

Document No. YIND-H-PR-23 Rev C	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, the first Japanese artist ever to win the coveted top prize there, and by creating a YASKAWA Mirai (Future) Club, a philanthropic association, 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", to support 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

- 2.1 The ‘Act’ means the Companies Act, 2013 as amended from time to time.
- 2.2 ‘Board’ means the Board of Directors of the Company.
- 2.3 ‘Company’ or ‘YIND’ refers to ‘Yaskawa India Private Limited’.
- 2.4 ‘CSR’ or ‘Corporate Social Responsibility’ means and includes but not limited to projects, programs and allied activities as may be undertaken by the Company in pursuance of its statutory obligation specified under the Act, Rules and its CSR Policy.
- 2.5 ‘CSR Activities’ means the activities undertaken by the Company in pursuance of its CSR Policy and Schedule VII of the Act.
- 2.6 ‘Implementing Agency’ refers to the trust, society or a company registered under Section 8 of the Act or established by the Central Government or State Government or entity established under an Act of Parliament or Sate Legislature any Non-Governmental Organization, having such qualifications as may be prescribed in the Act, registered with Central Government and assisting the Company, in undertaking its CSR activities.
- 2.7 ‘Rules’ refer to the Companies (Corporate Social Responsibility Policy) Rules, 2014, including any statutory amendments thereof from time to time
- 2.8 ‘Policy’ or ‘this Policy’ or ‘CSR Policy’ means the Corporate Social Responsibility Policy of the Company as amended from time to time.
- 2.9 ‘Schedule VII’ refers to Schedule VII of the Companies Act, 2013
- 2.10 ‘Teams’ shall refer to the meaning as assigned under Annexure II;
- 2.11 ‘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

The Policy encompasses the Company's broad philosophy, vision and mission towards social responsibilities and lays down the guidelines, directions, and mechanism for undertaking such projects, programs, and activities. The Company is committed to ensuring the social wellbeing of the identified communities located in and around the vicinity of its business operations through its CSR initiatives.

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

The Company shall engage with the community by undertaking the below CSR activities primarily relating to education, health and environment and such other activities / areas specified under the Schedule VII, with special emphasis on **Women and Children**, as may be identified from time to time :

1. Augmenting and promoting qualitative **education** system including special emphasis on physically challenged / differently abled;
2. Promoting and strengthening **healthcare** through awareness programs, facility provision, encouraging sports
3. Creating safe, sustainable and good **environment** through energy saving, human risk minimizing products, proper waste management and improving surroundings through tree plantation.

In addition to above activities, the Company strives to;

- (a) Provide assistance during natural disasters, as appropriate;
- (b) Build and strengthen community institutions and stakeholder engagement;
- (c) Collaborate with Civil Society, NGO, Industry Associations and Government institutions etc.;
- (d) Encourage its employees to volunteer for undertaking CSR activities identified by the Company;
- (e) Undertake CSR initiatives (Annexure-I) with the aim that over time these become self-sustainable; and
- (f) Engage with disadvantaged sections of the community.

The Teams and the Board will monitor, review and evaluate (Annexure-II) CSR activities and expenses on a periodic basis to comply with the statutory requirement.

The Board may subject to the compliance with applicable law, at any time approve, alter, amend or modify the 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 objectives, activities and the effective implementation of this Policy.

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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. The current composition of the CSR Committee is specified in Annexure II herein, which shall be updated from time to time upon reconstitution;
- 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 recommending to the Board, the CSR Policy, list of CSR activities as per Schedule VII, including the nature and type of CSR activities to be carried on along with their budget outlays;
- Recommending any subsequent change /modification to the CSR activities, budgets, process, monitoring, implementation and impact assessment of CSR activities;
- Prescribing criteria, guidelines and process for shortlisting and identification of Implementing Agencies for the purposes of carrying out CSR activities ;
- Recommending an appropriate implementation, monitoring and reporting mechanism on CSR activities of the Company;
- Prescribing modalities of utilization of funds and implementation schedules;
- Advising need for impact assessment, if any, as per the statutory requirement; and
- Periodically update the Board on the progress being made in the planned CSR Activities

C. Responsibilities of the Board:

The Board shall identify and designate necessary 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.

The Board shall ensure that the Company undertakes the CSR Activities as per the CSR Policy.

The Board shall ensure that the Company spends the minimum amount specified in the Act, and failing which it shall take such actions as prescribed in the Act therein.

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

- (a) The CSR Policy or change thereof and notify as may be required under the Act;
- (b) 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;
- (c) The amount of the CSR Expenditure to be incurred on each of the CSR Activity; and
- (d) 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 15 days and finalize the same within a period of 30days, from the date of the meeting. The finalized minutes 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, in the format specified in Annexure IV.

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- The Board may on recommendation of CSR Committee, approve annual action plan including the grant of amounts for all CSR Activities with due consideration to the cost break-up with respect to the proposed CSR activities to be 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.
- The Company may build CSR capacities of their own personnel as well as those of their Implementing Agencies but such expenditure shall not exceed five percent of total CSR expenditure of the Company in one financial year.
- The Company may spend CSR amount for creation or acquisition of a capital asset which shall be held
 - (a) a company established under section 8 of the Act, or a Registered Public Trust or Registered Society, having charitable objects and CSR Registration Number;
 - (b) beneficiaries of the particular CSR Project; or
 - (c) a public authority
- 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.
- If 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 and unless such unspent amount relates to ongoing project or a multiyear project, transfer such amount to a Fund specified in Schedule VII.

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 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

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documents / agreements, with the prior approval of the Board, with such agencies for implementation of the CSR Activity and lay down the functional modalities for the Implementing Agency, from time to time.

- The Implementing Agency, as may be agreed with the Company, conduct baseline survey before carrying out the assigned program. It shall chart the stages of execution through planned 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.

F. Reporting Framework:

The annual report on the CSR prepared in the format annexed in Annexure III herein shall be laid before the Board for its approval every year along with the Board's report.

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Annexure I

YIND CSR initiatives		
YIND Thrust Areas	Activities	Outcome Indicators
Education	<ol style="list-style-type: none"> 1. Special Coaching – Vocational skill 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
Health, eradicating hunger, poverty and malnutrition, safe drinking water, sanitation	<ol style="list-style-type: none"> 1. Blood donation camp 2. Eradicating poverty, hunger and malnutrition 3. Sanitation and safe drinking water 4. Any other CSR activities pertaining to health as covered under the Schedule VII 	<ol style="list-style-type: none"> 1. Sanitation & having safe drinking water 2. Number of camps Organized
Environment	<ol style="list-style-type: none"> 1. Waste management 2. Tree plantation 3. Agro Forestry 4. Conservation of natural resources 5. Environment sustainability measures 6. 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
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 	<ol style="list-style-type: none"> 1. Number of beneficiaries 2. Number of facilities provisioned

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Sports	1. Training to promote rural sports, nationally recognized sports, Paralympic sports and Olympic sports	1. Number of sports & events supported
Heritage art and culture	1. Protection of national heritage, art and culture 2. Setting up public libraries 3. Promotion and development of traditional arts and handicrafts	1. Number of monuments protected 2. Number of public libraries setup
Technology incubators	1. Funding of technology incubators located within academic institutions	1. Number of incubators funded
Armed forces veterans	1. Measures to benefit the armed forces veterans, war widows and their dependents	1. Number of families of armed forces veterans who benefit from the funding

Donation - Contribution to the Clean Ganga Fund, PM CARES 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, women and children

Note - The following activities shall not be considered as CSR Activities namely:

- (a) The CSR projects or programs or activities that benefit only the employees of the Company and their families;
- (b) Activities undertaken in the normal course of business of the Company
- (c) Any activities undertaken outside India;
- (d) Contribution to political party;
- (e) Activities on sponsorship basis for deriving marketing benefits for its products or services; and
- (f) Activities carried out in fulfilment of statutory obligations

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Annexure II

Monitoring, Review and Evaluation

There are three levels of monitoring and review of CSR initiatives

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. Teams has 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. Shailendra Mahendra Salvi 2. Tomomi Omori 3. Ajay Sadashiv Gurjar	Board of Directors
(B)	Secretary, Legal and Compliances	1. Mahesh Kumar. B	Company Secretary
(C)	Corporate & Division Level	1. Sanjay Tiwari (F&A) 2. Kishore Kumar (F&A) 3. Harish BS (HR & GA)	CSR Team

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

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Annexure III
Reporting Framework

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY

1. Brief outline on CSR Policy of the Company.
2. Composition of CSR Committee:

Sl. No	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company:
4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report):
5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sl. No	Financial Year	Amount available for set-off from preceding financial years (in Rs)	Amount required to be setoff for the financial year, if any (in Rs)
	Total		

6. Average net profit of the company as per section 135(5).

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7. (a) Two percent of average net profit of the company as per section 135(5):
- (b) Surplus arising out of the CSR projects or programs or activities of the previous financial years:
- (c) Amount required to be set off for the financial year, if any:
- (d) Total CSR obligation for the financial year (7a+7b-7c):

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer

- (b) Details of CSR amount spent against **ongoing projects** for the financial year:

1	2	3	4	5		6	7	8	9	10	11	
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).	Location of the project.	State	District	Project Duration	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Mode of Implementation - Through Implementing Agency
												Name CSR Registration Number.
	Total											

- (c) Details of CSR amount spent against **other than ongoing projects** for the financial year:

1	2	3	4	5		6	7	8	
Sl.No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local area (Yes/ No).	Location of the project.	State	District	Amount spent for the project (in Rs.).	Mode of implementation Direct (Yes/No).	Mode of Implementation - Through Implementing Agency
									Name CSR Registration Number.
	Total								

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(d) Amount spent in Administrative Overheads:

(e) Amount spent on Impact Assessment, if applicable:

(f) Total amount spent for the Financial Year (8b+8c+8d+8e):

(g) Excess amount for set off, if any:

Sl. No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per section 135(5)	
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the financial year [(ii)-(i)]	
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	

9. (a) Details of Unspent CSR amount for the preceding three financial years:

Sl.No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in Rs.)	Amount spent in the Reporting Financial Year (in Rs.).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in Rs.)
				Name of the Fund	Amount (in Rs).	Date of transfer.	
	Total						

(b) Details of CSR amount spent in the financial year for **ongoing projects** of the preceding financial year(s):

Sl. No.	Project ID.	Name of The Project.	Financial Year in which the project was commenced.	Project duration.	Total amount allocated for the project (in Rs.).	Amount spent on the project in The reporting Financial Year (in Rs).	Cumulative Amount spent at the end of reporting Financial Year. (in Rs.)	Status of the project - Completed /Ongoing.

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (**asset-wise details**).

(a) Date of creation or acquisition of the capital asset(s):

(b) Amount of CSR spent for creation or acquisition of capital asset:

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.:

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(d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset):

11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

Sd/-
(Chief Executive Officer or Managing Director or
Director).

Sd/-
(Chairman CSR Committee).

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Annexure IV:

CSR Budget FORMAT

Sl. No.	Name of the Project	Schedule VII Ref	Local area (Yes/No).	Location of the project.	Budget (in Rs.).	Mode of implementation Direct /Agency (if yes please indicate CSR Reg No.)	Impact Assessment (If applicable)
1							
2							
	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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