

**SUPPLEMENTARY PROSPECTUS DATED 18 MAY 2010 TO THE PROSPECTUS DATED
18 SEPTEMBER 2009**

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)

€50,000,000,000

Euro Medium Term Note Programme

This Supplementary Prospectus (the “**Supplementary Prospectus**”), to the Prospectus dated 18 September 2009 (the “**Prospectus**”) which comprises a base prospectus for the purposes of Article 5.4 of the Prospectus Directive 2003/71/EC for each of Toyota Motor Finance (Netherlands) B.V. (“**TMF**”), Toyota Credit Canada Inc. (“**TCCI**”), Toyota Finance Australia Limited (“**TFA**”) and Toyota Motor Credit Corporation (“**TMCC**”, and together with TMF, TCCI and TFA, the “**Issuers**” and each an “**Issuer**”), constitutes a supplementary prospectus for the purposes of the Prospectus Directive 2003/71/EC in relation to each of the Issuers, and is prepared in connection with the €50,000,000,000 Euro Medium Term Note Programme (the “**Programme**”) established by the Issuers.

This Supplementary Prospectus is supplemental to, and should be read in conjunction with, the Prospectus and any other supplements to the Prospectus issued by the Issuers or any Issuer. Terms defined in the Prospectus have the same meaning when used in this Supplementary Prospectus.

This Supplementary Prospectus in respect of each Issuer includes all information contained within this Supplementary Prospectus except for information relating to any other Issuer.

Copies of all the documents incorporated by reference in the Prospectus will be available for inspection, throughout the life of the Prospectus, at the specified offices of each of the Paying Agents named as a paying agent for the Programme (but not a paying agent named for a particular Series of Notes) during normal business hours and as described in the Prospectus.

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

Except as disclosed in this Supplementary Prospectus and any supplement previously issued, there has been no significant new factor, material mistake or inaccuracy relating to information included in the Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Prospectus.

Investors should be aware of their rights under section 87Q(4) of the Financial Services and Markets Act 2000.

Each Issuer accepts responsibility for the information contained in its Supplementary Prospectus as described above. Each Issuer confirms that, having taken all reasonable care to ensure that such is the case, the information contained in its Supplementary Prospectus is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect the import of such information.

Toyota Motor Corporation (“TMC”) and Toyota Financial Services Corporation (“TFSC”) each accept responsibility for the information contained in this Supplementary Prospectus insofar as such information relates to itself. TMC and TFSC each confirm that, having taken all reasonable care to ensure that such is the case, the information about itself contained in this Supplementary Prospectus is, to the best of its knowledge, in accordance with the facts and does not omit anything likely to affect the import of such information.

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 in 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, the United Kingdom, Japan, the Netherlands, Canada, Australia, New Zealand, Hong Kong, Switzerland, Ireland and Sweden. 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 “Subscription and Sale” 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, any other supplements to the Prospectus or any Final Terms 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.

STANDARD & POOR’S ANNOUNCEMENT

On 14 May 2010, Standard & Poor’s Ratings Services (“S&P”) affirmed its AA long-term corporate credit and senior unsecured debt ratings of TMC and a number of related entities, including the Issuers and TFSC, and removed the ratings from CreditWatch. The outlook on the long-term corporate credit rating is negative.

Accordingly, (i) the ratings and outlook table set out under the “Credit Ratings” section on page 167 of the Prospectus is replaced by the following table:

<u>NRSRO</u>	<u>Senior Debt</u>	<u>Outlook</u>	<u>Commercial Paper</u>
Standard & Poor’s	AA	Negative	A-1+
Moody’s	Aa2	Negative	P-1

and (ii) the credit rating table set out under the “Controlling Shareholder – Credit Ratings and Credit Support” section on page 16 of the Prospectus will be replaced by the following table:

<u>Rating Agency</u>	<u>Long Term</u>	<u>Outlook</u>	<u>Short Term</u>
Standard & Poor’s	AA	Negative	A-1+
Moody’s	Aa2	Negative	P-1

Credit ratings are not recommendations to buy, sell, or hold securities and are subject to revision or withdrawal at any time by assigning nationally recognised statistical rating organisation (“NRSRO”). Each NRSRO may have different criteria for evaluating risk, and therefore credit ratings should be evaluated independently for each NRSRO.