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**Proposal referring to item b) of the Agenda for the Ordinary Meeting of Shareholders of
TOYOTA CAETANO PORTUGAL, S.A. at 30 April 2009.**

In accordance with the terms of item a) of article 376.º number 1 of the Companies Code, the Board submits to the appreciation of the Shareholders, the Director's report and consolidated accounts for 2008 in order that the necessary decision is taken in compliance with applicable legislation.

Vila Nova de Gaia, 14th April, 2009

The Board of Directors