

(Securities Code 7203)

June 13, 2019

To All Shareholders:

President Akio Toyoda  
**TOYOTA MOTOR CORPORATION**  
1, Toyota-cho, Toyota City, Aichi Prefecture

## **Notice of Resolutions Adopted at the 115th Ordinary General Shareholders' Meeting**

Dear Shareholder,

The reports made and resolutions adopted at the 115th Ordinary General Shareholders' Meeting (the "General Shareholders' Meeting") today are as follows:

### **Reports:**

Reports on business review, consolidated and unconsolidated financial statements for FY2019 (April 1, 2018 through March 31, 2019) and report by the Accounting Auditor and the Audit & Supervisory Board on the audit results of the consolidated financial statements

Details pertaining to the above were reported.

### **Resolutions:**

Proposed Resolution 1: Election of 9 Members of the Board of Directors

Approved as proposed. The following 9 persons were elected and have assumed their positions as Members of the Board of Directors:

Takeshi Uchiyamada, Shigeru Hayakawa, Akio Toyoda, Koji Kobayashi, Didier Leroy, Shigeki Terashi, Ikuro Sugawara, Sir Philip Craven, and Teiko Kudo.

Mr. Ikuro Sugawara, Sir Philip Craven and Ms. Teiko Kudo satisfy the requirements to be qualified as Outside Members of the Board of Directors as stipulated in Article 2, Item 15 of the Companies Act.

Proposed Resolution 2: Election of 4 Audit & Supervisory Board Members

Approved as proposed. The following 4 persons were elected and have assumed their positions as Audit & Supervisory Board Members:

Haruhiko Kato, Katsuyuki Ogura, Yoko Wake, and Hiroshi Ozu.

Ms. Yoko Wake and Mr. Hiroshi Ozu satisfy the requirements to be qualified as Outside Audit & Supervisory Board Members as stipulated in Article 2, Item 16 of the Companies Act.

Proposed Resolution 3: Election of 1 Substitute Audit & Supervisory Board Member

Approved as proposed. The following person was elected as a substitute Audit & Supervisory Board Member:

Ryuji Sakai.

Mr. Ryuji Sakai is a substitute Outside Audit & Supervisory Board Member for either Ms. Yoko Wake, Mr. Hiroshi Ozu, or Mr. Nobuyuki Hirano who are currently Outside Audit & Supervisory Board Members.

Proposed Resolution 4: Determination of Compensation for Granting Restricted Shares to Members of the Board of Directors (excluding Outside Members of the Board of Directors) and Revision of the Amount of Compensation Payable to Members of the Board of Directors

Approved as proposed. With regard to the compensation payable to Members of the Board of Directors (excluding compensation payable to Members of the Board of Directors as officers or employees, for those who serve concurrently as officers or employees), the maximum Cash Compensation of 4.0 billion yen per year (of which, the maximum amount payable to Outside Members of the Board of Directors is 0.3 billion yen per year) will be reduced to a maximum of 3.0 billion yen per year (of which, the maximum amount payable to Outside Members of the Board of Directors is 0.3 billion yen per year), and the new compensation for granting restricted shares to Members of the Board of Directors (excluding Outside Members of the Board of Directors) will be set at a maximum of 4.0 billion yen per year.

At the Board of Directors meeting held today after the conclusion of the General Shareholders' Meeting, 3 persons were elected as Members of the Board of Directors with special titles and assumed their respective positions.

Chairman of the Board of Directors Takeshi Uchiyamada, Vice Chairman of the Board of Directors Shigeru Hayakawa, President Akio Toyoda, and Member of the Board of Directors Koji Kobayashi were elected and assumed their positions as Representative Directors.

The new Members of the Board of Directors, Audit & Supervisory Board Members, Fellow, Senior Managing Officers, and Managing Officers are as follows:

Chairman of the Board of Directors	Takeshi Uchiyamada	Full-time Audit & Supervisory Board Member	Haruhiko Kato
Vice Chairman of the Board of Directors	Shigeru Hayakawa	Full-time Audit & Supervisory Board Member	Masahide Yasuda
President, Member of the Board of Directors	Akio Toyoda	Full-time Audit & Supervisory Board Member	Katsuyuki Ogura
Member of the Board of Directors	Koji Kobayashi	Audit & Supervisory Board Member	Yoko Wake
Member of the Board of Directors	Didier Leroy	Audit & Supervisory Board Member	Hiroshi Ozu
Member of the Board of Directors	Shigeki Terashi	Audit & Supervisory Board Member	Nobuyuki Hirano
Member of the Board of Directors	Ikuro Sugawara		
Member of the Board of Directors	Sir Philip Craven		
Member of the Board of Directors	Teiko Kudo		

#### [Operating Officers]

##### President; Executive Vice Presidents

President	Akio Toyoda	Executive Vice President	Mitsuru Kawai
Executive Vice President	Koji Kobayashi	Executive Vice President	Shigeki Tomoyama
Executive Vice President	Didier Leroy	Executive Vice President	Moritaka Yoshida
Executive Vice President	Shigeki Terashi		

##### Fellow

Gill A. Pratt

##### Operating Officers

James E. Lentz	Yasuhiko Sato	Satoshi Ogiso	Masahiko Maeda
Kazuhiro Miyauchi	Tatsuro Ueda	Yoshihiro Sawa	Yoichi Miyazaki
Nobuhiko Murakami	Johan van Zyl	Masayoshi Shirayanagi	Kenta Kon *
Kazuhiro Sato	Tetsuo Ogawa	Masashi Asakura	Keiji Yamamoto *

\*Promotions, effective July 1

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