

**SUPPLEMENTARY PROSPECTUS DATED 7 NOVEMBER 2008 TO THE PROSPECTUS
DATED 26 SEPTEMBER 2008**

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)

€40,000,000,000

Euro Medium Term Note Programme

This Supplementary Prospectus (the “**Supplementary Prospectus**”), to the Prospectus dated 26 September 2008 (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 €40,000,000,000 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”) accepts responsibility for the information contained in this Supplementary Prospectus insofar as such information relates to itself. TMC confirms 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 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 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 “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.

FISCAL YEAR 2009 SECOND QUARTER RESULTS: TOYOTA MOTOR CORPORATION

On 6 November 2008 TMC, the ultimate parent company of the Issuers, announced its financial results for the Second Quarter (April 1, 2008 through September 30, 2008) to the Tokyo Stock Exchange. It also filed its Report of Foreign Private Issuer for the month of November 2008, including the financial results for the Second Quarter (April 1, 2008 through September 30, 2008) on Form 6-K with the Securities and Exchange Commission (the “**Form 6-K**”). The information contained in the Form 6-K has been published on the website of the London Stock Exchange and has been filed with the Financial Services Authority (such information, the “**Filings**”).

By virtue of this Supplementary Prospectus, TMC’s Press Release dated 6 November 2008 and TMC’s Financial Summary for FY2009 Second Quarter (April 1, 2008 through September 30, 2008), in each case to the extent such information concerns historical data and commentary thereon for periods up to 30 September 2008, as is contained in the Filings (excluding all information incorporated by reference therein either expressly or implicitly and excluding any information or statements included in the Filings either expressly or implicitly that is or might be considered to be forward looking and excluding, in respect of TMC’s Financial Summary FY2009 Second Quarter (April 1, 2008 through September 30, 2008), all Excluded Information (as defined below)) are incorporated in, and form part of, the Prospectus.

“Excluded Information” means with respect to (i) TMC’s Press Release dated 6 November 2008, the final two paragraphs of that Press Release which refer to “TMC estimates” and “Commenting on the amended forecasts for FY2009” and (ii) TMC’s Financial Summary FY2009 Second Quarter (April 1, 2008 through September 30, 2008) (a) paragraph 3. headed “Forecast of consolidated results for FY2009 (April 1, 2008 through March 31, 2009)” on page 1, (b) paragraph 3. headed “Qualitative Information Concerning Forecast of Consolidated Financial Results for FY2009” on page 5, (c) the section headed “FY2009 Forecast (2008/4 - 2009/3)” on the first, second and third pages of the “Supplemental Material for Financial Results for FY2009 Second Quarter (Consolidated)” and (d) the section headed “FY2009 Forecast (2008/4 - 2009/3)” on the page headed “Supplemental Material for Financial Results for FY2009 Second Quarter (Unconsolidated)”.