

Document No. YIND-H-PR-23 Rev B	YASKAWA India Private Limited Corporate Social Responsibility (CSR) Policy	
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1.0 Preamble –

At YASKAWA Japan it all began in 1915, through promoting the prints created by Master Munakata a leading woodblock print artist, became the first Japanese artist ever to win the coveted top prize there. And by creating a YASKAWA Mirai (Future) Club, a philanthropic association, was established within the company, in the support of health and welfare, youth, environmental protection, and tree planting. Also YASKAWA Electric co-sponsors the annual Technical College Students' Robot contest, popularly known as "Kosen RoboCon", support this educational opportunity to encourage many young students to get involved in manufacturing and hope to foster the next generation of talent.

2.0 Definitions and Abbreviations

- The 'Act' means the Companies Act, 2013 as amended from time to time.
- 'Board' means the Board of Directors of the Company.
- 'Company' or 'YIND' refers to "Yaskawa India Private Limited".
- 'CSR' or 'Corporate Social Responsibility' means and includes but not limited to projects, programs and allied activities as may be undertaken by the Board, CSR Committee or such other person as may be authorised in this regard.
- 'CSR Activities' means the activities undertaken by the YIND in pursuance to its CSR Policy and Schedule VII of the Act.
- 'Implementing Agency' refers to the trust, society or a company registered under Section 8 of the Act or any Non-Governmental Organisation, having such qualifications as may be prescribed in this regard and assisting the Company, in undertaking its CSR activities.
- 'Rules' refer to the Companies (Corporate Social Responsibility Policy) Rules, 2014, including any statutory amendments thereof from time to time
- 'Policy' or 'this Policy' or 'CSR Policy' means the Corporate Social Responsibility Policy of the Company as amended from time to time.
- 'Schedule VII' refers to Schedule VII of the Companies Act, 2013
- "Teams" shall refer to the meaning as assigned under Annexure II;
- 'Year' or 'Years' relates to the financial year of the Company during which it is obligated to spend the CSR amount/carry out CSR activities as per the applicable provisions of the Act and Rules.

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HR Department	CSR Committee	Directors
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3.0 Corporate Social Responsibility Policy

YIND is committed to ensuring the social wellbeing of the communities in the vicinity of its operations through Corporate Social Responsibility initiatives (CSR).

This CSR Policy has been framed in accordance with the applicable provisions of the Act and the CSR Rules notified thereunder and the Board will be responsible to ensure that the statutory requirements as may be prescribed from time to time under the Act and the CSR Rules are complied with.

This Policy encompasses the Company's broad philosophy, vision and mission towards social responsibilities and lays down the guidelines, direction and mechanism for undertaking such projects, programs and activities.

The Board may subject to the compliance with applicable law, at any time approve or alter, amend or modify this CSR Policy as it deems fit upon recommendation by the CSR Committee to comply with the statutory obligation to undertake CSR activities and clarify any doubts or rectify any anomalies that may exist in connection with the objective, activities and the effective implementation of this Policy.

YIND shall engage with the community by undertaking the below CSR activities primarily relating to education, health and environment and such other activities as may be identified from time to time which falls under the activities specified under Schedule VII:

1. Augmenting promoting **education** system with emphasis on physically challenged / disables
2. Promoting & strengthening **health** facility through awareness programs, encouraging sports & providing mid-day meals
3. To create safe & good **environment** though energy saving and human risk minimising products, proper waste management and improving surroundings through tree plantation

YIND thrust areas in line with the activities as suggested in the Schedule VII of the Companies Act

- Facilitate assistance during natural disasters, as appropriate
- Build and strengthen community institutions and stakeholder engagement
- Collaborate with Civil Society, NGO, Industry Associations and Government institutions etc.
- Encourage its employees for volunteering
- Undertake CSR initiatives (Annexure-I) with the aim that over time these become self-sustainable
- Engage with disadvantaged sections of the community
- The CSR team & Board will Monitor, Review and Evaluate (Annexure-II) CSR activities and expenses on a periodic basis as per the calculation of 2% of the

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average net profit of the Company made during the three immediately preceding financial years.

- Communicate the CSR activities to stakeholders as per the regulatory requirement if any.

4.0 CSR Committee

A. Constitution and Reconstitution of the CSR Committee:

- The CSR Committee shall be constituted by the Board in accordance with the provisions of the Act comprising with at least 3 (three) Directors or such number of Directors as may be prescribed and made applicable under the Act or Rules, out of which at least one director shall be an independent director provided that where a company is not required to appoint an independent director under sub-section (4) of section 149, it shall have in its Corporate Social Responsibility Committee two or more directors
- In case the number of the members of CSR Committee falls below such number as prescribed, the Board shall nominate any other Director to be the member of the CSR Committee.

B. Responsibilities of the CSR Committee:

- Formulating and recommend to the Board for amending the CSR Policy, including the nature and type of CSR activities to be carried on along with their budgets as well as recommendation pertaining to any subsequent change/ modification to the process, monitoring and implementation of CSR activities;
- Prescribing criteria, guidelines and process for shortlisting and identification of implementing agencies for the purposes of carrying out CSR activities and such other related matters;
- Recommending an appropriate implementation and monitoring mechanism for undertaking the CSR activities of the Company; and
- Periodically update the Board on the progress being made in the planned CSR Activities.

C. Responsibilities of the Board:

The Board in recommendation with the CSR Committee may identify and designate staff to provide adequate assistance (viz. data collection, survey, quotations and costs involved etc.) to the CSR Committee to enable it to make necessary recommendations to the Board. For the said purpose, the Board or the CSR Committee may also approach experts or implementation agencies for necessary assistance as it may deem fit at such costs as may be considered necessary.

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Based on the recommendations of the CSR Committee, the Board may approve the following:

- a) The specific CSR Activities that should be undertaken from time to time, including carry forward, postponement or changes in the proposed CSR activities schedule during the year;
- b) The amount of the CSR Expenditure to be incurred on each of the CSR Activity; and
- c) Whether the CSR Activities will be undertaken directly or through an implementing agency or in collaboration with any other companies, including availing services of any NGOs and record reasons for the same.

D. Meeting of the CSR Committee

- o The meeting can be held through audio-visual electronic communication facilities provided that the number of members required to form a valid quorum participate at the meeting.
- o The Board shall nominate the Chairperson of the CSR Committee. In the event that Board does not nominate the Chairman, the members of the CSR Committee may appoint the Chairperson among themselves and determine his term.
- o In the event that the Chairperson is not present for any meeting, the members of the CSR Committee shall nominate a Chairperson from amongst themselves.
- o The quorum for a meeting of the CSR Committee shall be 2 (two) directors. The quorum shall be present not only at the time of commencement of the meeting but also while transacting any business and throughout the meeting.
- o Any questions at any meeting shall be decided by a majority of the votes of the members present at the meeting provided, however, that, in the event that there is a deadlock between / amongst the members, the Chairperson shall have a second or a casting vote.
- o Minutes of the meetings shall be prepared within a period of 30 days from the date of the meeting and shall be signed by the Chairperson of the meeting.

E. CSR Expenditure and Allocation

- o The CSR Committee shall recommend the budget for undertaking its CSR activities which shall not be less than 2% of the average net profits of the Company made during the three immediately preceding financial years.

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- The Board may approve the grant of amounts for all CSR Activities on the basis of the recommendation of the CSR Committee with due consideration of the respective cost break-up with respect to the CSR activities undertaken by the Company.
- The Board may approve the allocation of the CSR Expenditure on the CSR Activities and, to the extent possible, shall give preference to the local areas and areas around it where it operates.
- Companies may build CSR capacities of their own personnel as well as those of their implementing agencies through institutions with established track records of at least three financial years but such expenditure shall not exceed five percent of total CSR expenditure of the Company in one financial year.
- The expenses incurred in pursuance of the activities undertaken in the normal course of business or any surplus generated out of such activities shall not be considered as expenditure or surplus towards CSR.
- In the event that the Company fails to spend such amount as mentioned above, the CSR Committee shall apprise the Board of the reasons thereto and the Board shall disclose the reasons and justification for the deficiency, in the Board’s Report or as per the applicable provisions of the Act and Rules as amended from time to time.

F. Implementation:

- The Board along with the CSR Committee and the teams as stated under Annexure II shall be responsible for implementation of this CSR Policy.
- To the extent feasible, a project-based accountability approach to stress on the long term sustainability of CSR Activities shall be recommended by the CSR Committee to the Board for its adoption, which shall be inclusive of the indicative action plan and implementation schedule (timelines) for the CSR projects, and programs.

G. Vehicle for implementation

- The CSR Committee and teams may conduct or undertake CSR Activities either through designated staff or through other qualifying implementation agencies.
- In the event that the CSR Activity is proposed to be implemented through an implementation agency, the CSR Committee shall execute such suitable documents / agreements, with the prior approval of the Board with such agencies for the purposes of implementation of the CSR Activity and lay down the functional modalities for the implementing agency from time to time.
- Baseline survey would be conducted by the implementing agency, if any, such implementation agency shall chart the stages of execution through planned

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processes, measurable targets, mobilization and allocation of budgets and prescribed timelines on the project and programs relating to the CSR activities of the Company.

If it is observed that any CSR Activity taken up for implementation is found not properly implemented, the CSR Committee, with approval of the Board, may discontinue funding the project at any time during the course of implementation and use such funds for any other project. **Annexure I**

YIND CSR initiatives			
YIND Thrust Area's	Activities	Outcome Indictors	Output
Education	<ol style="list-style-type: none"> 1. Special Coaching - Vocational Skills training, Skill development etc. 2. Learning Aids 3. Livelihood enhancement projects 4. Any other CSR activities pertaining to Education as covered under the Schedule VII 	<ol style="list-style-type: none"> 1. Number of students covered 2. Number of students provided with Aids 	<ul style="list-style-type: none"> ▪ Number of students able to use skill up ▪ Discernible improvement in results (Eg.: Pass %, writing & reading skills, etc.,)
Health, eradicating hunger, poverty and malnutrition, safe drinking water, sanitation	<ol style="list-style-type: none"> 1. Behavior change communication 2. Blood donation camp 3. Eradicating poverty, hunger and malnutrition 4. Sanitation and safe drinking water 5. Any other CSR activities pertaining to health as covered under the 	<ol style="list-style-type: none"> 1. Sanitation & having safe drinking water 2. Number of camps Organised 	<ol style="list-style-type: none"> 1. Number of Children <ul style="list-style-type: none"> ▪ access sanitation toilets ▪ Getting safe drinking water 2. Programs Organised & reported 3. Number of employee volunteered to participate and quantum of donation made

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	Schedule VII		
Environment	<ol style="list-style-type: none"> 1. Waste management Tree plantation 2. Agro Forestry 3. Conservation of natural resources 4. Environment sustainability 5. Any other CSR activities pertaining to environment as covered under the Schedule VII 	<ol style="list-style-type: none"> 1. Number of beneficiaries, gained from funds obtained 2. Numbers of tree saplings distributed 	<ol style="list-style-type: none"> 1. Benefits provided through funds raised by waste management 2. Programs Organised & reported
Infrastructure Development	<ol style="list-style-type: none"> 1. Schools 2. Old age homes 3. Widow homes 4. Slum area Development 5. Rural development projects 6. Orphanage 7. Homes and hostels for women and orphans 8. Senior citizens welfare homes 9. Any other CSR activities pertaining to infrastructure development as covered under the Schedule VII 		
Sports	<ol style="list-style-type: none"> 1. Training to promote rural sports, nationally recognized sports, Paralympic sports 	<ol style="list-style-type: none"> 1. Number of sports & events supported 	<ol style="list-style-type: none"> 1. Number of athletes benefited and trained from the training
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	and Olympic sports		
Heritage art and culture	<ol style="list-style-type: none"> 1. Protection of national heritage, art and culture 2. Setting up public libraries 3. Promotion and development of traditional arts and handicrafts 	<ol style="list-style-type: none"> 1. Number of monuments protected 2. Number of public libraries setup 	<ol style="list-style-type: none"> 1. Monuments protected 2. Libraries setup
Technology incubators	<ol style="list-style-type: none"> 1. Funding of technology incubators located within academic institutions 	<ol style="list-style-type: none"> 1. Number of incubators funded 	<ol style="list-style-type: none"> 1. Startup companies who gained from the funding of incubator
Armed forces veterans	<ol style="list-style-type: none"> 1. Measures to benefit the armed forces veterans, war widows and their dependents 	<ol style="list-style-type: none"> 1. Number of families of armed forces veterans who benefit from the funding 	

Donation - Contribution to the Clean Ganga Fund, Swachh Bharat Kosh, Prime Minister's National Relief Fund, or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;

Note - The CSR projects or programs or activities that benefit only the employees of the Company and their families shall not be considered as CSR activities in accordance with section 135 of the Act.

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Annexure II:

Monitoring, Review and Evaluation

There are three levels of monitoring and review undertaking for CSR initiative

Level 1: Local reviews by corporate social responsibility team

Level 2: Senior management review on the progress, effectiveness, action plans and support required

Level 3: Board of Directors & CSR Committee on need basis

Level 1 and 2 are collectively referred as "Teams".

Evaluation: CSR team using CSR program effectiveness index and other tools on annual basis to assess the outcome

Besides evaluation, the basis for engaging with community is undertaken through socio-economic baselines studies to assess the community needs and priorities and align the community development program to meet the objectives. All divisions have to undertake baseline studies prior to developing programs and implementing programs with a defined geography in vicinity of operations in a phased manner.

Note - CSR Committee from time to time will further apprise the Board of Directors

CSR POLICY needs to be reviewed, if there are any changes in the provisions of Companies Act, 2013.

CSR Committee Composition:

A committee of Board of Directors has been formed in pursuance of the provisions of companies Act 2013. YASKAWA India CSR Committee comprises (A) 3 Directors (B) Legal and Compliances (C) Corporate and Divisional employees group

	Team	Individual Names	Responsibilities
(A)	Company Level	1. Akinori Urakawa 2. Shailendra Salvi 3. Kazuhiro Nonaka	Board of Directors
(B)	Secretary, Legal and Compliances	1. Ediga Sraavan Kumar Goud	Company Secretary
(C)	Corporate & Division Level	1. Harish BS (HR & GA) 2. Kishore Kumar (F&A) 3. Lokesh Kumar Patel (R&D) 4. Sanjay Tiwari (F&A)	CSR Team

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Contributors: All YIND Company employees across the division would be contributing at the capacity of volunteers on the programs & activities

Reporting Framework:

*Give details of implementing agency

1. A Brief outline of the company's CSR policy - overview of projects or programs proposed to be undertaken and a reference to the weblink to CSR policy and project's or programmes
2. Composition of the CSR Committee
3. Average net profit for the last 3 financial years
4. Prescribed CSR Expenditure (i.e. 2% of the amount as in item 3 above)
5. Details of CSR spend during the Financial year :
 - a) Total to be spent for the financial year
 - b) Amount unspent, if any
 - c) Manner in which the amount spent during the financial year is detailed below:

1.	2.	3.	4.	5.	6.	7.	8.
S No. :	CSR Project / Activity	Sector in which project is located	Project / Programme	Amount Outlay (Budget)	Amount spent on projects or Programs 1. Direct 2. Over-heads)	Cumulative expenditure spend up to the reporting period	Amount spent direct / through implementing agencies*
1.							
2.							
3.							

* Give details of implanting agency.

6. Reasons for not spending the amount specified in item 5 (b) if any:
7. Responsibility statement of CSR Committee that policy, implementation and monitoring complies with the CSR objectives in letter and spirit

Signature of Directors

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Annexure III:

CSR Budget

FORMAT

YIND Thrust Area's	Activities	Amount (MINR)
Education	<ol style="list-style-type: none"> 1. Special Coaching – Vocational Skills training, Skill development etc. 2. Learning Aids 3. Any other CSR activities pertaining to Education as covered under the Schedule VII 	
Health	<ol style="list-style-type: none"> 1. Behavior change communication 2. Promoting Sports & Events 3. Blood donation camp 4. Any other CSR activities pertaining to health as covered under the Schedule VII 	
Environment	<ol style="list-style-type: none"> 1. Waste management 2. Tree plantation Any other CSR activities pertaining to environment as covered under the Schedule VII	
Infrastructure Development	<ol style="list-style-type: none"> 1. Schools 2. Old age homes 3. Widow homes 4. Slum area Development. 5. Any other CSR activities pertaining to infrastructure development as covered under the Schedule VII 	
Donation	<ol style="list-style-type: none"> 1. Prime Ministers relief fund 2. Clean Ganga fund 3. Any other fund set up Central Government covered under Schedule VII 	
Total		

Amendment

The CSR Committee is empowered to amend or modify the CSR Policy and such changes shall be placed before the Board for its approval. The Board may subject to compliance with applicable law, at any time approve or alter, amend or modify the CSR Policy, as it deems fit to comply with the statutory obligation to undertake the CSR Activities.

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