

20 August 2025

Resolutions of the 105th Annual General Meeting of Toyota Tsusho (South Sea) Limited

As per the Notice of Annual General Meeting dated 30 June 2025 (circulated along with the Audited Accounts), the following resolutions were declared and unanimously passed at the Annual General Meeting of Toyota Tsusho (South Sea) Limited held at Asco Motors on 18 August 2025 at 12.30 p.m.

Resolution 1:

Minutes of the previous meeting held on 5 August 2024

To receive, consider and adopt the Minutes of the previous Annual General Meeting held on 5 August 2024 as the correct record of the Meeting.

The motion was moved by Mr Joseph Mow and seconded by Mr William Igo (TTSPH 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 2025

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 2025.

The motion was moved by Mr Ashwin Nand 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 Beneji Hettiarachchi

Mr B Hettiarachchi 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 Mahipriya Meddepola (UTOF Proxy) and seconded by Mr Ashwin Nand on show of hands and was unanimously accepted by the Shareholders.

(b) Mr Yoshiki Nishimura

Mr Y Nishimura 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 Ratnesh Singh (Niranjan Autoport Pte Limited Proxy) and seconded by Mr Ashwin Nand on show of hands and was unanimously accepted by the Shareholders.

(c) Mr Kevin McCarthy

Mr K McCarthy 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 Ishwar Nand 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 2026.

The motion was moved by Mr Mahipriya Meddepola (UTOF Proxy) and seconded by Mr Ishwar Nand 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 FJD15K for Ms Florence Fenton for the financial year ending 31 March 2026.

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

- (b) It was resolved to approve a director's fee of FJD15K for Mr Kevin McCarthy for the financial year ending 31 March 2026.

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

Other Business:
Nil matters arising.

Closure:
The meeting concluded at 1.04 p.m.

By order of the Board of Directors.

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Ronald Kumar
Chief Executive Officer/Director

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Ajitesh Prasad
Company Secretary