is a Member of the Board of Directors and Operating Officer of Toyota Motor Corporation. The relationship between Hino and Toyota Motor Corporation is as described under “Relationship with the Parent Company” on Page 37.
3. No special interest exists between other candidates for Members of the Board of Directors and Hino.
4. Based on the assumption that election of Mr. Toshitaka Hagiwara, Mr. Motokazu Yoshida, and Mr. Koichi Muto will be approved as proposed, Hino has designated them as independent directors as defined by the Tokyo Stock Exchange and the Nagoya Stock Exchange and registered them with these exchanges. Mr. Hagiwara and Mr. Yoshida will have served as Director of Hino for five (5) years upon the conclusion of this General Shareholders’ Meeting.
5. Mr. Toshitaka Hagiwara served as an Outside Director of Yamato Holdings Co., Ltd. from June 2009 to June 2019. In the context of the recent rapid expansion of e-commerce etc., the framework established by the Yamato Group to cope with the increasing volume of transactions was insufficient to cope with demand. The survey of employees’ working hours conducted from February 2017 revealed that the Yamato Group had not been fully aware of the problems, including the fact that its employees have been unable to take sufficient breaks from work. Yamato Holdings took these findings seriously and has been engaged in various structural reforms mainly in its delivery business, placing top priority on reform of the working style such as the improvement of labor management and its thorough implementation as well as encouragement of a work-life balance. In January 2019, Yamato Home Convenience Co., Ltd., a consolidated subsidiary of Yamato Holdings, received, from the Ministry of Land, Infrastructure, Transport and Tourism, an administrative disposition and a business improvement order in connection with the case of inappropriate billing in violation of the contract of the employee moving service for corporate clients. Yamato Holdings is working to establish a system to prevent recurrence of any similar problem at Yamato Home Convenience and is strengthening corporate governance to enhance soundness of group management. Although Mr. Hagiwara was unaware of the fact until it was revealed, as an Outside Director of Yamato Holdings, he had always actively provided advice to the said company from the viewpoint of legality and compliance. After the fact was revealed, at meetings of Yamato Holdings’ Board of Directors, he investigated the causes of the matter and gave advice for the improvement of the working environment, thorough compliance, and strengthening of corporate governance, and duly fulfilled his duties and strove to restore the reliability of Yamato Group.
6. Hino has entered into agreements with Outside Director candidates Mr. Toshitaka Hagiwara and Mr. Motokazu Yoshida to limit their liability pursuant to Article 423, Paragraph 1 of the Companies Act to the amount stipulated in Article 425, Paragraph 1 of the Companies Act, provided that they are without knowledge and are not grossly negligent in performing their duties. If their election is approved as proposed, Hino intends to renew the agreements with them. Hino has entered into an agreement with Mr. Shigeki Terashi, a candidate for Member of the Board of Directors who will be a non-executive Member of the Board of Directors with the same content as that of the agreements mentioned above. If election of Mr. Terashi is approved as proposed, Hino intends to renew the agreement with him.
7. If election of Mr. Koichi Muto is approved as proposed, Hino intends to enter into an agreement with Mr. Muto to limit his liability pursuant to Article 423, Paragraph 1 of the Companies Act to the amount stipulated in Article 425, Paragraph 1 of the Companies Act, provided that he is without knowledge and is not grossly negligent in performing his duties.
8. Candidates who worked at Toyota Motor Corporation, Hino’s parent company, for the last five (5) years and their areas of responsibility are as follows.

Name	Areas of responsibility
Yoshio Shimo	Strategic Top Executive Meeting Office, Frontier Research Center, Corporate Strategy Div.
Shigeki Terashi	Environmental Affairs Div., Product & Business Strategy Div., Design Quality Innovation Div., Corporate Planning Div., Research Div., Strategic Top Executive Meeting Office, BR Connected Strategy and Planning Div., Information Security Management Div., Corporate Strategy Div., Global Audit Div., EV Business Planning Dept., Chief Risk Officer, Powertrain Company, BR U.S. New JV Project Department, Advanced R&D and Engineering Company, Chief Safety Technology Officer, Toyota System Supply, Toyota ZEV Factory, Chief Technology Officer, Chief Competitive Officer, Chief Project Officer

Proposed Resolution 2: Election of three (3) Audit & Supervisory Board Members

The terms of office of Audit & Supervisory Board Members Mr. Yoshihide Maeda, Ms. Tomoko Inoue, and Mr. Masahiro Nakajima will expire at the conclusion of this General Shareholders' Meeting. Accordingly, we hereby propose that three (3) Audit & Supervisory Board Members be elected.

The candidates for the positions of Audit & Supervisory Board Member are as follows.

The submission of this proposal at this General Shareholders' Meeting was approved by the Audit & Supervisory Board.

No.	Name (date of birth)	Brief career summary and position at Hino and important concurrent duties	Number of Hino shares owned
1	Iwao Kimura (3/31/1958) (New appointment)	<p>Apr. 1981 Joined Toyota Motor Sales Co., Ltd. Jun. 2012 General Manager, Overseas Public Affairs Dept., Toyota Motor North America, Inc. Jul. 2015 Senior General Manager and General Manager of Public Affairs Div. of Hino Motors, Ltd. (Hino) Apr. 2016 Managing Officer and General Manager of Public Affairs Div. of Hino Feb. 2017 Managing Officer of Hino Feb. 2020 Adviser to the Board of Hino (to present)</p>	2,200 shares
<p>[Reason for nomination as a candidate for Audit & Supervisory Board Member] Mr. Iwao Kimura has extensive experience and a high degree of expertise in public affairs and internal audit divisions at Toyota Motor Corporation and Hino. We believe he is capable of utilizing his experience and expertise to strengthen Hino's audit systems and therefore we nominate him as a candidate for Audit & Supervisory Board Member.</p>			
2	Tomoko Inoue (10/9/1960) (Reappointment) Attendance at Board of Directors meetings: 10/10 Attendance at Audit & Supervisory Board meetings: 10/10	<p>Apr. 1983 Joined Hino Motors, Ltd. (Hino) Feb. 2015 General Manager of Audit Div. of Hino Apr. 2017 Senior General Manager and General Manager of Audit Div. of Hino Feb. 2019 Senior General Manager and Vice Officer of Internal Audit Sector Jun. 2019 Audit & Supervisory Board Member of Hino (to present)</p>	4,500 shares
<p>[Reason for nomination as a candidate for Audit & Supervisory Board Member] Ms. Tomoko Inoue has extensive experience and a high degree of expertise in Hino's corporate divisions, such as human resources and accounting. We believe she is capable of utilizing her experience and expertise to strengthen Hino's audit systems and therefore we nominate her again as a candidate for Audit & Supervisory Board Member.</p>			

No.	Name (date of birth)	Brief career summary and position at Hino and important concurrent duties	Number of Hino shares owned
3	<p>Masahiro Nakajima (2/3/1950)</p> <p>(Reappointment) (Outside Audit & Supervisory Board Member) (Independent Auditor)</p> <p>Attendance at Board of Directors meetings: 12/12</p> <p>Attendance at Audit & Supervisory Board meetings: 13/13</p>	<p>Mar. 1972 Joined Morita Fire Pump MFG. Co., Ltd.</p> <p>Apr. 2003 Corporate Executive Officer of MORITA CORPORATION (MORITA)</p> <p>Jun. 2004 Director of MORITA</p> <p>Jun. 2006 Director, President of MORITA</p> <p>Oct. 2008 Director, President of MORITA HOLDINGS CORPORATION Director, President of MORITA CORPORATION</p> <p>Jun. 2015 Director, Chairman of MORITA ECONOS CORPORATION Director, Chairman of MORITA TECHNOS CORPORATION Director, Chairman of MORITA CORPORATION (to present) Director, Chairman of MORITA HOLDINGS CORPORATION</p> <p>Feb. 2016 Director, Chairman of the Board of BRONTO SKYLIFT OY AB (to present)</p> <p>Jun. 2016 Director, Chairman & CEO of MORITA HOLDINGS CORPORATION (to present)</p> <p>Apr. 2017 Director, Chairman of MORITA ENVIRONMENTAL TECH CORPORATION</p> <p>Jun. 2017 Outside Audit & Supervisory Board Member of Hino Motors, Ltd. (to present)</p> <p>Jun. 2019 Director of MORITA ENVIRONMENTAL TECH CORPORATION (to present)</p> <p>[Important concurrent duties] Director, Chairman & CEO of MORITA HOLDINGS CORPORATION Director, Chairman of MORITA CORPORATION Director of MORITA ENVIRONMENTAL TECH CORPORATION Director, Chairman of the Board of BRONTO SKYLIFT OY AB</p> <p>[Reason for nomination as a candidate for Audit & Supervisory Board Member] Mr. Masahiro Nakajima has extensive experience and deep insight in overall corporate management at MORITA HOLDINGS CORPORATION. He has been providing useful and valuable advice about compliance and governance from an independent stance. We believe he is capable of fulfilling his duties to strengthen Hino's audit systems and therefore we nominate him again as a candidate for Outside Audit & Supervisory Board Member.</p>	2,700 shares

- Notes: 1. No special interest exists between each candidate for Audit & Advisory Board Member and Hino.
2. The name of Ms. Tomoko Inoue in the census registry is Tomoko Okazaki.
3. Based on the assumption that election of Mr. Masahiro Nakajima will be approved as proposed, Hino has designated him as an independent auditor as defined by the Tokyo Stock Exchange and the Nagoya Stock Exchange and registered him with these exchanges. Mr. Masahiro Nakajima will have served as Outside Audit & Supervisory Board Member of Hino for three (3) years upon the conclusion of this General Shareholders' Meeting.
4. Hino has entered into an agreement with Mr. Masahiro Nakajima to limit his liability pursuant to Article 423, Paragraph 1 of the Companies Act to the amount stipulated in Article 425, Paragraph 1 of the Companies Act, provided that he is without knowledge and is not grossly negligent in performing his duties. If his election is approved as proposed, Hino intends to renew the agreement with him.

Proposed Resolution 3: Election of one (1) Substitute Audit & Supervisory Board Member

In order to be prepared in the event that the number of Audit & Supervisory Board Members falls below the requirements of laws and regulations, we hereby request that one (1) Substitute Audit & Supervisory Board Member be elected.

The candidate for the position of Substitute Audit & Supervisory Board Member is as follows.

This proposal is made to elect a substitute for either Ms. Keiko Kitamura or Mr. Masahiro Nakajima, who are Outside Audit & Supervisory Board Members.

In the event the Substitute Audit & Supervisory Board Member assumes the position of Audit & Supervisory Board Member, his term of office shall be the remaining part of his predecessor's term.

This resolution shall be effective until the commencement of the next Ordinary General Shareholders' Meeting, provided, however, that this resolution may be cancelled before the proposed Substitute Audit & Supervisory Board Member assumes office, by a resolution of the Board of Directors, subject to the approval of the Audit & Supervisory Board.

The submission of this proposal at this General Shareholders' Meeting was approved by the Audit & Supervisory Board.

Name (date of birth)	Brief career summary and position at Hino	No. of Hino shares owned
Katsuya Natori (5/15/1959)	Apr. 1986 Joined Masuda & Ejiri Jun. 1990 Joined Davis Wright Tremaine LLP Jul. 1992 Joined Wilmer, Cutler & Pickering Jul. 1993 Joined Esso Sekiyu K.K. Jan. 1995 Joined Apple Japan, Inc. Jan. 1997 Director, Sun Microsystems K.K. Mar. 2002 Executive Officer, FAST RETAILING CO., LTD. Jan. 2004 Director, IBM Japan, Ltd. Apr. 2010 Vice President, IBM Japan, Ltd. Feb. 2012 Chief, Natori Law Office (to present) [Important concurrent duties] External Director, MODEC, Inc. Supervisory Director, Global One Real Estate Investment Corporation Outside Director, Olympus Corporation Chief, Natori Law Office	0 shares
	[Reason for nomination as a candidate for Substitute Audit & Supervisory Board Member] Mr. Katsuya Natori has been practicing law for many years. In addition to extensive knowledge and experience of corporate legal affairs, finance and accounting, Mr. Natori also has specialized knowledge of overall corporate management. We believe he is capable of fulfilling his duties to strengthen Hino's audit systems and therefore we nominate him as a candidate for Substitute Outside Audit & Supervisory Board Member.	

- Notes: 1. No special interest exists between Mr. Katsuya Natori and Hino.
 2. If election of Mr. Katsuya Natori is approved as proposed and if he assumes the position of Outside Audit & Supervisory Board Member, Hino intends to enter into an agreement with Mr. Natori to limit his liability pursuant to Article 423, Paragraph 1 of the Companies Act to the amount stipulated in Article 425, Paragraph 1 of the Companies Act, provided that he is without knowledge and is not grossly negligent in performing his duties.