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This document is an English translation of the official Articles of Incorporation of YASKAWA Electric Corporation (“*Kabushiki Kaisha Yasukawa Denki*” in Japanese), and is provided for reference.

In the case of any difference between the Japanese and English versions of these Articles, the Japanese version shall prevail.

ARTICLES OF INCORPORATION

YASKAWA ELECTRIC CORPORATION

(Amended as of May 26, 2022)

(Deletion of Supplementary Provisions on March 2, 2023)

Chapter I. General Provisions

Article 1. Trade Name

The Company shall be called “Kabushiki Kaisha Yasukawa Denki”, which shall be expressed in English as “YASKAWA Electric Corporation” (hereinafter referred to as “the Company”)

Article 2. Purpose

1. The purpose of the Company shall be to carry on the following businesses:
 - 1) Manufacture and sale of electric machinery, equipment/apparatuses and systems;
 - 2) Manufacture and sale of machinery and equipment/apparatuses for industrial use, measuring instruments, medical instruments and appliances, and other machinery, equipment/apparatuses and systems;
 - 3) Contractor for construction work;
 - 4) Information processing services, information providing services, and development and sale of software;
 - 5) Truck freight transport business, freight forwarding business, and warehousing;
 - 6) Business relating to generation and sale of electric power;
 - 7) Any other business related to the businesses provided in the preceding items.
2. The Company may invest in, or give a guarantee to, other enterprises, as occasion demands, in order to achieve the business purposes listed in the preceding paragraph.

Article 3. Location of Principal Office

The Company shall have its principal office in Kitakyushu city, Japan.

Article 4. Governing Organs

The Company shall have the following governing organs in addition to a General Meeting of Shareholders and Directors:

- 1) Board of Directors;
- 2) Audit and Supervisory Committee;
- 3) Accounting Auditors.

Article 5. Method of Public Notice

Public notices of the Company shall be made by electronic public notice; provided that, in the case where notice cannot be made by electronic public notice due to accident or other unavoidable reason, notice will be published in the Nihon Keizai Shimbun.

Chapter II. Shares

Article 6. Total Number of Shares Authorized to be Issued

The total number of shares authorized to be issued by the Company shall be 560 million shares.

Article 7. Voting Unit

The number of shares of the Company which constitutes One Voting Unit shall be 100 shares.

Article 8. Request for Sale of Shares Less than One Voting Unit

A shareholder of the Company may, pursuant to the provisions of the Share Handling Regulations, request the Company to sell such number of shares as will, together with the number of the Shares Less than One Voting Unit held by the shareholder, constitute One Voting Unit.

Article 9. Rights of Shareholder holding Shares Less than One Voting Unit

With respect to Shares Less than One Voting Unit held by a shareholder of the Company, the shareholder cannot exercise any rights except for the following rights:

- 1) Rights provided in each of the items of Paragraph 2, Article 189, of the Companies Act;
- 2) Right to make a request under the provisions of Paragraph 1, Article 166, of the Companies Act;
- 3) Rights to receive an allotment of shares offered by the Company and an allotment of Share Purchase Warrants offered by the Company, in proportion to the number of shares held by the shareholder;
- 4) Right to request a sale of Shares Less than One Voting Unit as provided in the preceding article.

Article 10. Administrator of Register of Shareholders

1. The Company shall appoint an Administrator of the Register of Shareholders.
2. The Administrator of the Register of Shareholders and its office shall be designated by resolution of the Board of Directors and a public notice shall be given with regard thereto.
3. The preparation and the maintenance of the Register of Shareholders, the Register of Share Purchase Warrants and other business related to shares shall be handled by the Administrator of the Register of Shareholders, and no such business shall be handled by the Company.

Article 11. Share Handling Regulations

The handling of shares of the Company and fees therefor shall be governed by the Share Handling Regulations established by resolution of the Board of Directors, as well as by the provisions of relevant laws and regulations or the Articles of Incorporation.

Article 12. Record Date

1. Shareholders holding voting rights entered in the final Register of Shareholders as of the last day of each business year shall be the shareholders who can exercise rights at the annual General Meeting of Shareholders for that business year.
2. In addition to the preceding paragraph, the Company can decide an extraordinary record date by resolution of the Board of Directors and giving prior public notice whenever necessary.

Chapter III. General Meeting of Shareholders

Article 13. Convocation

1. An annual General Meeting of Shareholders shall be convened every year in May, and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.

2. Unless otherwise provided in relevant laws or regulations, a General Meeting of Shareholders shall be convened by a Representative Director who has been assigned beforehand by the Board of Directors. In the case where the said Representative Director is unable to act, another Director shall convene the General Meeting of Shareholders in accordance with the order set beforehand by the Board of Directors.

Article 14. Chairman

1. Representative Director who has been assigned beforehand by the Board of Directors shall preside over a General Meetings of Shareholders.
2. In the case where the Representative Director in the preceding paragraph is unable to act, another Director shall preside in accordance with the order set beforehand by the Board of Directors.

Article 15. Measures for Electronic Provision, Etc.

1. The Company shall, when convening a General Meeting of Shareholders, provide information contained in the Reference Documents for General Meeting of Shareholders, etc. electronically.
2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for voting rights.

Article 16. Method of Resolutions

1. Unless otherwise provided in relevant laws and regulations, or the Articles of Incorporation, resolutions at a General Meeting of Shareholders shall be adopted by a majority of the voting rights of the shareholders present entitled to exercise voting rights.
2. Unless otherwise provided in the Articles of Incorporation, a resolution provided in Paragraph 2, Article 309, of the Companies Act shall be adopted by no less than two-thirds majority of voting rights of shareholders present that hold no less than one-third of the voting rights of shareholders entitled to exercise voting rights.

Article 17. Exercise of Voting Rights by Proxy

1. When a shareholder wishes to exercise voting rights by proxy, the shareholder must appoint another shareholder of the Company that holds voting rights.
2. The shareholder or the proxy must submit to the Company a document certifying the power of proxy for each General Meeting of Shareholders.

Article 18. Minutes

Proceedings of a General Meeting of Shareholders shall be recorded in minutes in accordance with the provisions of relevant laws and regulations, and the original of the minutes shall be kept in the principal office of the Company for ten years, and a copy of the minutes shall be kept in branch offices of the Company for five years.

Chapter IV. Directors, Board of Directors, and Audit and Supervisory Committee

Article 19. Number of Directors

1. The Company shall have no more than 12 Directors (excluding directors who are members of the Audit and Supervisory Committee).
2. The Company shall have no more than 6 Directors who are members of the Audit and Supervisory Committee.

Article 20. Method of Appointment

1. Directors shall be appointed separately for Directors who are members of Audit and Supervisory Committee and other Directors at a General Meeting of Shareholders.
2. A resolution for appointment of Directors shall be adopted at a General Meeting of Shareholders at which the shareholders possessing no less than one-third of the voting rights of the shareholders entitled to exercise the voting rights are present.
3. Resolutions for appointment of Directors shall not be adopted by cumulative voting.

Article 21. Representative Directors and Officers with Titles, etc.

1. The Board of Directors shall appoint, by resolution, the Representative Directors.
2. The Board of Directors can appoint, by resolution, one Chairman of the Board and one President, and an appropriate number of each of Executive Vice Presidents, Executive Managing Directors and Managing Directors.

Article 22. Term of Office

1. The term of office of a Director (excluding directors who are members of the Audit and Supervisory Committee) shall expire at the conclusion of the annual General Meeting of Shareholders concerning the latest business year ending within one year of appointment.
2. The term of office of a Director who is member of the Audit and Supervisory Committee shall expire at the conclusion of the annual General Meeting of Shareholders concerning the latest business year ending within two years of appointment.
3. The term of office of a Director who is elected as a substitute for a Director who is a member of the Audit and Supervisory Committee who resigns before expiration of the term of office shall continue until expiration of the term of office of the resigning Director who is a member of the Audit and Supervisory Committee.

Article 23. Remuneration, etc.

Remuneration, bonus and any other financial benefit given by the Company to a Director in consideration of performance of duties shall be determined separately for Directors who are members of the Audit and Supervisory Committee and other Directors by a resolution of a General Meeting of Shareholders.

Article 24. Notice of Calling a Board of Directors Meeting.

To call a Board of Directors meeting, notice shall be given to each Director no later than five days prior to the date of the meeting; provided that, in the case of urgent necessity, the period may be shortened.

Article 25. Chairman of the Board of Directors

The provisions of Article 14 shall apply for the chairman of Board of Directors meetings.

Article 26. Method of Resolutions of the Board of Directors

1. A resolution of the Board of Directors shall be adopted by a majority vote of the Directors present who constitute a majority of the Directors entitled to participate in such resolution.
2. In the case where unanimous consent is given to a matter to be resolved by the Board of Directors, in writing or by electromagnetic means, (limited to those Directors entitled to participate in the resolution on such matter) the Company shall deem the matter to have been resolved by the Board of Directors.

Article 27. Minutes of a Board of Directors Meeting

The proceedings of a Board of Directors meeting shall be recorded in minutes in accordance with the provisions of relevant laws and regulations, which shall be signed and sealed, or electronically signed, by the Directors present and the original kept in the principal office of the Company for Ten years.

Article 28. Regulations of Board of Directors

The matters pertaining to the Board of Directors shall be determined by Regulations of the Board of Directors established by resolution of the Board of Directors, as well as by the provisions of relevant laws and regulations or the Articles of Incorporation.

Article 29. Notice of Calling the Audit and Supervisory Committee

To call a meeting of the Audit and Supervisory Committee, a notice shall be given to each member of the Audit and Supervisory Committee no later than five days prior to the date of the meeting; provided that, in the case of urgent necessity, the period may be shortened.

Article 30. Minutes of Audit and Supervisory Committee

The proceedings of a meeting of the Audit and Supervisory Committee shall be recorded in minutes in accordance with the provisions of relevant laws and regulations, which shall be signed and sealed, or electronically signed, by the members of the Audit and Supervisory Committee present and kept in the principal office of the Company for Ten years.

Article 31. Regulations of Audit and Supervisory Committee

The matters pertaining to the Audit and Supervisory Committee shall be governed by Regulations of the Audit and Supervisory Committee established by resolution of the Audit and Supervisory Committee, as well as by the provisions of relevant laws and regulations or the Articles of Incorporation.

Article 32. Contracts with Directors for Limitation of Liability

The Company may, in accordance with the provisions of Paragraph 1, Article 427, of the Companies Act, enter into a contract with a Director (excluding executive Directors, etc.) for limitation of liability to the Company for damages caused by non-performance of duties; provided that the maximum amount of liability under such contract shall be as provided in relevant laws and regulations.

Article 33. Delegation of Decision on Execution of Important Business

The Company may, in accordance with the provisions of Paragraph 6, Article 399-13, of the Companies Act, delegate all or a part of a decision on execution of important business (excluding matters listed in the items of Paragraph 5 of the same Article) to a Director by resolution of the Board of Directors.

Chapter V. Accounting

Article 34. Business Year

The business year of the Company shall be one year commencing on March 1 of each year and ending on the last day of February of the following year.

Article 35. Organs that Determine Distribution of Surplus, Etc.

Unless otherwise provided in laws and regulations, the Company may determine distribution of surplus and other matters provided in Paragraph 1, Article 459 of the Companies Act, by a resolution of the Board of Directors.

Article 36. Record Date for Distribution of Surplus

The record date for distribution of surplus of the Company shall be the last day of February and August 31 of each year.

Article 37. Exemption Period

In the case where the assets distributed are cash, the Company shall be exempted from the obligation to pay when payment has not been accepted within three years from the date of commencement of payment.