MiFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of the manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer's target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer's target market assessment) and determining appropriate distribution channels.

Notification under Section 309B(1)(c) of the Securities and Futures Act (Chapter 289) of Singapore - The Notes are prescribed capital markets products (as defined in the Securities and Futures (Capital Markets Products) Regulations 2018) and Excluded Investment Products (as defined in MAS Notice SFA 04-N12: Notice on the Sale of Investment Products and MAS Notice FAA-N16: Notice on Recommendations on Investment Products).

### **Final Terms**

# **Dated 18 December 2018**

# TOYOTA FINANCE AUSTRALIA LIMITED (ABN 48 002 435 181)

Legal Entity Identifier ("LEI"): 3UKPTDP5PGQRH8AUK042

Issue of HKD 340,000,000 3.02 per cent. Notes due 20 December 2021 under the €50,000,000,000

Euro Medium Term Note Programme established by

Toyota Motor Finance (Netherlands) B.V., Toyota Credit Canada Inc., Toyota Finance Australia Limited and Toyota Motor Credit Corporation

# PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions of the Notes set forth in the Prospectus dated 14 September 2018 and the supplements to it dated 14 November 2018 and 3 December 2018, including all documents incorporated by reference (the Prospectus as so supplemented, the "*Prospectus*") which constitutes a base prospectus for the purposes of the Prospectus Directive (as defined below). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Prospectus. The Prospectus has been published on the website of the London Stock Exchange at <a href="http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html">http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html</a>.

The expression "*Prospectus Directive*" means Directive 2003/71/EC (as amended, including by Directive 2010/73/EU), and includes any relevant implementing measure (for the purpose of the Prospectus, the Terms and Conditions of the Notes set forth in the Prospectus and these Final Terms) in the relevant Member State.

1. (i) Issuer: Toyota Finance Australia Limited

(ii) Credit Support Providers: Toyota Motor Corporation

Toyota Financial Services Corporation

2. (i) Series Number: 236 (ii) Tranche Number: 1

3. Specified Currency: Hong Kong Dollars ("*HKD*")

4. Aggregate Nominal Amount:

(i) Series: HKD 340,000,000 (ii) Tranche: HKD 340,000,000

5. Issue Price: 100.00 per cent. of the Aggregate Nominal

Amount

6. Specified Denominations: HKD 1,000,000 (i) Calculation Amount: HKD 1,000,000 (ii) 7. Issue Date: (i) 20 December 2018

(ii) Interest Commencement Date: Issue Date

8. Maturity Date: 20 December 2021

9. Interest Basis: 3.02 per cent. Fixed Rate

(See paragraph 16 below)

10. Redemption Basis: Redemption at par 11. Change of Interest Basis: Not Applicable 12. Put/Call Options: Not Applicable 13.

Status of the Notes: (i) Senior

(ii) Nature of the Credit Support: See "Relationship of TFS and the Issuers with

the Parent" in the Prospectus dated 14

September 2018 17 August 2018

14 Date Board approval for issuance of

Notes obtained:

15. Negative Pledge covenant set out in Not Applicable

Condition 3:

17.

18.

## PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

16. **Fixed Rate Note Provisions Applicable** 

> Fixed Rate(s) of Interest: 3.02 per cent. per annum payable annually in (i)

> > arrear on each Interest Payment Date

(ii) Interest Payment Date(s): 20 December in each year from, and including,

20 December 2019 up to, and including, the Maturity Date adjusted in accordance with the Modified Following Business Day Convention with the Additional Business Centres for the definition of "Business Day" being Sydney and New York, in addition to Hong Kong and

London

Not Applicable (iii) Fixed Coupon Amount(s): (iv) Broken Amount(s): Not Applicable Fixed Day Count Fraction: Actual/365 (Fixed) (v) Determination Date(s): Not Applicable (vi) **Floating Rate Note Provisions** Not Applicable **Zero Coupon Note Provisions** Not Applicable

# PROVISIONS RELATING TO REDEMPTION

19 **Issuer Call Option** Not Applicable 20. **Issuer Maturity Par Call Option** Not Applicable 21. **Issuer Make-Whole Call Option** Not Applicable 22. **Investor Put Option** Not Applicable

23. **Final Redemption Amount** HKD 1,000,000 per Calculation Amount

#### 24. **Early Redemption Amount**

Early Redemption Amount payable on redemption for taxation reasons or on event of default or other earlier redemption:

HKD 1,000,000 per Calculation Amount

## GENERAL PROVISIONS APPLICABLE TO THE NOTES

#### 25 Form of Notes: **Bearer Notes**

A Temporary Global Note in bearer form without Coupons will be deposited with a common depositary for Euroclear Bank SA/NV ("Euroclear") and Clearstream Banking S.A ("Clearstream, Luxembourg") on or about the Issue Date. The Temporary Global Note is exchangeable for a Permanent Global Note in bearer form on and after the Exchange Date (as defined in the Temporary Global Note and also set out in the "Form of the Notes" section of the Prospectus dated 14 September 2018) upon certification of non-U.S. beneficial ownership.

A Permanent Global Note in bearer form without Coupons will be deposited with a common depositary for Euroclear Clearstream, Luxembourg on or about the Issue Date and is exchangeable (free of charge) in whole, but not in part, for security printed definitive Notes either (a) at the request of the Issuer; and/or (b) upon the occurrence of an Exchange Event (as defined in the Permanent Global Note and also set out in the "Form of the Notes" section of the Prospectus dated 14 September 2018).

26. New Global Note: No

27. Not Applicable Additional Financial Centre(s):

Talons for future Coupons to be attached 28. to definitive Notes:

29. Reference Currency Equivalent (if different from US dollars as set out in Condition 5(h)):

Not Applicable

30. Defined terms/Spot Rate (if different from that set out in Condition 5(h)):

Not Applicable

31. Calculation Agent responsible for calculating the Spot Rate for the purposes of Condition 5(h) (if not the Agent):

Not Applicable

RMB Settlement Centre(s) for the 32. purposes of Conditions 5(a) and 5(h): Not Applicable

Settlement (if different from that set out 33. in Condition 5(h)):

Not Applicable

34. Relevant Benchmark: Not Applicable

# RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms. Signed on behalf of the Issuer:

# TOYOTA FINANCE AUSTRALIA LIMITED (ABN 48 002 435 181)

By: CAROL LYDFORD

Name: Carol Lydford Title: Treasurer

Duly authorised

cc: The Bank of New York Mellon, acting through its London branch

### **PART B – OTHER INFORMATION**

### 1. LISTING AND ADMISSION TO TRADING

(i) Listing and admission to trading:

Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's Regulated Market and for listing on the Official List of the UK Listing Authority with effect from 20 December 2018

(ii) Estimate of total expenses related to admission to trading:

GBP 2,185

### 2. RATINGS

Credit Ratings:

The following ratings reflect ratings assigned to Notes of this type issued under the Programme generally

Moody's Japan K.K. ("Moody's Japan"): Aa3

S&P Global Ratings, acting through S&P Global Ratings Japan Inc. ("Standard & Poor's Japan"): AA-

Moody's Japan and Standard & Poor's Japan are not established in the European Union and have not applied for registration under Regulation (EC) No. 1060/2009 (the "CRA Regulation"). However, Moody's Investors Service Ltd. has endorsed the ratings of Moody's Japan and Standard & Poor's Credit Market Services Europe Limited has endorsed the ratings of Standard & Poor's Japan, in accordance with the CRA Regulation. Each of Moody's Investors Service Ltd. and Standard & Poor's Credit Market Services Europe Limited is established in the European Union and is registered under the CRA Regulation.

Credit ratings are for distribution only to a person (a) who is not a "retail client" within the meaning of section 761G of the Corporations Act 2001 of Australia ("Australian Corporations Act") and is also a sophisticated investor, professional investor or other investor in respect of whom disclosure is not required under Parts 6D.2 or 7.9 of the Australian Corporations Act, and (b) who is otherwise permitted to receive credit ratings in accordance with applicable law in any jurisdiction in which the person may be located.

### 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save as discussed in "Subscription and Sale" in the Prospectus dated 14 September 2018, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer and its affiliates may have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform the services for, the Issuer and its affiliates in the ordinary course of business.

### 4. Fixed Rate Notes only – YIELD

Indication of yield:

3.02 per cent. per annum

Calculated as the yield to maturity on an annual basis on the Issue Date.

As set out above, the yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

### 5. REASONS FOR THE OFFER

Reasons for the offer: As set out in "Use of Proceeds" in the Prospectus dated

14 September 2018

### 6. OPERATIONAL INFORMATION

(i) ISIN: XS1924204230
(ii) Common Code: 192420423
(iii) CFI Code: Not Applicable
(iv) FISN: Not Applicable
(v) Any clearing system(s) Not Applicable

other than Euroclear Bank SA/NV and Clearstream Banking S.A. and the relevant identification number(s):

(vi) Delivery: Delivery against payment

(vii) Names and addresses of additional Paying Agent(s) (if any):

Not Applicable

(viii) Deemed delivery of clearing system notices for the purposes of Condition 16 (*Notices*):

Any notice delivered to Noteholders through the clearing systems will be deemed to have been given on the third day after the day on which it was given to Euroclear Bank SA/NV and Clearstream Banking S.A.

(ix) Intended to be held in a manner which would allow Eurosystem eligibility: Not Applicable

### 7. DISTRIBUTION

(i) Method of distribution: Non-syndicated(ii) If syndicated: Not Applicable

(iii) If non-syndicated, name of Dealer/Purchaser:

Crédit Agricole Corporate and Investment Bank

12, Place des Etats-Unis, CS 70052

92547 Montrouge CEDEX

France

(iv) U.S. Selling Restrictions: Reg. S, Category 2; TEFRA D

(v) The Dutch Selling
Restrictions (Article
5:20(5) Dutch Financial
Supervision Act (Wet op
het financieel toezicht)):

Applicable

(vi) Prohibition of Sales to EEA Retail Investors:

Not Applicable

(vii) Prohibition of Sales to Applicable Belgian Consumers:

LON51506787/18 Page 6