

Note: 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.



May 12, 2026

Company name: Toyota Industries Corporation  
Name of representative: Koichi Ito, President, Member of the Board  
(Securities code: 6201; Prime Market of the Tokyo Stock Exchange and Premier Market of the Nagoya Stock Exchange)  
Inquiries: Koichi Tamaki, General Manager of Accounting Department  
(Tel: +81-(0)566-22-2511)

**Notice Concerning Reductions in Capital Reserve and Retained Earnings Reserve**

Toyota Industries Corporation (the “Company”) hereby announces that it decided, at its board of directors meeting held today, to reduce capital reserve and retained earnings reserve of the Company (the “Reductions”), as below.

The Reductions will become effective on June 15, 2026, with a resolution at a shareholders meeting, after the Share Consolidation (as defined below) becomes effective on June 3, 2026.

1. Purpose of Reductions

As described in the “Notice Concerning Expression of Opinion in Support of Tender Offer for Company Shares by Toyota Fudosan Co., Ltd. and Recommendation Opinion to Tender Share Therein” released by the Company on January 14, 2026 (including amendments made by “(Amendment) Partial Amendment to ‘Notice Concerning Expression of Opinion in Support of Tender Offer for Company Shares by Toyota Fudosan Co., Ltd. and Recommendation Opinion to Tender Share Therein’” released on February 12, 2026; “(Amendment) Partial Amendment to ‘Notice Concerning Expression of Opinion in Support of Tender Offer for Company Shares by Toyota Fudosan Co., Ltd. and Recommendation Opinion to Tender Share Therein’” released on March 2, 2026; and “(Amendment) Partial Amendment to ‘Notice Concerning Expression of Opinion in Support of Tender Offer for Company Shares by Toyota Fudosan Co., Ltd. and Recommendation Opinion to Tender Share Therein’” released on March 6, 2026), Toyota Asset Preparatory Co., Ltd. (the “Offeror”), founded by Toyota Fudosan Co., Ltd. on June 9, 2025, implemented a tender offer (the “Tender Offer”) for the purpose of acquiring all common shares of the Company listed on the Prime Market of Tokyo Stock Exchange, Inc. and the Premier Market of Nagoya Stock Exchange, Inc. (the “Company Shares”) (excluding 74,100,604 Company Shares held by TOYOTA MOTOR CORPORATION (“TMC”); ownership percentage: 24.66%, (the “Company Shares Held by TMC”) and own shares held by the Company), as part of a series of transactions (the “Transactions”) aimed at making the Offeror the only shareholder of the Company and taking the Company Shares private, from January 15, 2026 to March 23, 2026. As a result, the Company came to hold 191,087,116 Company Shares (ownership percentage (Note 1): 63.60%) as of March 30, 2026, the commencement date of settlement of the Tender Offer.

(Note 1) “Ownership percentage” means the percentage of the shares owned (rounded to two decimal places) to the number of shares (300,472,550 shares) obtained from (i) the total number of issued shares of the Company as of December 31, 2025 (325,840,640 shares) as stated in the “FY2026 Third Quarter Consolidated Financial Results <IFRS>” announced by the Company on February 3, 2026 minus (ii) the number of own shares (25,368,090 shares) owned by the Company as of December 31, 2025.

As announced in the “Notice Concerning Share Consolidation, Abolition of Provision on Number of Shares Constituting One Unit, and Partial Amendment to Articles of Incorporation” released by the Company on April 17, 2026 (the “April 17, 2026 Company Press Release”), the Tender Offer was successfully completed; however, since the Offeror was unable to acquire all of the Company Shares (excluding the Company Shares Held by TMC and own shares held by the Company), the Company, at the request of the Offeror, submitted a proposal to the extraordinary shareholders meeting held today concerning a share consolidation, which consolidates 74,100,604 shares of the Company Shares into one share for making the Offeror and TMC the only shareholders of the Company, and the proposal was approved. If the Share Consolidation becomes effective, as of June 3, 2026, the number of Company Shares held by shareholders other than the Offeror and TMC is expected to be less than one share.

Further, as described in the April 17, 2026 Company Press Release, in the Transactions, the Company plans to purchase the Company Shares Held by TMC (the “Share Repurchase”) after the Share Consolidation becomes effective.

In implementing the Share Repurchase, the amount of money to be delivered by the Company to TMC must be within the distributable amount as of the effective date of the Share Repurchase; however, the distributable amount as of today is below the total amount of consideration for the Share Repurchase. Thus, as a result of discussions with the Offeror, the Company decided to conduct the Reductions for the purpose of ensuring the distributable amount necessary for the Share Repurchase, and plans to conduct the Share Repurchase after the Reductions become effective.

The Reductions will become effective on June 15, 2026 after the Share Consolidation becomes effective on June 3, 2026. In addition, it is scheduled that the Reductions will be approved by a resolution of a shareholders meeting after the Share Consolidation becomes effective on June 3, 2026; however, the Company does not plan to hold a shareholders meeting for the Reductions with shareholders of the Company before the Share Consolidation becomes effective.

## 2. Amounts of Capital Reserve and Retained Earnings Reserve to be Reduced

88,210,855,332 yen out of capital reserve of 101,766,495,780 yen will be reduced, resulting in 13,555,640,448 yen.

The full amount of retained earnings reserve of 17,004,653,086 yen will be reduced, resulting in 0 yen.

## 3. Method of Reductions

Pursuant to Article 448, Paragraph 1 of the Companies Act, the capital reserve and retained earnings reserve will be reduced as stated in Section 2 above, and the full reduced amount of capital reserve will be transferred to other capital surplus and the full reduced amount of retained earnings reserve will be transferred to retained earnings brought forward.

## 4. Schedule for the Reductions

(1)	Date of resolution at the board of directors meeting	Tuesday, May 12, 2026
(2)	Public notice for creditors to state objections	Tuesday, May 12, 2026
(3)	Date of resolution of the shareholders meeting	Wednesday, June 3, 2026 (planned)

(4)	Final deadline for creditors to state objections	Friday, June 12, 2026 (planned)
(5)	Effective date	Monday, June 15, 2026 (planned)

5. Future Outlook

The Reductions will not have any impact on the Company's business results.

End