

**SUPPLEMENTARY PROSPECTUS DATED 2 DECEMBER 2024 TO THE PROSPECTUS DATED
13 SEPTEMBER 2024**

TOYOTA MOTOR FINANCE (NETHERLANDS) B.V.

*(a private company incorporated with limited liability under the laws of the Netherlands, with its corporate seat
in Amsterdam, the Netherlands)*

and

TOYOTA CREDIT CANADA INC.

(a company incorporated with limited liability under the Canada Business Corporations Act)

and

TOYOTA FINANCE AUSTRALIA LIMITED

*(ABN 48 002 435 181, a company registered in New South Wales and incorporated with limited liability in
Australia)*

and

TOYOTA MOTOR CREDIT CORPORATION

(a company incorporated with limited liability in California, United States)

€60,000,000,000

Euro Medium Term Note Programme

This Supplementary Prospectus (the “**Supplementary Prospectus**”), to the Prospectus dated 13 September 2024 (the “**Prospectus**”) which comprises a base prospectus for the purposes of (i) Regulation (EU) 2017/1129 (as amended, the “**Prospectus Regulation**”) and (ii) Regulation (EU) 2017/1129 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018 (the “**UK Prospectus Regulation**”) for each of Toyota Motor Finance (Netherlands) B.V. (“**TMF**” and the “**TMF Base Prospectus**”, respectively), Toyota Credit Canada Inc. (“**TCCI**” and the “**TCCI Base Prospectus**”, respectively), Toyota Finance Australia Limited (“**TFA**” and the “**TFA Base Prospectus**”, respectively) and Toyota Motor Credit Corporation (“**TMCC**” and the “**TMCC Base Prospectus**”, respectively, and TMF, TCCI, TFA and TMCC together, the “**Issuers**” and each an “**Issuer**”), constitutes a supplementary base prospectus for the purposes of Article 23 of the Prospectus Regulation and also Article 23 of the UK Prospectus Regulation in relation to TMF with respect to the TMF Base Prospectus, TCCI with respect to the TCCI Base Prospectus, TFA with respect to the TFA Base Prospectus and TMCC with respect to the TMCC Base Prospectus, and is prepared in connection with the €60,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) established by the Issuers.

The purpose of this Supplementary Prospectus is to (a) incorporate by reference (i) the Unaudited Condensed Semi-Annual Consolidated Financial Statements for the half year ended 30 September 2024 of Toyota Motor Corporation (“**TMCC**”) into the TMF Base Prospectus, the TCCI Base Prospectus, the TFA Base Prospectus and the TMCC Base Prospectus, respectively; (ii) the Half-Yearly Financial Report for the six months ended 30 September 2024 of TMF into the TMF Base Prospectus; and (iii) the Half-Yearly Financial Report for the six months ended 30 September 2024 of TCCI into the TCCI Base Prospectus; and (b) report that (i) each of the Issuers has entered into a 364 day credit facility, a three year credit facility and a five year credit facility; and (ii) each of the Issuers has terminated an existing three year credit facility and an existing five year credit facility and their 364 day credit facility has terminated.

This Supplementary Prospectus is supplemental to, and should be read in conjunction with, the Prospectus and the Supplementary Prospectuses dated 20 September 2024 and 7 November 2024 issued by the Issuers or any Issuer. Each of the TMF Base Prospectus, the TCCI Base Prospectus, the TFA Base Prospectus and the TMCC Base Prospectus has been supplemented by the Supplementary Prospectus dated 7 November 2024. In addition, the TCCI Base Prospectus has been supplemented by the Supplementary Prospectus dated 20 September 2024. Any statement contained in the Prospectus or in a document which is incorporated by reference in the Prospectus shall be deemed to be modified or superseded for the purpose of the Prospectus to the extent that a statement contained in any document which is subsequently incorporated by reference in the Prospectus by way of a supplement (including this Supplementary Prospectus) prepared in accordance with Article 23 of the Prospectus Regulation and Article 23 of the UK Prospectus Regulation modifies or supersedes such earlier statement (whether expressly, by implication or otherwise) and any statement so modified or superseded shall not, except as so modified or superseded, constitute a part of the Prospectus. Terms defined in the Prospectus have the same meaning when used in this Supplementary Prospectus.

This Supplementary Prospectus has been approved by the Central Bank of Ireland, as competent authority under the Prospectus Regulation. The Central Bank of Ireland only approves this Supplementary Prospectus as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation. Such approval should not be considered as an endorsement of any Issuer, TMC or Toyota Financial Services Corporation (“TFS”) or of the quality of the Notes that are the subject of the Prospectus. Investors should make their own assessment as to the suitability of investing in the Notes.

This Supplementary Prospectus has also been approved by the United Kingdom Financial Conduct Authority (the “FCA”), as competent authority under the UK Prospectus Regulation. The FCA only approves this Supplementary Prospectus as meeting the standards of completeness, comprehensibility and consistency imposed by the UK Prospectus Regulation. Such approval should not be considered as an endorsement of any Issuer, TMC or TFS or of the quality of the Notes that are the subject of the Prospectus. Investors should make their own assessment as to the suitability of investing in the Notes.

This Supplementary Prospectus in respect of TMF and the TMF Base Prospectus includes all information contained within this Supplementary Prospectus, together with all documents which are deemed to be incorporated by reference herein, except for any information, including information incorporated by reference, relating to TCCI and TCCI’s Half-Yearly Financial Report for the six months ended 30 September 2024 (including TCCI’s statements of no significant change and no material adverse change).

This Supplementary Prospectus in respect of TCCI and the TCCI Base Prospectus includes all information contained within this Supplementary Prospectus, together with all documents which are deemed to be incorporated by reference herein, except for any information, including information incorporated by reference, relating to TMF and TMF’s Half-Yearly Financial Report for the six months ended 30 September 2024 (including TMF’s statements of no significant change and no material adverse change).

This Supplementary Prospectus in respect of each of TFA and the TFA Base Prospectus and TMCC and the TMCC Base Prospectus includes all information contained within this Supplementary Prospectus, together with all documents which are deemed to be incorporated by reference herein, except for any information, including information incorporated by reference, relating to (i) TMF and TMF’s Half-Yearly Financial Report for the six months ended 30 September 2024 (including TMF’s statements of no significant change and no material adverse change); and (ii) TCCI and TCCI’s Half-Yearly Financial Report for the six months ended 30 September 2024 (including TCCI’s statements of no significant change and no material adverse change).

Each Issuer accepts responsibility for the information contained in its Supplementary Prospectus as described above. Each Issuer confirms that the information contained in its Supplementary Prospectus is, to the best of its knowledge, in accordance with the facts and makes no omission likely to affect its import.

Each of TFS and TMC accepts responsibility for the information contained in this Supplementary Prospectus insofar as such information relates to itself. Each of TFS and TMC confirms that the information about itself contained in this Supplementary Prospectus is, to the best of its knowledge, in accordance with the facts and makes no omission likely to affect its import.

To the extent that there is any inconsistency between (a) any statement in this Supplementary Prospectus or any statement incorporated by reference in the Prospectus by this Supplementary Prospectus; and (b) any other statement in or incorporated by reference in the Prospectus (as previously supplemented from time to time), the statements in (a) above will prevail.

Except as disclosed in this Supplementary Prospectus and the Supplementary Prospectuses dated 20 September 2024 and 7 November 2024, there has been no significant new factor, material mistake or material inaccuracy relating to the information included in the Prospectus which may affect the assessment of Notes issued under the Programme since the publication of the Prospectus.

In accordance with Article 23(2) of the Prospectus Regulation, investors in any Public Offer Jurisdiction (other than the United Kingdom) who have agreed to purchase or subscribe for Notes before this Supplementary Prospectus is published have the right, exercisable before the end of the period of two working days beginning with the working day after the date on which this Supplementary Prospectus was published, to withdraw their acceptances. This right to withdraw will expire by close of business on 4 December 2024. Investors wishing to exercise such right of withdrawal should contact the person with whom they have agreed to purchase or subscribe for the relevant Notes.

In accordance with Article 23(2) of the UK Prospectus Regulation, investors in the United Kingdom who have agreed to purchase or subscribe for Notes before this Supplementary Prospectus is published have the right, exercisable before the end of the period of two working days beginning with the working day after the date on which this Supplementary Prospectus was published, to withdraw their acceptances. This right to withdraw will expire by close of business on 4 December 2024. Investors wishing to exercise such right of withdrawal should contact the person with whom they have agreed to purchase or subscribe for the relevant Notes.

The Dealers have not separately verified the information contained in this Supplementary Prospectus. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility is accepted by the Dealers as to the accuracy or completeness of the information contained or incorporated by reference in the Prospectus by this Supplementary Prospectus.

The distribution of the Prospectus, this Supplementary Prospectus, any other supplements to the Prospectus and any Final Terms and the offering or sale of the Notes in certain jurisdictions may be restricted by law. Persons into whose possession the Prospectus, this Supplementary Prospectus, any other supplements to the Prospectus or any Final Terms come are required by the Issuers, the Dealers and the Arranger to inform themselves about and to observe any such restriction. In particular, there are restrictions on the distribution of the Prospectus, this Supplementary Prospectus, any other supplements to the Prospectus, any Final Terms and other information in relation to the Issuers and the Notes, and the offering or sale of Notes in the United States, the European Economic Area, Belgium, Ireland, Italy, the Netherlands, Spain, the United Kingdom, Japan, Canada, Australia, New Zealand, Hong Kong, the People's Republic of China (which for the purposes of Notes issued under the Programme, excludes the Hong Kong Special Administrative Region of the People's Republic of China, the Macau Special Administrative Region of the People's Republic of China and Taiwan), Singapore and Switzerland. For a further description of restrictions on offers, sales and transfers of Notes and distribution of the Prospectus, this Supplementary Prospectus, any other supplements to the Prospectus and any Final Terms, see the "*Subscription and Sale*" section in the Prospectus. The Notes have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and are subject to U.S. tax law requirements. Subject to certain exceptions, Notes may not be offered, sold or delivered within the United States or to U.S. persons.

None of the Prospectus, this Supplementary Prospectus or any other supplements to the Prospectus constitutes an offer of, or an invitation by or on behalf of the Issuers, the Arranger or the Dealers to subscribe for, or purchase, any Notes.

UNAUDITED CONDENSED SEMI-ANNUAL CONSOLIDATED FINANCIAL STATEMENTS FOR THE HALF YEAR ENDED SEPTEMBER 30, 2024: TOYOTA MOTOR CORPORATION

On 13 November 2024, TMC, the ultimate parent company of the Issuers, filed its First Half Securities Report for the first half ended September 30, 2024, with the Director of the Kanto Local Finance Bureau of the Ministry of Finance of Japan. On 29 November 2024, TMC also filed its Report of Foreign Private Issuer for the month of November 2024, on Form 6-K with the Securities and Exchange Commission (the "**Form 6-K**").

TMC's Unaudited Condensed Semi-Annual Consolidated Financial Statements for the first half ended September 30, 2024, which are contained in the Form 6-K, have been published on the website of the Euronext Dublin (<https://ise-prodnr-eu-west-1-data-integration.s3-eu-west-1.amazonaws.com/202411/30636f9e-b83c-40ee-a729-8e29f2ff637a.pdf>) and filed with the Central Bank of Ireland.

TMC's Unaudited Condensed Semi-Annual Consolidated Financial Statements for the first half ended September 30, 2024, which are contained in the Form 6-K, have also been published on the website of the London Stock Exchange (<http://www.rns-pdf.londonstockexchange.com/rns/12190 1-2024-11-29.pdf>) and filed with the National Storage Mechanism.

By virtue of this Supplementary Prospectus, TMC's Unaudited Condensed Semi-Annual Consolidated Financial Statements, to the extent such information concerns historical data and commentary thereon, for the first half ended September 30, 2024 (excluding all information incorporated by reference therein either expressly or implicitly) are incorporated by reference in, and form part of, the TMF Base Prospectus, the TCCI Base Prospectus, the TFA Base Prospectus and the TMCC Base Prospectus, respectively. The English translation of TMC's Unaudited Condensed Semi-Annual Consolidated Financial Statements is an accurate and direct translation of the original Japanese-language document.

There has been no significant change in the financial performance or financial position of TFS or TMC and their respective consolidated subsidiaries (considered as a whole) since 30 September 2024, the date of the most recently published financial statements of TMC. There has been no material adverse change in the prospects of TFS or TMC since 31 March 2024, the date of the most recently published audited financial statements of TMC.

**HALF-YEARLY FINANCIAL REPORT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2024:
TOYOTA MOTOR FINANCE (NETHERLANDS) B.V.**

On 29 November 2024, TMF published its Half-Yearly Financial Report for the six months ended 30 September 2024 (the “**TMF Half-Yearly Financial Report**”) on the website of the London Stock Exchange (http://www.rns-pdf.londonstockexchange.com/rns/19590_1-2024-11-29.pdf) and filed it with the National Storage Mechanism.

The TMF Half-Yearly Financial Report has also been published on TMF’s website (https://toyotamotorfinance.com/wp-content/uploads/2024/11/TMFNL-Half-Yearly-Financial-Report-Nov-2024-Final.pdf?_gl=1*ruhstv*_up*MQ..*_ga*MjY2Mzg1NjkuMTczMjg3MzUxNw..*_ga_NFNJCMYJC4*MTczMjg3MzUxNy4xLjEuMTczMjg3MzUxOS4wLjAuMA) and filed with the Central Bank of Ireland.

By virtue of this Supplementary Prospectus, the TMF Half-Yearly Financial Report, to the extent such information concerns historical data and commentary thereon (excluding all information incorporated by reference therein either expressly or implicitly) is incorporated by reference in, and forms part of, the TMF Base Prospectus.

There has been no significant change in the financial performance or financial position of TMF since 30 September 2024, the date of the most recently published financial statements of TMF. There has been no material adverse change in the prospects of TMF since 31 March 2024, the date of the most recently published audited financial statements of TMF.

**HALF-YEARLY FINANCIAL REPORT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2024:
TOYOTA CREDIT CANADA INC.**

On 29 November 2024, TCCI published its Half-Yearly Financial Report for the six months ended 30 September 2024 (the “**TCCI Half-Yearly Financial Report**”) on the website of the London Stock Exchange (https://www.rns-pdf.londonstockexchange.com/rns/23990_1-2024-11-29.pdf) and filed it with the National Storage Mechanism.

The TCCI Half-Yearly Financial Report has also been published on the website of Euronext Dublin (<https://ise-prodnr-eu-west-1-data-integration.s3-eu-west-1.amazonaws.com/202411/138a1b6d-9ffa-47b9-be9b-9b5414d08cd7.pdf>) and filed with the Central Bank of Ireland.

By virtue of this Supplementary Prospectus, the TCCI Half-Yearly Financial Report, to the extent such information concerns historical data and commentary thereon (excluding all information incorporated by reference therein either expressly or implicitly) is incorporated by reference in, and forms part of, the TCCI Base Prospectus.

There has been no significant change in the financial performance or financial position of TCCI and its consolidated subsidiaries (considered as a whole) since 30 September 2024, the date of the most recently published financial statements of TCCI. There has been no material adverse change in the prospects of TCCI since 31 March 2024, the date of the most recently published audited financial statements of TCCI.

CREDIT AGREEMENTS: TMF, TCCI, TFA AND TMCC

On 18 November 2024, TMCC filed its Current Report on Form 8-K (the “**Form 8-K**”) with the Securities and Exchange Commission to report that TMCC, together with TMF, TCCI and TFA, entered into a \$5,000,000,000 364-day syndicated credit facility pursuant to a 364 Day Credit Agreement, dated as of 15 November 2024 (the “**364 Day Credit Agreement**”), a \$5,000,000,000 three year syndicated credit facility pursuant to a Three Year Credit Agreement, dated as of 15 November 2024 (the “**Three Year Credit Agreement**”) and a \$5,000,000,000 five year syndicated credit facility pursuant to a Five Year Credit Agreement, dated as of 15 November 2024 (the “**Five Year Credit Agreement**”, and together with the 364 Day Credit Agreement and the Three Year Credit Agreement, the “**Credit Agreements**”) and each of the Credit Agreements is among TMF, TCCI, TFA, TMCC, Toyota Credit de Puerto Rico Corp. (“**TCPR**”), Toyota Financial Services (UK) PLC (“**TFSUK**”) and Toyota Kreditbank GmbH (“**TKG**”), as Borrowers, each lender from time to time party thereto, BNP Paribas, as Administrative Agent, Swing Line Agent and Swing Line Lender, BNP Paribas Securities Corp., BofA Securities,

Inc., Citibank, N.A., JPMorgan Chase Bank, N.A., and MUFG Bank, Ltd., as Joint Lead Arrangers and Joint Book Managers, Citibank, N.A., Bank of America, N.A. and JPMorgan Chase Bank, N.A. as Syndication Agents and Swing Line Lenders and MUFG Bank, Ltd. as a Syndication Agent. TMF, TCCI, TFA and TMCC may borrow funds under each of the Credit Agreements, subject to customary borrowing conditions. Under the Credit Agreements, TMF, TCCI, TFA and TMCC are each subject to certain covenants customary in a transaction of this nature, including negative pledge provisions and limitations on consolidations, mergers and sales of assets.

The 364 Day Credit Agreement has a 364 day term, during which TMF, TMCC and TFSUK may make aggregate drawings not to exceed \$5,000,000,000, TCCI may make drawings not to exceed \$866,800,000, TCPR may make drawings not to exceed \$333,400,000, TKG may make drawings not to exceed \$500,000,000, and TFA may make drawings not to exceed \$1,000,200,000. The aggregate amount of all drawings under the 364 Day Credit Agreement may not exceed the total commitment amount of \$5,000,000,000. In addition, but also under the total commitment amount of \$5,000,000,000, the 364 Day Credit Agreement provides for a swingline sub-facility of up to \$1,250,000,000, of which \$333,400,000 will be available to TFA. The 364 Day Credit Agreement may be used for general corporate purposes and was not drawn upon as of the date of this Supplementary Prospectus.

The Three Year Credit Agreement has a three year term, during which TMF, TMCC and TFSUK may make aggregate drawings not to exceed \$5,000,000,000, TCCI may make drawings not to exceed \$866,600,000, TCPR may make drawings not to exceed \$333,300,000, TKG may make drawings not to exceed \$500,000,000, and TFA may make drawings not to exceed \$999,900,000. The aggregate amount of all drawings under the Three Year Credit Agreement may not exceed the total commitment amount of \$5,000,000,000. In addition, but also under the total commitment amount of \$5,000,000,000, the Three Year Credit Agreement provides for a swingline sub-facility of up to \$1,250,000,000, of which \$333,300,000 will be available to TFA. The Three Year Credit Agreement may be used for general corporate purposes and was not drawn upon as of the date of this Supplementary Prospectus.

The Five Year Credit Agreement has a five year term, during which TMF, TMCC and TFSUK may make aggregate drawings not to exceed \$5,000,000,000, TCCI may make drawings not to exceed \$866,600,000, TCPR may make drawings not to exceed \$333,300,000, TKG may make drawings not to exceed \$500,000,000, and TFA may make drawings not to exceed \$999,900,000. The aggregate amount of all drawings under the Five Year Credit Agreement may not exceed the total commitment amount of \$5,000,000,000. In addition, but also under the total commitment amount of \$5,000,000,000, the Five Year Credit Agreement provides for a swingline sub-facility of up to \$1,250,000,000, of which \$333,300,000 will be available to TFA. The Five Year Credit Agreement may be used for general corporate purposes and was not drawn upon as of the date of this Supplementary Prospectus.

Certain of the lenders participating in the Credit Agreements and their affiliates have in the past and may in the future engage in financing, securities, derivative, commercial banking and investment banking transactions with TMCC and its affiliates, TMF, TCCI and TFA for which they will receive customary fees and expenses.

TCPR is a wholly-owned subsidiary of TMCC, and each of TMF, TCCI, TFA, TMCC, TCPR, TFSUK and TKG, the borrowers under the Credit Agreements, is a direct or indirect subsidiary of TFS, a Japanese corporation, which is itself a subsidiary of TMC. The descriptions set forth in this Supplementary Prospectus of the terms and conditions of each of the Credit Agreements are qualified in their entirety by reference to the full text of such agreements, which were filed, respectively, as Exhibits 10.1, 10.2 and 10.3 to the Form 8-K.

TERMINATION OF THE EXISTING CREDIT FACILITIES

The 364 Day Credit Agreement, the Three Year Credit Agreement and the Five Year Credit Agreement have replaced the 364 Day Credit Agreement dated as of 17 November 2023, the Three Year Credit Agreement dated as of 17 November 2023 and the Five Year Credit Agreement dated as of 17 November 2023. Each of the 364 Day Credit Agreement dated as of 17 November 2023, the Three Year Credit Agreement dated as of 17 November 2023 and the Five Year Credit Agreement dated as of 17 November 2023, among TMF, TCCI, TFA, TMCC, TCPR, TFSUK and TKG, as Borrowers, BNP Paribas, as Administrative Agent, and the other agents and lenders party thereto, terminated or were terminated on 15 November 2024.