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**MATERIALS FOR THE 121ST ANNUAL GENERAL
MEETING OF SHAREHOLDERS
(MATTERS NOT TO BE STATED IN THE WRITTEN
DOCUMENTS REQUESTED TO BE DELIVERED
BASED ON THE LAWS AND REGULATIONS AND
THE ARTICLES OF INCORPORATION AMONG THE
MATTERS TO BE ELECTRONICALLY PROVIDED)**

**MATTERS CONCERNING DIRECTORS OF THE BOARD OF THE
COMPANY**

- (1) OUTLINE OF THE CONTENTS OF THE LIABILITY LIMITATION
AGREEMENT**
- (2) OUTLINE OF THE DIRECTORS AND OFFICERS LIABILITY INSURANCE
CONTRACT**

MATTERS CONCERNING THE INDEPENDENT AUDITOR

**SYSTEMS FOR ENSURING THE PROPRIETY OF OPERATIONS
AND STATUS OF OPERATIONS OF THE SYSTEMS**

CONSOLIDATED STATEMENT OF CHANGES IN NET ASSETS

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STATEMENT OF CHANGES IN NET ASSETS

NOTES ON THE FINANCIAL STATEMENTS

(April 1, 2022 to March 31, 2023)

June 7, 2023

ISUZU MOTORS LIMITED

Matters concerning the Directors of the Board of the Company

(1) Outline of the contents of the liability limitation agreement

The Company has entered into agreements with five Outside Directors of the Board that limit the liability for damages stipulated in Article 423, Paragraph 1 of the Companies Act up to the minimum liability amount stipulated in Article 425, Paragraph 1 of the said Act, based on the provision of Article 427, Paragraph 1 of the said Act.

(2) Outline of directors and officers liability insurance contract

The Company has entered into a directors and officers liability insurance (D&O insurance) contract stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The scope of the insured under the D&O insurance includes Directors of the Board, Audit & Supervisory Board Members, and Executive Officers of the Company and its subsidiaries, as well as Directors of the Board, Audit & Supervisory Board Members, and Executive Officers of certain affiliates. The insured persons do not pay the insurance premium. The policy covers expenses and damage payments to be borne by the insured persons arising from third party litigation during the insurance period due to an act committed by the insured persons in his/her capacity as such.

Matters concerning the Independent Auditor

(1) Name of the Independent Auditor: Ernst & Young ShinNihon LLC

(2) Fee and Other Amounts Payable to the Independent Auditor:

| | Amount Payable (JPY million) |
|---|---------------------------------|
| Independent Auditor's fee payable by the Company for the current business term | 168 |
| Total cash and other financial profits payable by the Company and its subsidiaries to the Independent Auditor | 546 |

NOTES: 1. Amounts have been rounded down to the nearest one million yen.

2. The Audit and Supervisory Committee agreed to the fee and other amounts payable to the Independent Auditor after careful consideration of the details of the audit plan, time taken by the audit, personnel allocation plan, performance of duties in past business years, and rationale for the calculation of fees, in accordance with the "Practical Guidelines for Cooperation with Independent Auditor" of the Japan Audit & Supervisory Board Members Association.
3. The Company and the Independent Auditor have signed an Audit Contract. This contract, however, does not make a clear distinction between the auditing fees stipulated in the Companies Act and those defined in the Financial Instruments and Exchange Act. These fees cannot be practically separated. The above fee, therefore, is the aggregate amount of these fees.
4. Ernst & Young ShinNihon LLC serves as the Independent Auditor for significant subsidiaries of the Company in Japan, and significant overseas subsidiaries of the Company are subject to the audit of Ernst & Young or Deloitte Touche Tohmatsu.

(3) Non-audit Duties of the Independent Auditor

The Company commissions assurance services and various consulting services, etc. to Ernst & Young ShinNihon LLC, and pays remuneration accordingly.

(4) Policy regarding Decision to Dismiss or Not Reappoint Independent Auditors

- 1) If anything occurs to negatively impact the qualifications or independence of the Independent Auditor, leading the Audit & Supervisory Committee to believe that the Independent Auditor is unlikely to properly perform an audit, the Audit & Supervisory Committee will determine the contents of the proposal about dismissing or not reappointing the Independent Auditor as the proposal submitted to the General Meeting of Shareholders.
- 2) If the Audit & Supervisory Committee unanimously agrees, it will dismiss the Independent Auditor when it confirms that the Independent Auditor falls under any of the items of Article 340, Paragraph 1 of the Companies Act and the proper performance of an audit by the Independent Auditor is seriously impaired.

SYSTEMS FOR ENSURING THE PROPRIETY OF OPERATIONS AND STATUS OF OPERATIONS OF THE SYSTEMS

“Basic policies regarding the development of systems for ensuring the propriety of operations” which was resolved by the Board of Directors Meeting in accordance with the Companies Act and the Regulation for Enforcement of the Companies Act and “general descriptions of the status of operations of systems” which was confirmed by the Board of Directors Meeting are as follows:

The Company has constructed and maintains a system to ensure the propriety of its operations by adopting the following basic policies:

1) System for ensuring that Directors of the Board and employees execute their duties in compliance with the laws and regulations and the Articles of Incorporation

<General description of contents of resolution>

- The Company places utmost importance on thorough compliance. The Company defines “compliance” to mean that all Directors of the Board and employees comply with the laws, and behave in line with high ethical standards to gain the trust of society.
- To secure thorough compliance, we will make sure that all Directors of the Board and employees are familiar with and fully understand the “Basic Policy Measures Relating to Compliance” and the “Code of Conduct Relating to Compliance.”
- The Compliance Committee including outside experts provides the Company with objective advice, supervision, and assessments regarding its compliance promotion system and activities. The Legal Dept. manages and promotes compliance activities which are developed across the Company through the “Compliance Promotion Meeting” that is attended by representatives from each division. Additionally, compliance-related internal auditing functions are secured via auditing by the Corporate Audit Dept.
- The Company has independent Outside Directors of the Board to bring more objectivity, neutrality, and transparency to the Board of Directors in their function as supervisors of our business operations.
- The Company rejects any relationships with antisocial forces or groups, and will respond to them resolutely and refuse their unreasonable demands in the future.

<General description of the status of operations of systems>

- The Compliance Committee held meetings and responded to advice, supervision, and assessments provided regarding the Company’s compliance measures, as well as issues that are reported to the meyasubako (helpline) sited at an outside law firm.
- To increase the effectiveness of internal compliance activities, the Company distributes compliance guidebooks to Directors of the Board, Audit & Supervisory Board Members, and employees, and ensures that they are familiar with and fully understand policies and standards while reviewing the contents from time to time.
- Also, the Company periodically holds council meetings for promoting compliance among the members, who are elected from each division to promote compliance, internally develop compliance-related measures, and monitor the activities of each division.
- In association with the revision to the Whistleblower Protection Act, we have revised the rules for handling whistleblowing, expanded the scope of whistleblowers, strengthened whistleblower protection and strengthened the whistleblowing response framework and thoroughly explained this through in-house groupware, etc.
- To eliminate relationships with antisocial forces or groups, the Company incorporates a clause concerning the elimination of antisocial forces in all written agreements with domestic corporations.

2) System for maintaining and managing information relating to Directors' performance of their duties

<General description of contents of resolution>

- Minutes of the Board of Directors Meetings and other information relating to the Directors of the Board's performance of their duties are appropriately maintained and managed by different departments in accordance with laws and regulations, the "Board of Directors Regulation," and the Company's other bylaws, designating what information is handled by which department. The Chief Executive for Confidential Information Management manages confidential information appropriately in accordance with laws and regulations and the "Rules for Handling Confidential Information."
- The "Information Security Management Meeting" composed of the Group CISO (Chief Information & Security Officer) and division representatives evaluates the implementation status of measures for managing information and information security at each division. The meeting collaborates with the Group CRMO (Chief Risk Management Officer) as necessary, puts in place an appropriate information management system and reports on its status to the Board of Directors when needed to implement thorough information management.

<General description of the status of operations of systems>

- The Company appropriately maintains and manages the minutes of Board of Directors Meetings in accordance with laws and regulations, and the "Board of Directors Regulation." Other information relating to the performance of duties by Directors of the Board is appropriately maintained and managed by designated departments in accordance with the Company's bylaws, such as "Rules for Handling Confidential Information."
- In order to prevent confusion or leakage of confidential information obtained from each collaborative partner upon simultaneously proceeding with a project in collaboration with multiple partners and in order to have the intended officers and employees thoroughly comply with the collaborative information handling rules, training was promptly given to them through e-learning each time (as it was needed).
- For information security, the Company's bylaws on information security and the information security management system were drafted under the Group CISO; Directors of the Board and employees were provided training on such bylaws and systems.
- Each division prepared and maintained divisional business rules based on the relevant rules, promoted education and operation, and confirmed the management status once a year.
- Also, each division implemented measures for information security, and the results of implementation were confirmed quarterly by the Information Security Management Meeting that consists of the Group CISO and representatives from each division.

3) Rules and other systems for managing loss risk

<General description of contents of resolution>

- In accordance with the "Rules for Risk Management," based on three lines of defense, each Division Executive as a risk owner responds to such risks related to the division including the Group companies through business operations, the Group CRMO manages those risk responses by each division, and the Corporate Audit Department, which is independent from divisions and the Group CRMO, decides rationality of risk management structure and systems.
- The Group CRMO convenes the "Risk Management Confirmation Meeting" on a regular basis to follow up the progress of countermeasures for risks, identify the risks that are manifested, and review countermeasures and risk recognition on an ongoing basis. The status of risk management is followed up and assessed by the Board of Directors Meetings on a regular basis. In a crisis, the Company ensures thorough risk management by having the Group CRMO oversee such risk managements, determine, and implement proper responses (including implementation systems), and report on their progress to the Board of Directors as necessary.

<General description of the status of operations of systems>

- We regularly carried out activities according to the plan to regularly implement the PDCA cycle based on the risk management rules under the risk management framework with the group CRMO based on the three lines of defense framework. Also, the progress status of the risk measures including the risk identification and the response framework was confirmed in the Risk Management Confirmation Meeting regularly hosted by the Group CRMO. Particularly, the status of identification and measures of risks related to the supply chain and the international situation was also confirmed. Although there have not been any incidents that immediately impacted the business operation, we will continue to pay close attention to the status as an incident requiring special attention.
- As for the revealed incidents recognized as important, a response framework with the members designated by the Group CRMO was constructed, information was shared, and issues were resolved through inter-divisional collaboration accordingly.
- At the Management Meeting held every quarter, the Company shared information and evaluated management's track record and its responses to company-wide risks during the current business term, including the outcome of the Risk Management Confirmation Meeting, and the Board of Directors Meetings received reports of the result.

4) System for assuring Directors of the Board's efficient execution of their duties

<General description of contents of resolution>

- Decision-making of all or some important business operations will be delegated to Directors of the Board in accordance with Article 399-13, Paragraph 6 of the Companies Act and Article 25 of the Articles of Incorporation. Directors who have been delegated as such by the Board of Directors will make decisions on important business operations and abide by the "Approval Standards and Rules" and other rules.
- In addition to establishing a Mid-Term Business Plan, etc. that is the basic policy regarding business and serves as guideline to decisions made by a Director of the Board regarding business operations, the Board of Directors will monitor whether the Director of the Board makes decisions in line with such policies.
- The Company employs the Executive Officer System to help the Directors of the Board perform their duties properly, and appoints a Group CxO (Chief Officer for each field).

<General description of the status of operations of systems>

- Important business execution decisions were delegated from the Board of Directors to directors. In addition, authority was properly transferred to the Management Meeting and its subordinate bodies based on the Approval Standards and Rules and other rules to efficiently carry out business activity.
- The Board of Directors confirmed the status of business operations by Directors through reporting at Board of Directors Meetings held, on principle, once per month as well as on a necessary basis, whereby the Board of Directors Meeting confirmed that Directors made decisions in line with basic policies regarding business operations.
- Each Executive Officer and Group CxO (Chief Officer for each field) selected by the Board of Directors Meeting executed operations delegated by the Board of Directors Meeting appropriately and efficiently.

5) System for ensuring the propriety of operations of the Corporate Group consisting of the Company and its subsidiaries

<General description of contents of resolution>

- With the objective of enhancing public trust in the Company and the Group based on our policy of serving society in meaningful ways, the Company has established the "Group Vision," the "Corporate Mission," and the "Group Basic Compliance Initiative." The Company takes proper measures to ensure that all Directors of the Board, Audit & Supervisory Board Members and employees of the Group act in accordance with the "Group Vision," the "Corporate Mission," and the "Group Basic Compliance Initiative."
- The Company has asked the Group companies to develop their own compliance systems suited to their respective circumstances and to fully implement said systems, and has additionally asked to develop appropriate risk management structure and response to risks.
- The Company has established "Group Company Management Rules" and "Detailed Rules for Group Company Management," and taken steps to strengthen systems for ensuring the propriety of the Group company operations.
- Company Management continually monitors the activities of the Group companies' managements, receives reports on the status of compliance and risk management and systems for ensuring business efficiency at the Group companies, and requests improvements if the Company determines that they are necessary.
- The Company adopts a system to ensure the reliability of financial reports made under the Financial Instruments and Exchange Act.

<General description of the status of operations of systems>

- The Company has established the "Group Vision," the "Corporate Mission," and the "Group Basic Compliance Initiative," while ensuring that the Group companies thoroughly comply with them.
- As activities to enhance compliance for Group companies, the Company convened in principle on a monthly basis the Group Company Compliance Promotion Meeting, whose members were from domestic Group companies and were responsible for compliance. Also, in order to homogenize the level of activity in the entire Group, the contents of the activities were shared by exchanging information between companies to increase the level of compliance in the entire Group. Also, the domestic Group sales companies were re-informed of the internal reporting system, the risk compliance incident emergency reporting framework including the emergency reporting system to the Independent Auditor was prepared and maintained, and the domestic Group sales companies were informed of it.
- As part of risk management activities for the Group companies, the Group took measures to enhance risk management for the Group as a whole by promoting risk assessment and development of a risk management structures at each domestic and overseas Group company.
- Once a year, Company Management solicits the opinions of managers of each Group company about the state of the management in their company, and also receives reports on the state of compliance and risk management and systems for improving business efficiency at Group companies.
- To enhance the effectiveness of internal controls over financial reports in accordance with the practice standards of the Financial Services Agency, the Company develops company-wide internal controls and operational process controls and evaluates how these controls are performed. As a result from this evaluation, the Company determined that internal controls regarding the financial standing and reporting of the Company were effective as of the last day of the current business term.

6) Matters regarding employees who assist Audit & Supervisory Committee Members in their duties when Audit & Supervisory Committee Members request the assignment of such employees

<General description of contents of resolution>

- At the request of Audit and Supervisory Committee Members, the Company has set up a department called "the Audit and Supervisory Committee Member Support Group," and has assigned employees to assist the Audit and Supervisory Committee Members with their duties.

<General description of the status of operations of systems>

- The Company has set up the Audit and Supervisory Committee Group and assigned employees to assist. They assist the Audit and Supervisory Committee with their duties to ensure the effectiveness of audits, while carrying out administrative duties pertaining to audits by the Audit and Supervisory Committee as well as the affairs of the secretariat of the Audit and Supervisory Committee and the Management Audit Meeting.

7) Maintaining the independence of employees who assist Audit & Supervisory Committee Members from Director of the Board and enhancing the effectiveness of instructions to employees

<General description of contents of resolution>

- The Company ensures that employees who assist Audit and Supervisory Committee Members with their duties are independent from the Directors (excluding Directors serving as Audit and Supervisory Committee Members) and that instructions to such employees are effective. In order to achieve this, such employees are placed under the direct control and supervision of Audit and Supervisory Committee and the Company obtains the prior consent of the Audit and Supervisory Committee when changing, assessing, rewarding, or punishing them.

<General description of the status of operations of systems>

- The Company has established "Audit and Supervisory Committee Support Staff Regulations" to ensure independence from Directors (Excluding Directors Serving as Audit and Supervisory Committee Members) who are also members of the Audit and Supervisory Committee Group.
- The Company listens to the Audit and Supervisory Committee's opinions in advance and assigns, changes, and assesses dedicated employees who belong to the Audit and Supervisory Committee Group with the consent of the Audit and Supervisory Committee.

8) System for encouraging Directors of the Board, employees, and others of the Company and its subsidiaries to report to Audit & Supervisory Committee Members

<General description of contents of resolution>

- The Company adopts a system in which Directors (excluding Directors serving as Audit and Supervisory Committee Members) and Executive Officers and those of equivalent rank and employees of the Company and the Group companies report to Audit and Supervisory Committee on the status of business operations, the status of the Company's and the Group companies' management, and any other matters that need to be reported as agreed by the Company and Audit and Supervisory Committee, to disclose or report necessary and sufficient information whenever requested by Audit and Supervisory Committee.
- The Company cooperates with a liaison conference held on a regular basis to enhance and strengthen audits of the entire Group through mutual collaboration among Audit and Supervisory Committee Members of the Company and Audit & Supervisory Board Members of the Group as necessary.

<General description of the status of operations of systems>

- Requests concerning the audit plan for the current business term formulated by the Audit and Supervisory Committee and for ensuring the effectiveness of the Audit and Supervisory Committee's audit were reported to the Board of Directors' Meeting. Directors (excluding Directors serving as Audit and Supervisory Committee Members) were asked for their understanding and cooperation with the Audit and Supervisory Committee's audit. At the meeting, it was decided to have Standing Audit & Supervisory Committee Members attend important meetings, such as the Management Meeting, as necessary and, under the system for reporting to the Audit and Supervisory Committee, regularly or temporarily make reports on necessary matters as agreed with the Audit and Supervisory Committee. Additionally, minutes of meetings and materials for which regular interviews or access is required were presented in a specific manner. Audit and Supervisory Committee carried out these activities smoothly in conjunction with their regular audits.
- The Company has asked Directors (excluding Directors serving as Audit and Supervisory Committee Members) and employees to comply with requests from the Audit and Supervisory Committee for explanations and reports. They promptly explained and reported information whenever requested by Audit and Supervisory Committee Members.
- Isuzu Group Standing Audit and Supervisory Committee Members Liaison Conferences, whose members are the Standing Audit and Supervisory Committee Members of specific domestic Group companies and Standing Audit and Supervisory Committee Members of the Company, were periodically held, at which members shared and exchanged information on procedures for audits of the Isuzu Group by the Audit and Supervisory Committee and Audit & Supervisory Board Members.

9) System for ensuring that those who make a report to Audit and Supervisory Committee Members are not treated unfairly for making such a report

<General description of contents of resolution>

- The Company prohibits any discriminatory treatment of those who has made a report to the Audit and Supervisory Committee Members in accordance with the preceding Paragraph, and ensures that all Directors of the Board, Audit and Supervisory Committee Members and employees of the Company and Group companies are familiar with and fully understand the above.

<General description of the status of operations of systems>

- The Company has ensured that all Directors of the Board, Audit and Supervisory Committee Members, and employees were familiar with and fully understood that it is prohibited to treat those who make a report to Audit and Supervisory Committee Members unfairly for doing so. There were no cases of anyone being treated unfairly on such grounds.

10) Policy for advance payment or reimbursement of expenses relating to Audit & Supervisory Committee Members' execution of duties and other handling of expenses or obligations arising from the execution of such duties

<General description of contents of resolution>

- If a Director serving as Audit and Supervisory Committee Members requests the Company to make an advance payment of expenses, reimburse expenses, or fulfill obligations related to the execution of his or her duties, the Company promptly deals with such expenses or obligations in accordance with laws and regulations.
- The Company will annually allot an appropriate budget to pay expenses arising from the execution of duties by Directors serving as Audit and Supervisory Committee Members and other costs.

<General description of the status of operations of systems>

- The Company paid expenses arising from the execution of duties of Directors serving as Audit and Supervisory Committee Members promptly after they were incurred.
- A system was developed so that Directors serving as Audit and Supervisory Committee Members may ask the Company to pay expenses if they exceed a previously allocated budget on an emergency or a temporary basis.

11) Other systems for ensuring effective audits by Audit & Supervisory Committee Members

<General description of contents of resolution>

- The Company will ensure that the Corporate Audit Dept. has a direct reporting line to the Audit and Supervisory Committee in addition to a reporting line to the President.
- The Company will obtain the prior consent of the Audit and Supervisory Committee regarding personnel transfers of corporate officers who rank above the General Manager of Corporate Audit Dept. in the chain of command.
- The Company ensures opportunities for Directors serving as Audit and Supervisory Committee Members to attend Management Meetings.
- In addition, with the aim of establishing systems to help Audit and Supervisory Committee Members audit effectively, the Company holds regular discussions with Audit and Supervisory Committee Members and takes necessary steps to meet their requests.

<General description of the status of operations of systems>

- The Corporate Audit Dept. appropriately reports the status of its activities to the President and Audit and Supervisory Committee in accordance with the basic policy of the "Internal Controls system."
- The Audit and Supervisory Committee periodically had meetings with the President to enhance the effectiveness of audits by the Audit and Supervisory Committee. At the meetings, they reported their auditing activities and heard the President's opinions on the management policy and management challenges. They also solicited the Directors' (excluding Directors serving as Audit and Supervisory Committee Members) opinions regarding the performance of their duties, and actively expressed their opinions from the perspectives of the Audit and Supervisory Committee.
- A three-way (Audit and Supervisory Committee, Independent Auditor and Corporate Audit Dept.) liaison conference on the audit of internal controls was periodically held, during which information and opinions were exchanged on the audit plan and the status of its implementation, and reports were received on the results of internal audits and when necessary, the results of audits by Independent Auditors with the aim of strengthening collaboration.

CONSOLIDATED STATEMENT OF CHANGES IN NET ASSETS

(From April 1, 2022 through March 31, 2023)

(millions of yen)

| | SHAREHOLDERS' EQUITY | | | | |
|---|----------------------|-----------------|-------------------|-----------------|----------------------------|
| | Common stock | Capital surplus | Retained earnings | Treasury shares | Total shareholders' equity |
| Balance at beginning of current period | 40,644 | 42,606 | 928,371 | (3,290) | 1,008,332 |
| Changes of items during period | | | | | |
| Dividends of surplus | | | (56,752) | | (56,752) |
| Profit attributable to owners of parent | | | 151,743 | | 151,743 |
| Changes of items due to changing fiscal year-end of consolidated subsidiaries | | | (1,591) | | (1,591) |
| Acquisition of treasury shares | | | | (40) | (40) |
| Disposal of treasury shares | | | | 96 | 96 |
| Change in capital surplus due to transactions with non-controlling interests | | (557) | | | (557) |
| Net changes of items other than shareholders' equity | | | | | |
| Total change of items during period | - | (557) | 93,399 | 55 | 92,898 |
| Balance at the end of current period | 40,644 | 42,048 | 1,021,771 | (3,234) | 1,101,230 |

| | ACCUMULATED OTHER COMPREHENSIVE INCOME | | | | | | NON-CONTROLLING INTEREST | TOTAL NET ASSETS |
|---|---|------------------------------------|------------------------------|---|---|--|--------------------------|------------------|
| | Valuation difference on available-for-sale securities | Deferred gains or losses on hedges | Revaluation reserve for land | Foreign currency translation adjustment | Remeasurements of defined benefit plans | Total accumulated other comprehensive income | | |
| Balance at beginning of current period | 53,990 | (1,102) | 83,952 | 49,459 | (531) | 185,768 | 200,324 | 1,394,425 |
| Changes of items during period | | | | | | | | |
| Dividends of surplus | | | | | | | | (56,752) |
| Profit attributable to owners of parent | | | | | | | | 151,743 |
| Changes of items due to changing fiscal year-end of consolidated subsidiaries | | | | | | | | (1,591) |
| Acquisition of treasury shares | | | | | | | | (40) |
| Disposal of treasury shares | | | | | | | | 96 |
| Change in capital surplus due to transactions with non-controlling interests | | | | | | | | (557) |
| Net changes of items other than shareholders' equity | (11,459) | 1,306 | — | 29,730 | 1,930 | 21,507 | 1,401 | 22,908 |
| Total change of items during period | (11,459) | 1,306 | — | 29,730 | 1,930 | 21,507 | 1,401 | 115,806 |
| Balance at the end of current period | 42,530 | 204 | 83,952 | 79,190 | 1,398 | 207,276 | 201,725 | 1,510,232 |

NOTE: Amounts have been rounded down to the nearest one million yen.

NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS

Basis for Consolidated Financial Statements

1. Scope of Consolidation

- (1) Number of consolidated subsidiaries: 98
- (2) Principal subsidiaries: ISUZU MOTORS SALES LTD.; Isuzu Motors Kinki Co., Ltd.; ISUZU MOTOR SYUTOKEN CO., LTD.; UD Trucks Corporation; Isuzu Motors America, LLC.; Isuzu Motors Co., (Thailand) Ltd.
- (3) Changes in scope of consolidation
- (i) As consolidated subsidiaries KDI Services & Technologies Co., Ltd. and Isuzu Logistics Asia (Thailand) Ltd. were merged as expired companies through absorption, the newly established Isuzu Logistics (Thailand) Co., Ltd., which they were merged with, has been included in the scope of consolidation.
- (ii) Isuzu Motors India China Ltd. has been excluded from the scope of consolidation following liquidation.
- (4) Principal non-consolidated subsidiaries: Hokkaido Isuzu Motors Ltd.
- (5) Reasons for excluding subsidiaries from consolidation
The non-consolidated subsidiaries are small in terms of their total assets, net sales, net income or loss, and retained earnings (attributed to the Company earnings). Thus, they only have minor effects on the consolidated financial statements.

2. Scope of Equity Method

- (1) Number of companies accounted for by the equity method: 51
- (2) Principal companies accounted for by the equity method
- Non-consolidated subsidiaries: ISUZU INSURANCE SERVICE Limited
Affiliates: J-Bus Limited
- (3) Changes in scope of equity method accounting
- (i) DMax, Ltd. has been excluded from the scope of application of the equity method as all of its shares have been transferred.
- (ii) Morioka ISUZU Motor Co., Ltd. has been excluded from the scope of application of the equity method as all of its shares have been transferred.
- (iii) Isuzu Sales Deutschland GmbH has been excluded from the scope of application of the equity method as all of its shares have been transferred.
- (4) Principal companies not accounted for by the equity method
- Non-consolidated subsidiaries: Hokkaido Isuzu Motors Ltd.
Affiliates: Suzuki Unyu Ltd.
- (5) Reasons for not accounting by the equity method
These companies are not accounted for by the equity method because their effect on the consolidated financial statements is not significant, either individually or collectively.

3. Fiscal Period of Consolidated Subsidiaries

Of the consolidated subsidiaries, the accounting date for 16 overseas subsidiaries is primarily December 31. In preparing consolidated financial statements, the Company uses the respective financial statements of subsidiaries as of the accounting date. If significant transactions have been made between the two accounting dates, the Company may make the necessary adjustments. The accounting date for 32 domestic subsidiaries and 50 overseas subsidiaries are the same as the consolidated accounting date.

UD Trucks Corporation and its 13 subsidiaries or affiliates, and Isuzu Motors South Africa (Pty) Limited and its two subsidiaries or affiliates previously had an accounting date of December 31, and the Company used the respective financial statements as of that accounting date and made any necessary adjustments for significant transactions between that accounting date and the consolidated accounting date. However, beginning in the current consolidated fiscal year, these

two companies and their subsidiaries or affiliates have changed their accounting date to match the consolidated accounting date of March 31, or have performed provisional settlement of accounts equivalent to the full settlement of the accounts on the consolidated accounting date. Accordingly, the current consolidated fiscal year consolidates the 12 months from April 1, 2022 to March 31, 2023.

Profits and losses for these consolidated subsidiaries in the period from January 1, 2022, to March 31, 2022 are reconciled through changes in retained earnings.

4. Significant Accounting Policies

(1) Valuation methods for securities

Other securities

- i) Securities other than non-marketable securities, etc.
Securities other than non-marketable securities, etc. are measured at fair value. Changes in unrealized holding gain or loss are directly included in net assets. The cost of securities sold is calculated by the moving average method.
- ii) Non-marketable securities, etc.
Non-marketable securities, etc. are measured at cost determined by the moving average method.

(2) Valuation methods for inventories

- i) Parent company
Inventories are measured at the cost determined by the gross average method.
(Balance sheet values are measured by the method of devaluing book price to reflect decreases in profitability.)
- ii) Consolidated subsidiaries
Inventories are principally measured at cost determined by the specific identification method.
(Balance sheet values are measured by the method of devaluing book value to reflect decreases in profitability.)

(3) Valuation methods for derivative financial instruments

Derivative financial instruments are measured at fair value.

(4) Depreciation of non-current assets

- i) Depreciation of property, plant and equipment (excluding lease assets)
Depreciation of property, plant and equipment is calculated principally by the straight-line method. Some non-current assets are calculated by the declining balance method.
- ii) Amortization of intangible assets (excluding lease assets)
Amortization of intangible assets is calculated by the straight-line method. "Software," included in intangible assets, is amortized by the straight-line method based on the estimated useful lifetime in-house (5 years).
- iii) Lease assets
Lease assets relating to finance lease transactions without transfer of ownership are depreciated over the lease contract's lifetime by the straight-line method. In addition, the residual value is the guaranteed residual value if a guaranteed residual value has been arranged under the lease agreement, and in other cases the residual value is zero.

(5) Basis for provisions and allowances

- i) Allowance for doubtful accounts
With a view to providing for bad debt losses on account receivables and loan receivables, etc., and bad debt expenses, the Company and domestic consolidated subsidiaries provide estimated irrecoverable amount based on the historical default rate for normal receivables and through the individual examination of recoverability for particular receivables such as claims to obligors with high possibility of business failure. Foreign consolidated subsidiaries determine allowances for doubtful accounts by assessing each individual account. The Company makes necessary adjustments to allowance for doubtful accounts in consolidation of elimination of receivables and payables among consolidated subsidiaries.
- ii) Accrued bonus costs
Accrued bonus costs are provided in an amount estimated to cover the bonus payment for services rendered by employees during the fiscal year.
- iii) Accrued directors' bonus costs
Accrued directors' bonus costs are provided in an amount estimated to cover the bonus payment for services rendered by directors during the fiscal year.

- iv) Provision for warranty costs
Provisions for warranty costs are provided to cover the cost of all services anticipated to be incurred during the entire warranty period in accordance with the warranty contracts. These provisions are calculated based on past experience.
 - v) Provision for maintenance costs
Provision for maintenance costs is provided for the portion corresponding to the already leased period out of the total amount anticipated to be incurred during the entire lease period for maintenance costs based on lease contracts, such as lease automobile maintenance costs.
 - (vi) Provision for management board incentive plan trust
Provision for management board incentive plan trust is provided in an amount estimated to cover the payment of Company stock benefits to Directors of the Board and others during the current fiscal year.
- (6) Foreign currency translation
Receivables and payables denominated in foreign currencies are translated into yen at the foreign exchange spot rate on the date of the balance sheet, and differences arising from the translation are included in the statement of income as gains or losses. The Company translates assets and liabilities of foreign consolidated subsidiaries into yen at the foreign exchange spot rate on the date of the balance sheet of each of those subsidiaries. Statement of income accounts are translated using the average foreign exchange rate of the statement of income's period. Translation adjustments are included in the foreign currency translation adjustments account and non-controlling interests account of net assets.
- (7) Hedge accounting
- i) Hedge accounting
 - a. Forward foreign exchange contracts and currency options
Designated hedge accounting is adopted.
(except transactions which do not fulfill the required conditions)
 - b. Interest rate swaps and interest rate options
Deferral hedge accounting or exceptional accounting method specified in the accounting standard for financial instruments is adopted.
 - ii) Hedging instruments and hedged items
 - a. Hedging instruments
Interest rate swaps, interest rate options, forward foreign exchange contracts, and currency options.
 - b. Hedged items
Receivables and payables denominated in foreign currencies, and borrowings.
 - iii) Hedging policy
The Company utilizes derivative financial instruments to avoid risks related to future fluctuations of market prices, within the limits of receivables and payables denominated in foreign currencies and borrowings.
 - iv) Assessment of hedge effectiveness
The Company determines hedge effectiveness by comparing the cumulative changes in cash flows from hedging instruments with those from hedged items. However, this assessment excludes the effectiveness of interest rate swaps accounted by exceptional accounting method.
 - v) Other
The Company has a bylaw on derivative transactions and executes its transactions and risk management based on this bylaw, which stipulates policies, procedures, retention limits, and reporting systems.
- (8) Recognition of material revenue and expenses
- i) Profit on finance lease transactions
Profit on finance lease transactions is recognized based on accounting methods for net sales and cost of sales upon the receipt of lease fees.
 - ii) Profits and expenses
The Group's principal business activities domestically and overseas are CVs and LCVs, such as heavy-duty trucks /buses (Hereinafter, "Heavy-duty (and medium-duty) vehicles"), light-duty trucks /pickup trucks and variants (Hereinafter "Light-duty vehicles"), as well as powertrains (Hereinafter, "Engines and components") which consist of parts for overseas production and engines, transmissions and driveline components, as well as the sale of parts,

maintenance and servicing, and sales of used vehicles (Hereinafter, "Others").

The Company recognizes revenue from domestic sales of heavy-duty (and medium-duty) vehicles, Light-duty vehicles, engines and components as well as parts, etc. principally at the time of delivery when the customer obtains control of the product, and the performance obligation is satisfied.

The Company recognizes revenue from overseas sales of heavy-duty (and medium-duty) vehicles, Light-duty vehicles, parts for overseas production, engines and components as well as parts, etc. principally at the time of delivery when the customer obtains control of the product and the performance obligation is satisfied, at the time of shipment, etc.

The Company recognizes revenue from maintenance and servicing, and sales of used vehicles, etc. at the time of delivery, such as when the services are rendered or the customer obtains control of the product and the performance obligation is satisfied.

(9) Amortization of goodwill and period

The Company estimates the period for goodwill to remain in effect and in principle amortizes that account over 20 years or less after recognition under straight-line method.

(10) Other

Recognition of net defined benefit liability

To provide for payments of retirement benefits for employees, net defined benefit liability is accounted for by posting an amount obtained by deducting pension plan assets expected from projected benefit obligations as of the end of the current fiscal year. Upon calculating net retirement benefit liability, the method of attributing the expect amount of payments of retirement benefits up until the period of the consolidated fiscal year is based on the benefit formula method. Prior service costs are amortized using the straight-line method over a period (mainly 10 years) less than the average remaining years of service of eligible employees. Actuarial gain or loss is amortized using the straight-line method or declining balance method over periods shorter than the average remaining years of service of eligible employees (mainly 10 years) from the following fiscal year of incurrence.

Unrecognized actuarial gain or loss and unrecognized prior service costs are posted to remeasurements of defined benefit plans under accumulated other comprehensive income in the net assets section after adjusting for tax effects.

5. Changes in Accounting Policies

(Adoption of the Guidance on Accounting Standard for Fair Value Measurement)

The Company has adopted the "Guidance on Accounting Standard for Fair Value Measurement" (ASBJ Guidance No. 31, June 17, 2021; hereinafter the "Guidance on Accounting Standard for Fair Value Measurement") from the beginning of the current fiscal year, applying new accounting policies defined in the Guidance on Accounting Standard for Fair Value Measurement over the future, according to the transitional treatment specified in Paragraph 27-2 of the Guidance on Accounting Standard for Fair Value Measurement. This adoption has no influence on the Company's consolidated financial statements of the current fiscal year.

(Application of "Accounting Standard of the United States "ASU" No. 2016-02 "Lease")

Foreign consolidated subsidiaries in the United States have applied the Accounting Standard in the United States (ASU) No. 2016-02 (hereinafter referred to as "the standard") since the beginning of the current consolidated fiscal year. In association with this, right-of-use assets and lease liabilities for all lease transactions of the lessees are recognized in principle.

The method applied in the application of the standard is to recognize the cumulative effect of the application of the standard on the date of initial application, as approved as an interim measure.

As a result of the aforesaid application of the standard, the property, plant and equipment, the current liabilities and the non-current liabilities presented in the consolidated balance sheet for the current consolidated fiscal year increased by 4,664 million yen, 937 million yen and 4,199 million yen, respectively. The impact of the change on profit or loss for the current consolidated fiscal year is immaterial.

6. Notes Concerning Accounting Estimates

(1) Obligations related to field measures (recalls, etc.)

i) Amounts recorded on the consolidated financial statements for the current fiscal year

| | Consolidated balance sheet amount |
|--|-----------------------------------|
| Accrued expenses related to field measures (recalls, etc.) | 11,735 million yen |

ii) Information related to the contents of significant accounting estimates for the identified item

The Group manufactures various products at its plants in Japan and abroad in conformity with stringent quality management standards accepted globally. To maintain and improve quality, the Group strives for early detection and sharing of failure information, conducts assessment for quality improvement throughout the company, and monitors the operational status of company-wide quality management through the Quality Assurance & Customer Satisfaction Improvement Committee.

The Group records accrued expenses to provide for the cost of product recalls, etc.

Such accrued expenses are calculated by multiplying the estimated number of vehicles subject to recalls, etc. by an amount of field measures to be incurred per vehicle.

Major assumptions used in calculating obligations related to recalls, etc. are an estimated number of vehicles subject to recalls, etc. for each case and an amount of field measures per vehicle.

An estimated number of vehicles subject to recalls, etc. is calculated by taking into account the number of vehicles based on notifications, etc. submitted to a competent government agency and implementation rates of free repairs for respective cases. An amount of field measures per vehicle is calculated by estimating the costs of parts and operation man-hours, etc. that are deemed necessary for conducting free repairs for respective cases based on notifications, etc. submitted to a competent government agency.

The Group reviews these estimates on an ongoing basis through examination of the status of actual costs incurred for respective cases of recall, etc.

Obligations related to recalls, etc. that were calculated by the Group have so far been appropriate and there has been no material gap between actual results and calculated amounts.

However, in the estimation of obligations related to recalls, etc., there are uncertainties in major assumptions and therefore if the actual cost of recalls, etc. deviates from estimated amounts, estimated obligations may need to be revised.

Furthermore, if conducting a new large-scale recall campaign, etc., the Group's business results and financial position may be adversely and significantly affected.

(2) Impairment of property, plant and equipment

i) Amounts recorded on the consolidated financial statements for the current fiscal year

| Asset group | Accounting item | Consolidated balance sheet amount |
|---|-------------------------------|-----------------------------------|
| Manufacturing subsidiary based in China | Property, plant and equipment | 9,203 million yen |
| Manufacturing and sales subsidiary based in India | Property, plant and equipment | 6,244 million yen |

ii) Information related to the contents of significant accounting estimates for the identified item

In anticipation of the expansion of logistics demand and the commercial vehicles market in emerging countries, the Group positions certain emerging markets as priority regions and promotes sales activities.

Property, plant and equipment that were acquired by overseas subsidiaries for the purpose of manufacturing commercial vehicles (CV) and pickup trucks and derivatives (LCV), etc. for such emerging markets are primarily recorded as buildings and structures, machinery, equipment and vehicle and land on the consolidated balance sheet.

The Group classifies asset groups into business assets, idle assets and assets for rent, while identifying each of the individual idle assets and assets for rent as a stand-alone asset group.

When indication of impairment is identified on such business assets and assets for rent on account of a decline in market prices and decreased profitability, etc., the Group examines their recoverability on an individual basis.

The recoverable amount of property, plant and equipment is determined based on value in use or net realizable value, whichever is higher.

Value in use is calculated by discounting to the present value the estimated future cash flows generating from the asset group, based on the business plan which was approved by the management of the manufacturing and sales subsidiary. Assumptions that may have a material impact on the calculation of future cash flows include total market demand and share, as well as growth rate. An assumption that may have a material impact on the calculation of value in use is a discount rate. Total market demand and share, as well as growth rate factors in relevant markets take into consideration trends and changes in the operating environment based on the information currently available, with reference to the Group's past results and forecast data by a third-party information agency. WACC (Weighted average capital cost) is used as a discount rate.

Net realizable value is calculated by subtracting the estimated costs of disposal from the fair value of asset or asset group. Fair value, in principle, is based on appraisal values by a third party and is considered a price based on observable market prices. However, if no market price is observable, another price reasonably calculated according to the characteristics of the asset is used as fair value, such as a price calculated by the cost approach with obsolescence taken into account.

As a result of the examination of recoverability during the fiscal year, there is no significant impairment loss recognized.

Demand for vehicles is strongly affected by economic conditions. As such, if economies decelerate and cause total demand in the market to decrease, leading to poor performance of investees in the future, the Group may be required to record an impairment loss.

If uncertainties heighten over the future economic conditions in each emerging market, accounting estimates and assumptions may be significantly affected, which may impair the property, plant and equipment that were acquired by overseas subsidiaries for the purpose of manufacturing CV and LCV for respective emerging markets.

Notes on the Consolidated Balance Sheet

1. Accumulated Depreciation of Property, Plant and Equipment 1,312,501 million yen

2. Revaluation of Business Land

The Company revalues its business land pursuant to the Act on Partial Amendment to the Law to Revise Part of the Land Revaluation Law (Law No. 24 of March 31, 1999). The tax corresponding to this revaluation variance has been stated in liabilities as “deferred tax liabilities for land revaluation,” and the amount deducted this has been stated in net assets as “unrealized holding gain or loss on land revaluation.”

The difference between the total fair value of the revaluated business land at the end of the current consolidated fiscal year and the total book value after revaluation was 61,099 million yen.

Notes on the Consolidated Statement of Changes in Net Assets

1. Number of Shares Issued and Outstanding at the End of the Fiscal Year
 Common stock 777,442,069 shares

2. Details of Dividends Paid as Distribution of Profits

(1) Amount of dividends paid

| Date of Resolution | Type of Stock | Source of Funds for Dividends | Total Amount of Dividends Paid (millions of yen) | Dividend per Share | Record Date | Effective Date |
|--|---------------|-------------------------------|--|--------------------|--------------------|-------------------|
| June 28, 2022 General Meeting of Shareholders | Common stock | Retained earnings | 28,765 | 37.00 yen | March 31, 2022 | June 29, 2022 |
| November 9, 2022 Board of Directors Meeting | Common stock | Retained earnings | 27,987 | 36.00 yen | September 30, 2022 | November 30, 2022 |

(2) Of the dividends whose record date belongs to the current fiscal year, the dividend whose effective date falls in the following fiscal year

| Planned Date of Resolution | Type of Stock | Source of Funds for Dividends | Total Amount of Dividends Paid (millions of yen) | Dividend per Share | Record Date | Effective Date |
|--|---------------|-------------------------------|--|--------------------|----------------|----------------|
| June 28, 2023 General Meeting of Shareholders | Common stock | Retained earnings | 33,428 | 43.00 yen | March 31, 2023 | June 29, 2023 |

Notes on Financial Instruments

1. Matters Relating to the Status of Financial Instruments

The Company restricts investments only for part of deposits and obtains funds mainly from bank borrowings and issuance of bonds. Customer credit risks in connection with trade notes, accounts receivable and contract assets are carefully managed by constantly monitoring receivable balances to customers, in accordance with the Company's internal accounting manual. Investment securities are mainly equity securities issued by affiliates, and it continually monitors their market prices in accordance with the Company's internal rules for securities. Derivatives are used for avoiding risks related to future fluctuations of market prices, within the limits of receivables and payables denominated in foreign currencies and borrowings.

2. Matters Relating to the Fair Values of Financial Instruments

The table below shows the amounts of financial instruments recorded in the consolidated balance sheet and their fair values as of March 31, 2023 (at the end of the current fiscal year) as well as their variances. Non-marketable stocks, etc. are not included in the following table. (See NOTE 1)

| | Consolidated balance sheet amount (*2) | Fair value (*2) | Variance |
|---|--|-----------------|----------|
| (1) Lease receivables and lease investment assets | 199,841 | 199,430 | (411) |
| (2) Investment securities (*3) | 162,459 | 162,770 | 311 |
| (3) Bonds payable | (80,000) | (79,568) | 432 |
| (4) Long-term borrowings (*4) | (396,224) | (393,740) | 2,484 |
| (5) Derivatives (*5) | 630 | 630 | - |

*1 "Cash and deposits," "Trade notes, accounts receivable and contract assets," "Trade notes and accounts payable," "Electronically recorded obligations – operating," "Short-term borrowings" and "Accrued expenses" have been omitted because the fair value approximates the book value due to cash and short term settlements.

*2 The figures in parentheses indicate those posted in liabilities.

*3 Investment securities includes shares of listed affiliates accounted for by the equity method, and the difference in amount is due to the fair values valuation of those shares.

*4 Long-term borrowings include those falling due within one year.

*5 Assets and liabilities arisen from derivatives are offset against each other and stated in net.

NOTE 1:

Non-marketable stocks, etc. are not included in "(2) Investment securities." The amounts of such financial instruments are recorded in the Consolidated Balance Sheet as below.

| Category | This fiscal year (millions of yen) |
|--|------------------------------------|
| Non-listed stocks | 2,449 |
| Stocks of non-consolidated subsidiaries and affiliates | 53,861 |
| Limited liability investment partnerships | 74 |

3. Matters Relating to the Breakdown of the Fair Value of Financial Instruments by Appropriate Classification

The fair value of financial instruments is classified into the following three levels based on the observability and importance of inputs used in valuation of the fair value.

Level 1 fair value: Of observable inputs used in calculation of fair value, fair value for assets or liabilities that is calculated based on quoted prices in an active market

Level 2 fair value: Of observable inputs used in calculation of fair value, fair value that is calculated using inputs other than Level 1 inputs

Level 3 fair value: Fair value that is calculated using inputs for unobservable fair value calculations
When multiple inputs that have a significant impact on the calculation of fair value are used, fair value is classified into the level with the lowest priority in the calculation of fair value, among the levels to which each of the inputs belongs.

(1) Financial instruments recorded by fair value in the Consolidated Balance Sheet

| Category | Fair Value (millions of yen) | | | |
|-----------------------|------------------------------|---------|---------|---------|
| | Level 1 | Level 2 | Level 3 | Total |
| Investment securities | 136,906 | - | 894 | 137,800 |
| Derivatives | | | | |
| Currency related | - | 630 | - | 630 |
| Total Assets | 136,906 | 630 | 894 | 138,430 |

(2) Financial instruments recorded not by fair value in the Consolidated Balance Sheet

| Category | Fair Value (millions of yen) | | | |
|---|------------------------------|-----------|---------|-----------|
| | Level 1 | Level 2 | Level 3 | Total |
| Lease receivables and lease investment assets | - | - | 199,430 | 199,430 |
| Investment securities | 24,969 | - | - | 24,969 |
| Total Assets | 24,969 | - | 199,430 | 224,399 |
| Bonds payable | - | (79,568) | - | (79,568) |
| Long-term loans payable | - | (393,740) | - | (393,740) |
| Total Liabilities | - | (473,308) | - | (473,308) |

NOTE :

Explanation of assessment methods used for calculation of fair value and inputs used in calculation of fair value

Lease receivables and lease investment assets

The fair values of lease investment assets are based on present values discounted by an interest rate which takes into account the period until maturity and credit risk for receivable amounts for each type of receivable as classified according to certain periods. This is categorized under Level 3 fair value.

Investment securities

The fair values of listed shares are classified as level 1 because they are measured based on quoted market prices in active markets. In addition, the fair values of unlisted shares are classified as level 3 as they are measured using valuation techniques, etc. based on the value of net assets.

Bonds payable

Measured based on market prices. This is categorized under Level 2 fair value.

Long-term borrowings

The fair values of long-term borrowings are measured by discounting the future cash flows of principals and interests at an interest rate that would apply for a new loan borrowed under similar conditions. This is categorized under Level 2 fair value.

Derivatives

Derivatives are calculated based on prices, etc. quoted by financial institutions with which we do business and are classified as Level 2 fair value.

Matters on Investment and Rental Property

Disclosures are omitted due to immateriality in amounts.

Notes on Revenue Recognition

- (1) Information on disaggregation of revenues arising from contracts with customers
Information on the disaggregation of revenues arising from contracts with customers is as follows.

(millions of yen)

| | Heavy-duty (and medium-duty) vehicles | Light-duty vehicles | Parts for overseas production | Engines and components | Others (NOTE) | Total |
|--|---------------------------------------|---------------------|-------------------------------|------------------------|---------------|-----------|
| Domestic | 332,066 | 116,163 | - | 59,086 | 371,170 | 878,486 |
| Overseas | 394,775 | 1,479,463 | 44,310 | 112,320 | 174,513 | 2,205,383 |
| Revenues from contracts with customers | 726,842 | 1,595,626 | 44,310 | 171,407 | 545,684 | 3,083,870 |
| Revenues from other sources | | | | | | 111,666 |
| Total | | | | | | 3,195,537 |

NOTE :

Sale of parts, maintenance and servicing, and sales of used vehicles are included in "Others."

- (2) Information to provide a basis for understanding revenue arising from contracts with customers
The Group conducts sales of powertrains and CVs and LCVs such as heavy-duty (and medium-duty) and light-duty vehicles, etc., with domestic and overseas sales companies and consumers as customers.
Customers for parts for overseas production are overseas Group companies that manufacture locally.
For engines, the Group mainly sells industrial engines, of which customers are domestic and overseas industrial machinery manufacturers.
The main customers for components are overseas manufacturers, including Group companies.
The Group reduces a portion of the consideration paid to customers, such as sales commissions, from the transaction price.
The consideration for the sale of products and provision of services is generally received within approximately one year after control of the product is transferred to the customer; no significant financial elements are included.
(Note) "CV," "LCV," and "powertrains" indicate "commercial vehicles," "pickup trucks and derivatives," and "engines, transmissions and driveline components," respectively.

(3) Information to understand the amount of revenue for the current fiscal year and subsequent fiscal years

(i) Contract balance

The balance of receivables arising from customer contracts and contractual liabilities at the beginning and end of the current fiscal year are as follows.

(millions of yen)

| | Beginning of current fiscal year (April 1, 2022) | End of current fiscal year (March 31, 2023) |
|--|---|--|
| Receivables arising from customer contracts (NOTE 1) | 353,494 | 382,352 |
| Contractual assets (NOTE 1) | – | 674 |
| Contractual liabilities (NOTE 2) | 11,171 | 10,514 |

NOTE 1:

Included in the trade notes, accounts receivable and contract assets of the Consolidated Balance Sheet. Amounts are before the deduction of allowance for doubtful accounts.

NOTE 2:

Included in “Others (Current liabilities)” of the Consolidated Balance Sheet.

Contractual liabilities are consideration received by the Group from customers prior to the delivery of products, and are reclassified to revenue when the Group satisfies its performance obligations.

Revenue recognized in the current fiscal year included in the contractual liability balance at the beginning of the period amounted to 8,021 million yen.

The amount of revenue recognized from performance obligations that were satisfied (or partially satisfied) in past periods is immaterial in the current fiscal year.

(ii) Transactions allocated to remaining performance obligations

The total transaction price allocated unfulfilled performance obligations at the end of this current fiscal year and the breakdown by period in which revenue is expected to be recognized are as follows.

(millions of yen)

| | End of current fiscal year (March 31, 2023) |
|---------------|--|
| Within 1 year | 116,305 |
| Over 1 year | 52,370 |
| Total | 168,676 |

The above table does not include information related to remaining performance obligations with original expected terms of one year or less, applying practical expedients.

Notes on Net per Share

| | |
|----------------------|--------------|
| Net Assets per Share | 1,688.01 yen |
| Net Income per Share | 195.75 yen |

Notes on Subsequent Events

There are no relevant items.

Other Notes

Loss related to the Russian business

The Isuzu Group has a consolidated subsidiary that manufactures and sells commercial vehicles and pickup trucks in the Russian Federation.

Due to the continuing situation in Ukraine since February 2022, the environment essential for business activities in Russia has changed significantly. For this reason, the Group temporarily suspended manufacturing at the subsidiary until normal business conditions are restored in Russia, while continuing to examine various possibilities.

However, as the environment required for business success in Russia is still showing no signs of improvement, a 1,668-million-yen write-down on the assets held by the subsidiary is recorded as an extraordinary loss related to the Russian business.

STATEMENT OF CHANGES IN NET ASSETS

(From April 1, 2022 through March 31, 2023)

(millions of yen)

| | SHAREHOLDERS' EQUITY | | | | | | |
|--|----------------------|-----------------------|-------------------------|--|-------------------------|-----------------|----------------------------|
| | Capital stock | Capital surplus | | Retained earnings | | Treasury shares | Total shareholders' equity |
| | | Legal capital reserve | Total capital surpluses | Other retained earnings Retained earnings brought forward | Total retained earnings | | |
| Balance at beginning of current period | 40,644 | 49,855 | 49,855 | 528,182 | 528,182 | (3,259) | 615,422 |
| Changes of items during period | | | | | | | |
| Dividends of surplus | | | | (56,752) | (56,752) | | (56,752) |
| Profit | | | | 186,650 | 186,650 | | 186,650 |
| Purchase of treasury shares | | | | | | (38) | (38) |
| Disposal of treasury shares | | | | | | 96 | 96 |
| Net changes on items other than shareholders' equity | | | | | | | |
| Total changes of items during period | - | - | - | 129,897 | 129,897 | 57 | 129,955 |
| Balance at the end of current period | 40,644 | 49,855 | 49,855 | 658,080 | 658,080 | (3,202) | 745,378 |

| | VALUATION AND TRANSLATION ADJUSTMENTS | | | | TOTAL NET ASSETS |
|--|---|---------------------------------|------------------------------|---|------------------|
| | Valuation difference on available-for-sale securities | Deferred gains or losses hedges | Revaluation reserve for land | Total valuation and translation adjustments | |
| Balance at beginning of current period | 53,355 | (1,102) | 83,952 | 136,205 | 751,628 |
| Changes of items during period | | | | | |
| Dividends of surplus | | | | | (56,752) |
| Profit | | | | | 186,650 |
| Purchase of treasury shares | | | | | (38) |
| Disposal of treasury shares | | | | | 96 |
| Net changes on items other than shareholders' equity | (11,847) | 1,306 | - | (10,541) | (10,541) |
| Total changes of items during period | (11,847) | 1,306 | - | (10,541) | 119,414 |
| Balance at the end of current period | 41,507 | 204 | 83,952 | 125,664 | 871,042 |

NOTE: Amounts have been rounded down to the nearest one million yen.

NOTES ON THE FINANCIAL STATEMENTS

Basis for Financial Statements

1. Valuation Standards and Methods for Securities
 - (1) Security investments in subsidiaries and affiliates
Securities investment in subsidiaries and affiliates are measured at cost determined by the moving average method. Some of the securities have been written-off.
 - (2) Other securities
 - i) Securities other than non-marketable securities, etc.
Securities other than non-marketable securities, etc. are measured at fair value. Changes in unrealized holding gain or loss are directly included in net assets. The cost of securities sold is calculated by the moving average method.
 - ii) Non-marketable securities, etc.
Non-marketable securities, etc. are measured at cost determined by moving average method.
2. Valuation Methods for Derivative Financial Instruments
Derivative financial instruments are measured at fair value.
3. Valuation Methods for Inventories
Inventories are measured at the cost determined by the gross average method.
(Balance sheet values are measured by the method of devaluing book price to reflect decreases in profitability.)
4. Depreciation of Non-Current Assets
 - (1) Depreciation of property, plant and equipment (excluding lease assets)
Depreciation of property, plant and equipment is calculated by the straight-line method. Property with an acquisition cost of 100 thousand yen or more and less than 200 thousand yen is depreciated equally over 3 years.
 - (2) Amortization of intangible assets (excluding lease assets)
Amortization of intangible assets is calculated by the straight-line method.
“Software” included in intangible assets, is amortized by the straight-line method based on the estimated useful lifetime (5 years).
 - (3) Lease assets
Lease assets relating to finance lease transactions without transfer of ownership are depreciated over the lease contract’s lifetime by the straight-line method. In addition, the residual value is the guaranteed residual value if a guaranteed residual value has been arranged under the lease agreement, and in other cases the residual value is zero.
5. Basis for Provisions and Allowances
 - (1) Allowance for doubtful accounts
With a view to providing for bad debt losses on account receivables and loan receivables, etc., and bad debt expenses, the Company provides estimated irrecoverable amount based on the historical default rate for normal receivables and through the individual examination of recoverability for particular receivables such as claims to obligors with high possibility of business failure.
 - (2) Accrued bonus costs
Accrued bonus costs are provided in an amount estimated to cover the bonus payment for services rendered by employees during the fiscal year.
 - (3) Accrued directors’ bonus costs
Accrued directors’ bonus costs are provided in an amount estimated to cover the bonus payment for services rendered by directors during the fiscal year.
 - (4) Provisions for warranty costs
Provisions for warranty costs are provided to cover the cost of all services anticipated to be incurred during the entire warranty period in accordance with warranty contracts. The provisions are calculated based on past experience.
 - (5) Accrued retirement benefits
Accrued retirement benefits are calculated in an amount based on the projected benefit obligation expected and the pension plan assets expected at the end of the current fiscal year. Upon calculating payments of retirement benefit liability, the method of attributing the exact amount of payments of retirement benefits up until the period of the consolidated

fiscal year is based on the benefit formula method. Prior service costs are amortized by the straight-line method over periods shorter than the average remaining years of service of eligible employees (1 year). Actuarial gain or loss is amortized by the straight-line method over periods shorter than average remaining years of service of eligible employees (10 years) from the following fiscal year when the actuarial gain or loss is incurred.

(6) Provision for management board incentive plan trust

Provision for management board incentive plan trust is provided in an amount estimated to cover the payment of Company stock benefits to Directors of the Board and others during the current fiscal year.

6. Foreign Currency Translation

Receivables and payables denominated in foreign currencies are translated into yen at the foreign exchange spot rate on the date of the balance sheet, and any differences arising from the translation are included in the statement of income as gains or losses.

7. Hedge Accounting

(1) Hedge accounting

i) Forward foreign exchange contracts and currency options

Designated hedge accounting is adopted.

(except transactions which do not fulfill the required conditions)

ii) Interest rate swaps and interest rate options

Deferral hedge accounting or exceptional accounting method specified in the accounting standard for financial instruments is adopted.

(2) Hedging instruments and hedged items

i) Hedging instruments

Interest rate swaps, interest rate options, forward foreign exchange contracts, and currency options.

ii) Hedged items

Receivables and payables denominated in foreign currencies, and borrowings.

(3) Hedging policy

The Company utilizes derivative financial instruments to avoid risks related to future fluctuations of market prices, within the limits of receivables and payables denominated in foreign currencies and borrowings.

(4) Assessment of hedge effectiveness

Hedge effectiveness is determined by comparing the cumulative changes in cash flows from the hedging instruments with those from the hedged items. However, this assessment excludes the effectiveness of interest rate swaps accounted by exceptional accounting method.

(5) Other

The Company has a bylaw on derivative transactions and executes its transactions and risk management based on this bylaw, which stipulates policies, procedures, retention limits and reporting systems.

8. Recognition of Revenue and Expenses

The Company's principal business activities domestically and overseas include the sales of CVs such as heavy-duty trucks / buses (Hereinafter, "Heavy-duty (and medium-duty) vehicles") and light-duty trucks (Hereinafter "Light-duty vehicles"), as well as powertrain (Hereinafter, "Engines and components") which consist of parts for overseas production and engines, transmissions and driveline components, as well as the sale of parts, maintenance and servicing, and sales of used vehicles.

The Company recognizes revenue from domestic sales of heavy-duty (and medium-duty) vehicles, light-duty vehicles, engines and components, and parts, etc. principally at the time of delivery when the customer obtains control of the product and the performance obligation is satisfied.

The Company recognizes revenue from oversea sales of heavy-duty (and medium-duty) vehicles, light-duty vehicles, parts for overseas production, engines and components, and parts, etc. principally at the time of delivery when the customer obtains control of the product, at the time of shipment, etc.

9. Deferred Assets

Deferred assets are all accounted as an expense on payment.

10. Other

Accounting related to retirement benefits

The method of accounting for unprocessed amounts of unrecognized actuarial gain or loss and unrecognized prior service costs relating to retirement benefits differs from the method of accounting for these items in the consolidated financial statements.

11. Changes in Accounting Policies

(Application of the Guidance on Accounting Standard for Fair Value Measurement)

The Company has adopted the "Guidance on Accounting Standard for Fair Value Measurement" (ASBJ Guidance No. 31, June 17, 2021; hereinafter the "Guidance on Accounting Standard for Fair Value Measurement") from the beginning of the current fiscal year, applying new accounting policies defined in the Guidance on Accounting Standard for Fair Value Measurement over the future, according to the transitional treatment specified in Paragraph 27-2 of the Guidance on Accounting Standard for Fair Value Measurement. This adoption has no influence on the Company's financial statements of the current fiscal year.

12. Notes Concerning Accounting Estimates

(1) Obligations related to field measures (recalls, etc.)

i) Amounts recorded on the financial statements for the current fiscal year

| | Balance sheet amount |
|--|----------------------|
| Accrued expenses related to field measures (recalls, etc.) | 6,207 million yen |

ii) Information related to the contents of significant accounting estimates for the identified item

The calculation method of the amount of i) is omitted because the same information is provided in "Basis for Consolidated Financial Statements 6. Notes Concerning Accounting Estimates (1) Obligations related to field measures (recalls, etc.)" of the NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS.

(2) Impairment loss of shares of subsidiaries and associates

i) Amounts recorded on the financial statements for the current fiscal year

| Investees | Balance sheet amount |
|--|----------------------|
| Investment in capital of a manufacturing subsidiary based in China | 14,731 million yen |
| Investment in capital of a manufacturing and sales subsidiary based in India | 3,402 million yen |

ii) Information related to the contents of significant accounting estimates for the identified item

The Company makes business investments in various countries including emerging markets. For shares of subsidiaries and associates, etc., if the actual values significantly decline due to deterioration in the financial standing of the issuing companies, and when their recoverability is not substantiated by sufficient proof, the Company recognizes impairment of shares of subsidiaries and associates, etc. and records them in actual values on the balance sheet.

Accrual values of shares of subsidiaries and associates, etc. are, in principle, calculated by multiplying net assets per share by the number of shares held by the Company. Net assets per share are calculated based on the latest financial statements of the issuing companies prepared in accordance with accounting principles generally accepted in the countries, plus subsequent items with significant impact on their financial positions, with valuation difference, etc. taken into account based on the fair values of assets.

When an actual value of shares of subsidiaries and associates, etc. falls to 50% or more of the acquisition price, the Company recognizes a significant decline in the actual value.

If the determination of recoverability is necessary, the Company determines recoverability based on business plans. Assumptions that may have a significant impact on the

estimation of business plans in determining recoverability include market total demand and share. The Company reviews these forecasts based on the latest information available on an ongoing basis.

As a result of examining recoverability, the acquisition price of shares of subsidiaries and associates, of which actual values have significantly declined and their recoverability was not substantiated by sufficient proof, is reduced to the actual value.

In the current fiscal year, there were no significant shares of subsidiaries and associates, etc. whose actual values have significantly declined for which an examination of recoverability was necessary.

Demand for vehicles is strongly affected by economic conditions. As such, if economies decelerate and cause total demand in the market to decrease, leading to poor performance of investees in the future, the Company may be required to record an impairment loss.

Notes on the Balance Sheet

| | |
|--|---------------------|
| 1. Accumulated Depreciation of Property, Plant and Equipment | 544,360 million yen |
| 2. Debts and Credits to Subsidiaries and Affiliates | |
| Short-term credits | 328,552 million yen |
| Long-term credits | 173,925 million yen |
| Short-term debts | 112,563 million yen |
| Long-term debts | 208 million yen |

3. Revaluation of Business Land

The Company revaluates its business land pursuant to the Act on Partial Amendment to the Law to Revise Part of the Land Revaluation Law (Law No. 24 of March 31, 1999). The tax corresponding to this revaluation variance has been stated in liabilities as “deferred tax liabilities for land revaluation,” and the amount deducted this has been stated in net assets as “unrealized holding gain or loss on land revaluation.”

The difference between the total fair value of the revaluated business land at the end of the current fiscal year and the total book value after revaluation was 61,099 million yen.

Notes on the Statement of Income

Transactions with Subsidiaries and Affiliates

| | |
|--|-----------------------|
| Sales to subsidiaries and affiliates | 1,138,033 million yen |
| Purchases from subsidiaries and affiliates | 368,954 million yen |
| Selling, general and administrative expenses | 131,604 million yen |
| Other | 159,407 million yen |

Notes on the Statement of Changes in Net Assets

Type and Number of Shares Held as Treasury Stocks at the End of the Fiscal Year

| | |
|--------------|------------------|
| Common stock | 2,216,354 shares |
|--------------|------------------|

NOTE: Number of shares held as treasury stocks includes 2,185,204 shares held with a trust whose beneficiaries are Directors of the Board, etc.

Notes on Tax-Effect Accounting

1. Significant Components of Deferred Tax Assets and Deferred Tax Liabilities

| | |
|---|----------------------|
| Deferred tax assets | |
| Accrued expenses | 5,969 million yen |
| Provisions for warranty costs | 2,000 million yen |
| Accrued bonus costs | 3,407 million yen |
| Accrued enterprise tax | 636 million yen |
| Inventory write-offs | 1,151 million yen |
| Accrued retirement benefits | 14,583 million yen |
| Write-off of investments | 13,213 million yen |
| Asset retirement obligations | 684 million yen |
| Other | 7,695 million yen |
| Valuation allowance | (17,307) million yen |
| Total amount of deferred tax assets | 32,031 million yen |
| Deferred tax liabilities | |
| Unrealized holding gain or loss on securities | 17,389 million yen |
| Expenses associated with asset retirement obligations | 735 million yen |
| Dividends income | 613 million yen |
| Total amount of deferred tax liabilities | 18,737 million yen |
| Net amount of deferred tax assets | 13,294 million yen |

| | |
|--|-------------|
| 2. Reconciliation of the Effective Tax Rate and the Statutory Tax Rate | |
| Statutory tax rate | 30.6% |
| (Adjustment) | |
| Changes in valuation allowance | 0.3% |
| Foreign withholding tax | 2.9% |
| Dividends received (excluded from taxable income) | (23.6)% |
| Tax credit | (5.1)% |
| Other | 0.5% |
| Effective tax rate after application of tax-effect accounting | <u>5.5%</u> |

Notes on Transactions with Related Parties

Refer to the attachment "Notes on Transactions with Related Parties."

Notes on Revenue Recognition

Regarding information to provide a basis for understanding revenue arising from contracts with customers, disclosures are omitted because the same information is provided in "Notes on Revenue Recognition" of the NOTES ON THE CONSOLIDATED FINANCIAL STATEMENTS.

Notes on Net per Share

| | |
|----------------------|--------------|
| Net Assets per Share | 1,123.60 yen |
| Net Income per Share | 240.77 yen |

Notes on Subsequent Events

There are no relevant items.

(Attachment)**Notes on Transactions with Related Parties**

Transactions with Subsidiaries

(millions of yen)

| Name of Subsidiary | Percentage of Voting Right Owned | Connections with Related Parties | Details of Transactions | Amount of Transaction | Account | Balance Outstanding |
|--------------------------|----------------------------------|--|--|-----------------------|-------------------------------------|---------------------|
| ISUZU MOTORS SALES LTD. | Direct 100.0% | Sales of products; Loans of funds | Sales of vehicles and parts (NOTE 1) | 414,635 | Accounts receivable | 99,793 |
| | | | Loans of funds (NOTE 2) | 250,257 | Short-term loans receivable | 36,216 |
| | | | Collection of loans receivable | 214,040 | | |
| | | | Loans of funds (NOTE 2) | 56,000 | Long-term loans receivable | 56,000 |
| Isuzu Truck (UK) Limited | Indirect 100.0% | Sales of products | Sales of vehicles and parts (NOTE 1) | 16,883 | Accounts receivable | 15,809 |
| UD Trucks Corporation | Direct 100.0% | Loans of funds; Dispatched Director | Loans of funds (NOTE 2) | 159,738 | Short-term loans receivable | 66,798 |
| | | | Collection of loans receivable | 204,789 | | |
| | | | Collection of loans receivable | 10,000 | Long-term loans receivable (NOTE 3) | 125,300 |
| IJTT Co., Ltd. | Direct 43.2% Indirect 0.1% | Purchase of engines and forged and casted drivetrain parts | Purchase of raw materials, etc. (NOTE 1) | 133,800 | Accounts payable | 23,223 |

Transaction conditions and policy on determining transaction conditions

NOTES:

1. Prices and other transaction conditions are determined through negotiation while giving appropriate consideration to market prices and so forth.
2. For loans of funds, interest rates are reasonably determined by consideration of market rates. And some of these Short-term loans receivable is by Cash Management System
3. Includes long-term loans receivables due within one year.