

**SUPPLEMENTARY PROSPECTUS DATED 23RD JULY, 2008 TO THE OFFERING
CIRCULAR AND PROSPECTUS DATED 28TH SEPTEMBER, 2007**

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 Offering Circular and Prospectus dated 28th September, 2007 (the “**Offering Circular and 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 TMCC, 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 Offering Circular and Prospectus and any other supplements to the Offering Circular and Prospectus issued by the Issuers or any Issuer. Terms defined in the Offering Circular and Prospectus have the same meaning when used in this Supplementary Prospectus.

Copies of all the documents incorporated by reference in the Offering Circular and Prospectus will be available for inspection, throughout the life of the Offering Circular and 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 Offering Circular and 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 Offering Circular and Prospectus by this Supplementary Prospectus and (b) any other

statement in or incorporated in the Offering Circular and 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 Offering Circular and Prospectus which is capable of affecting the assessment of Notes issued under the Programme since the publication of the Offering Circular and Prospectus.

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

TMCC accepts responsibility for the information contained in this Supplementary Prospectus. TMCC confirms that, having taken all reasonable care to ensure that such is the case, the information 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 Offering Circular and Prospectus, this Supplementary Prospectus, any other supplements to the Offering Circular and 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 Offering Circular and Prospectus, this Supplementary Prospectus, any other supplements to the Offering Circular and 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 Offering Circular and Prospectus, this Supplementary Prospectus, any other supplements to the Offering Circular and 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 and Switzerland. For a further description of restrictions on offers, sales and transfers of Notes and distribution of the Offering Circular and Prospectus, this Supplementary Prospectus, any other supplements to the Offering Circular and Prospectus and any Final Terms, see “Subscription and Sale” in the Offering Circular and 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 Offering Circular and Prospectus, this Supplementary Prospectus, any other supplements to the Offering Circular and 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.

FORM 10-K/A FILING

On 21st July, 2008 TMCC filed an amended Annual Report for the year ended 31st March, 2008 on Form 10-K/A with the Securities and Exchange Commission (the “**Form 10-K/A**”). A copy of the Form 10-K/A has been published on the website of the London Stock Exchange and has been filed with the Financial Services Authority

and, by virtue of this Supplementary Prospectus, the Form 10-K/A (excluding all information incorporated by reference therein either expressly or implicitly and excluding any information or statements included in the Form 10-K/A either expressly or implicitly that is or might be considered to be forward looking), is incorporated in, and forms part of, the Offering Circular and Prospectus. The Form 10-K/A amends and replaces the Form 10-K filed by TMCC with the Securities and Exchange Commission on 6th June, 2008, which was incorporated by reference into a supplementary prospectus published by TMCC on 9th June, 2008.