19 August 2026

Resolutions of the 106th Annual General Meeting of Toyota Tsusho (South Sea) Limited

As per the Notice of Annual General Meeting released on 24 July 2026, and the audited accounts distributed on 30 June 2026, the following resolutions were declared and unanimously passed at the Annual General Meeting of Toyota Tsusho (South Sea) Limited held at Holiday Inn, Suva, Fiji on 17 August 2026, which commenced at 1.40 p.m.

Resolution 1:
Minutes of the previous meeting held on 18 August 2025
To receive, consider and adopt the Minutes of the previous Annual General Meeting held on 18 August 2025 as the correct record of the Meeting.

The motion was moved by Mr Ishwar Nand and seconded by Mr Ravin Achary (FNPF Proxy) on a show of hands and was unanimously accepted by the Shareholders.

Resolution 2:
Adoption of Financial Statements for the year ended 31 March 2026

To receive the Audited Statements of Financial Position, Statements of Profit or Loss and Other Comprehensive Income, and the reports of the Directors and Auditors for the year ended 31 March 2026.

The motion was moved by Mr Craig Sims (TTSPH Proxy) and seconded by Mr Ishwar Nand on a show of hands and was unanimously accepted by the Shareholders.

Resolution 3:
Election of Directors

To consider and, if thought fit, pass the following resolutions as ordinary resolutions:

(a) Mr Micheal Yee Joy
Mr M. Yee Yee Joy retired as a director per Article 105 of the Articles of Association and, being eligible, offered himself for re-appointment as a Director of the Company.

The motion was moved by Mr Ashwin Nand and seconded by Mr Craig Sims on show of hands and was unanimously accepted by the Shareholders.

(b) Ms Florence Fenton
Ms F. Fenton retired as a director per Article 114 of the Articles of Association and, being eligible, offered herself for re-appointment as a Director of the Company.

The motion was moved by Mr Craig Sims (TTSPH Proxy) and seconded by Mr Ashwin Nand on show of hands and was unanimously accepted by the Shareholders.

(c) Mr Ronald Kumar
Mr R Kumar retired as a director per Article 114 of the Articles of Association and, being eligible, offered himself for re-appointment as a Director of the Company.

The motion was moved by Mr Shamal Singh (Niranjan Autoport Pte Limited Proxy) and seconded by Mr Ishwar Nand on show of hands and was unanimously accepted by the Shareholders.

(d) Mr Akira Shida
Mr A Shida retired as a director per Article 114 of the Articles of Association and, being eligible, offered himself for re-appointment as a Director of the Company.

The motion was moved by Mr Craig Sims (TTSPH Proxy) and seconded by Mr Ashwin Nand on show of hands and was unanimously accepted by the Shareholders.

Resolution 4:
Appointment of Auditors

The Board proposed that Grant Thornton Fiji Chartered Accountants be re-appointed as the Company's auditors for the year ending 31 March 2027.

The motion was moved by Mr Shamal Singh (Niranjan Autoport Pte Limited Proxy) and seconded by Mr Craig Sims (TTSPH Proxy) on show of hands and was unanimously accepted by the shareholders.

Resolution 5:
Confirmation of Directors Remuneration

(a) It was resolved to approve a director's fee of FJD25K for Ms Florence Fenton for the financial year ending 31 March 2027.

The motion was moved by Mr Craig Sims and seconded by Mr Ashwin Nand on show of hands and was unanimously accepted by the Shareholders.

(b) It was resolved to approve a director's fee of FJD25K for Mr Micheal Yee Joy for the financial year ending 31 March 2027.

The motion was moved by Mr Craig Sims and seconded by Mr Ishwar Nand on show of hands and was unanimously accepted by the Shareholders.

SPECIAL RESOLUTION
Adoption of New Articles of Association

It was resolved as a special resolution that the new Articles of Association tabled at the Annual General Meeting, be adopted as the Articles of Association of the Company in substitution for, and to the exclusion of, the existing Articles of Association of the Company, with effect from the date of lodgement with the Registrar of Companies in accordance with the Companies Act 2015.

The motion was moved by Mr Craig Sims and seconded by Mr Shamal Singh. Having received not less than 75% of the votes cast, the resolution was duly passed as a Special Resolution.

Chairman's Declaration
The Chairman declared that the above resolution was duly passed as a Special Resolution, having received not less than 75% of the votes cast by members entitled to vote on the resolution.

Other Business:
Nil matters arising.

Closure:
The meeting concluded at 2.05 p.m.

By order of the Board of Directors.

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Ronald Kumar	**Priscilla Singh**
Director	Company Secretary