



**26 July 2023**

## **Resolutions of the 103<sup>rd</sup> Annual General Meeting of Toyota Tsusho (South Sea) Limited**

As per the notice of the Annual General Meeting (circulated along with the Audited Accounts), the following resolutions were declared to be passed without any objection at the AGM held on 24 July 2023 at 12.30 p.m.

### **Resolution 1:**

#### **Adoption of Financial Statements for the year ended 31 March 2023**

To receive, consider and adopt 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 2023.

The motion was moved by Mr Mahipriya Meddepola (UTOF Proxy) and seconded by Mr Ishwar Nand, which was on show o/hands and was unanimously accepted by the Shareholders.

### **Resolution 2:**

#### **Election of Directors**

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

*(a) Mr Ronald Kumar*

Mr R Kumar retires as a director per Article 105 of the Articles of Association and, being eligible, offers himself for re-appointment as a Director of the Company.

The motion was moved by Mr Ishwar Nand and seconded by Mr Ashwin Nand, which was on show o/hands and was unanimously accepted by the Shareholders.

*(b) Mr Kunihiro Inada*

Mr K Inada retires as a director per Article 105 of the Articles of Association and, being eligible, offers himself for re-appointment as a Director of the Company.

The motion was moved by B Hettiarachchi (TTSPH Proxy) and seconded by Mr Mahipriya Meddepola (UTOF Proxy), which was on show o/hands and was unanimously accepted by the Shareholders.

*(c) Mr Craig Sims*

Mr C Sims retires by rotation as a director per Article 114 of the Articles of Association and, being eligible, offers himself for re-appointment as a Director of the Company.

The motion was moved by B Hettiarachchi (TTSPH Proxy) and seconded by Mr Mahipriya Meddepola (UTOF Proxy), which was on show o/hands and was unanimously accepted by the Shareholders.

**Resolution 3:  
Appointment of Auditors**

The Board proposes that KPMG be re-appointed as company auditors for the year ending 31 March 2024.

The motion was moved by Ms Sunjana Narayan and Davind Lal (for Mr Munish Mayank Lal & Ms Hoshika Hansha Lal) and seconded by Mr Mahipriya Meddepola (UTOF Proxy), which was on show o/hands and was unanimously accepted by the Shareholders.

**Resolution 4:  
Confirmation of Directors Remuneration**

(a) It was resolved to approve a directors fee of FJD10K for Mr Bossley for 31 March 2024.

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

(b) It was resolved to approve a pro-rata directors fee of FJD 5K for Ms Sharyne Fong for the ensuing period, 30 June 2023.

The motion was moved by Mr Mahipriya Meddepola (UTOF Proxy), seconded by Joseph Mow, which was on show hands and was unanimously accepted by the Shareholders.

**Other Business:**

No other matters arising. The meeting concluded at 12.55 p.m.

By order of the Board of Directors.



.....  
**Ronald Kumar**  
Chief Executive Officer/Director



.....  
**Ajitesh Prasad**  
Company Secretary