

YAMAHA MOTOR CO., LTD. (YMC) SECURITY TRADE CONTROL

GENERAL PRESENTATION



MOTOROID

November 12, 2019 Yamaha Motor Co., Ltd. Logistics & Security Trade Control Division



AGENDA

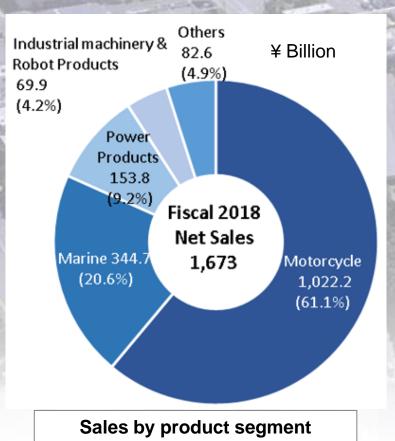
- **1. COMPANY INFORMATION**
- 2. STC ORGANIZATION
- 3. STC ON CONTROLLED ITEMS (INCLUDING TECHNOLOGY)
- 4. STC ON DUAL-USE ITEMS (INCLUDING TECHNOLOGY)
- **5. STC FOR YMC GROUP COMPANY**

6. BEFORE ENDING

1. Company overview (on Dec. 31, 2017)



Founded:July 1, 1955Capital:HQ:Iwata City, Shizuoka, JapanNet sales:Employees:53,977Ordinary indAffiliated companies:approx. 140Percentage





1. Company overview – Products and Business Operations



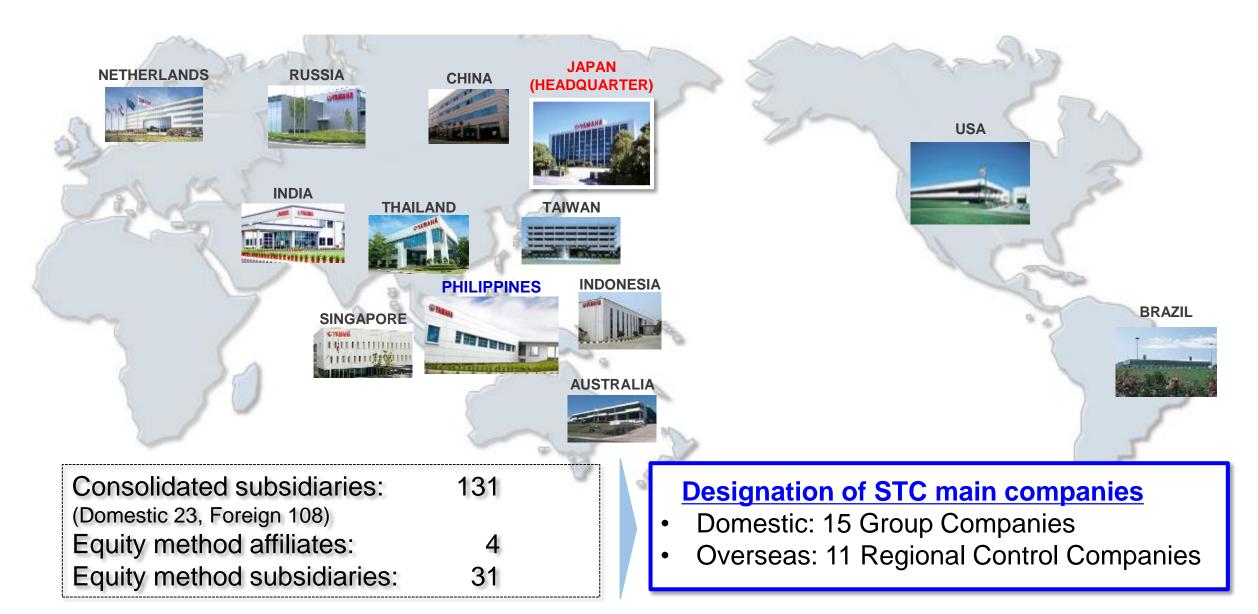
Kando creating Company Offering new excitement and a more fulfilling life for people all over the world For such purpose, we have developed 16 unique businesses



1. Company overview – Group Companies



Transportation equipment manufacturer countering more than 100 group companies worldwide



1. Company overview – Group Company in Philippines





The Philippines: a country pioneering MC (*) sales for more than half a century since 1962

YMPH

(specialized in MC manufacturing and sales)

Company name:	Yamaha Motor Philippines Inc. (YMPH)
Address:	Lots 1&2, Block 17, Phase I,
	LIMA Technology Center, Malvar, Batangas
Line of business:	mainly motorcycle manufacturing and sales

- **President**: Hiroshi Koike (Yamaha Motor Co., Ltd.)
- Capital: 1.57 B. Pesos
- Investment ratio : Yamaha Motor Co., Ltd. 100%
- Established on: May 9, 2005
- Total employees : 1,877 (including 13 Japanese employees)

<u>Site area</u>: 232,958 m2

*MC: Motorcycle





Marine products used by navy (coast guard)





Outboard Motor mounted on rescue boat



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2. STC ORGANIZATION – Highest priority on compliance



On its <u>Code of Ethics</u>, Yamaha Motor Co., Ltd. is committed to <u>always give compliance the highest</u> priority and, for that purpose, <u>observe import and export control laws and regulations and follow</u> thorough procedures for security trade control.

The Code of Ethics



COMPLIANCE THE CODE OF ETHICS

We promise to put the Code of Ethics into practice.

If you are ever concerned about a decision related to compliance, **always give compliance the highest priority.** Let us all work as one to make our company that inspires the confidence.

Yoshihiro Hidaka, President, Chief Executive Officer and Representative Director YAMAHA MOTOR CO., LTD. January, 2018

4. butt



II. Proper Import and Export Procedures and Security Trade Control

We carry out import and export procedures properly. In addition, in order to maintain the international peace and security, we observe the laws and regulations related to import and export, by operating the Security Trade Control.

1. Observance of Import and Export Laws and Regulations

We understand the meaning of and observe international treaties, and laws and regulations related to imports and exports in each country and region.

2. Security Trade Control

We ensure control using procedures related to Security Trade Control in line with the international framework.

ERYAMAHA



"Security Trade Control" and "Export Control" are the <u>"two wheels of trust"</u> that support safe exports

<<Background>>

Balancing further smoothing and appropriate customs clearance in international logistics

<<Certification system>>

Customs certifies those operators which have demonstrated excellent cargo security & compliance (legal compliance)

Excellent compliance (legal compliance) operators
 →Simplification of Customs procedures
 (simplification of examination/inspection)

Customs

 \rightarrow Assignment of human resources to non compliant operators

<< Promotion for mutual recognition of AEO certification>>

→ Simplified examination and inspection of the Customs not only in Japan but also in the other countries

 \rightarrow International recognition of AEO company

<<Role to be attributed to AEO certified exporters>>

- Maintenance of internal organization
- Maintenance of procedures
- Set up of export control system
- Implementation of adapted internal audit
- Implementation of adapted training programs
- Control of subcontractors
- Set up of reporting procedures
- Collection and recordkeeping of documents and reports

<<YMC's situation>>

Certified as AEO exporter (May 11, 2009)

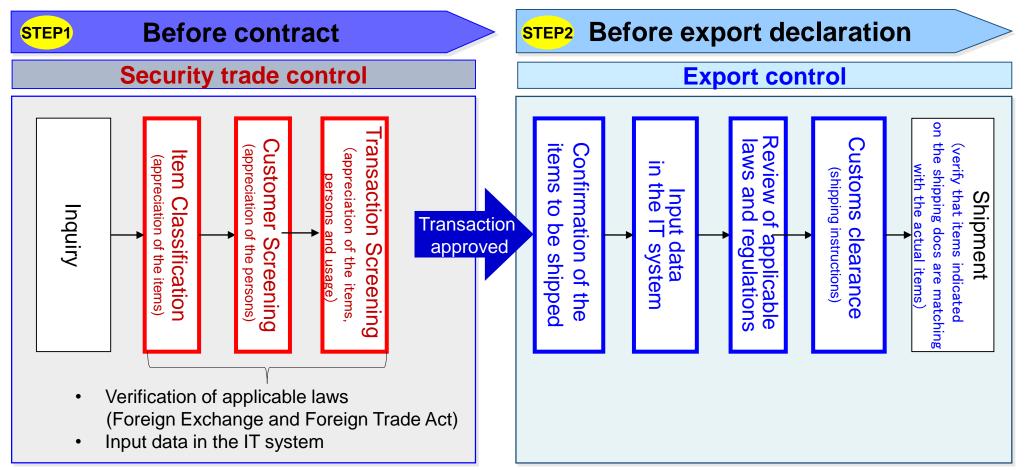


AEO = Authorized Economic Operator



In case of inquiry, items, persons and usage are verified from security trade control standpoint, to appreciate whether the transaction could be implemented, before the conclusion of contract and the customs declaration to be made for export control purposes.

Security trade control and export control (operation flow)





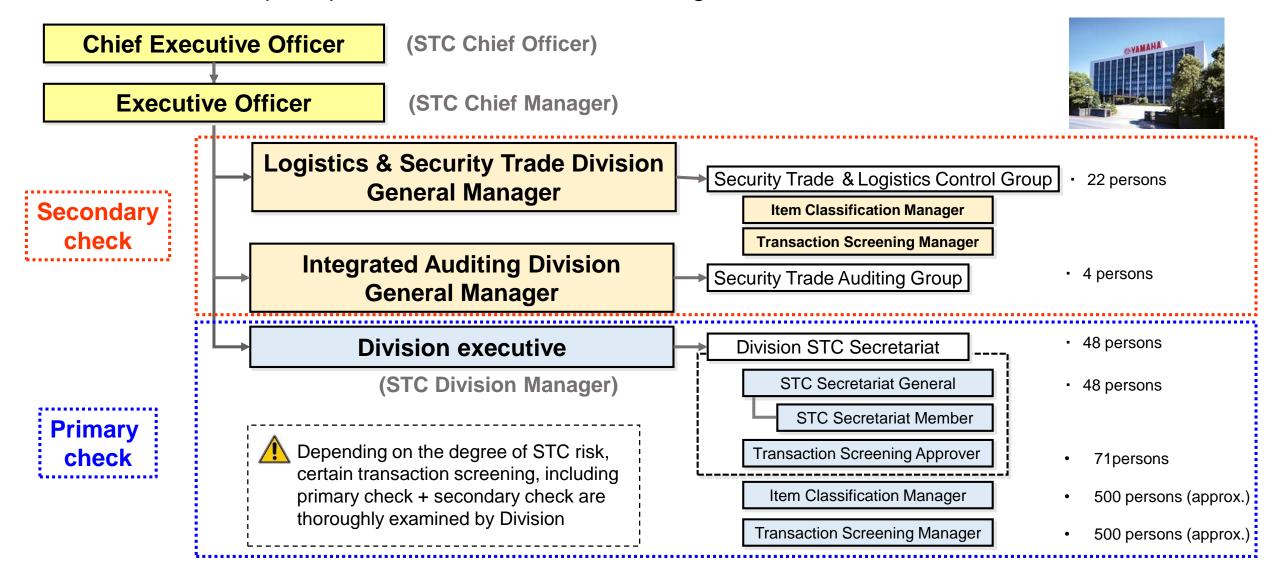
Internal Rules (ICP) and related detailed rules have been introduced to comply with Foreign Exchange and Foreign Trade Act and appropriately implement security trade control for the purpose of maintaining international peace and security.

<u>ICP</u>	Detailed rules on:	<u>Notices</u>
General Rules	Definition of terms	Countries of particular concerns
 Basic Policy Organization 	STC organization	Shipment by international couriersControl on carrying goods
Transactions subject to screenings	Item classification	STC declaration
 Procedure > Classification & screening Brokering activities 	Customer screening	Cloud computing etc
Shipment Control	Transaction screening	
Technology Release Control	Brokering activities	For shipment control, internal rules for
 Internal Audit Training & Education 	E/L items control	controlling global trade operations
Documentation Record	Internal Audit	(governed by tariff laws, etc.) and detailed rules on export control have been
Guidance for Group Companies	Training & Education	separately introduced, and various notices
 Report Civil and Criminal Responsibility 	Document Record	have been introduced for facilitating global trade operations and ensuring compliance.
Consideration on Foreign Laws	US Laws and Regulations	

2. STC ORGANIZATION - YMC organization chart



In accordance with Internal Rules for Security Trade Control (ICP), which authorize delegation of authority by STC Chief Trade Manager (Executive Officer), Logistics & Security Trade Control Div. and Integrated Audit Div. reflects the principle of double-checks in their organization.



2. STC ORGANIZATION - Scope of Japanese regulations/US regulations

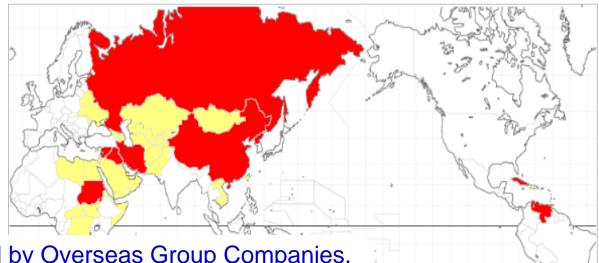


Coverage of wide range of risks by complying with Foreign Exchange and Foreign Trade Act (regulations of country of residence) and US regulations

*******In red: countries listed as of particular concerns by YMC

- METI regulation based on free trade and
minimized regulationControlCountryParticular concernIran, Iraq, North KoreaUnilateral embargoNorth KoreaUN arms embargoAfghanistan, Central Africa, DR Congo, Iraq,
Lebanon, Libya, North Korea, Somalia,
Sudan, South Sudan
- BIS regulation based on global vision of national security

Control	Country
Terrorism	Iran, North Korea, <mark>Sudan, Syria</mark>
Unilateral embargo	Cuba
Military end use	China, Russia, Venezuela, Iraq
Country Group D	China, Russia, Central Asian or Middle East TTL 49 countries



EU Legal Compliance to be fulfilled by Overseas Group Companies, based on legal requirements in Asian countries

2. STC ORGANIZATION - implementation of "graduated" STC control



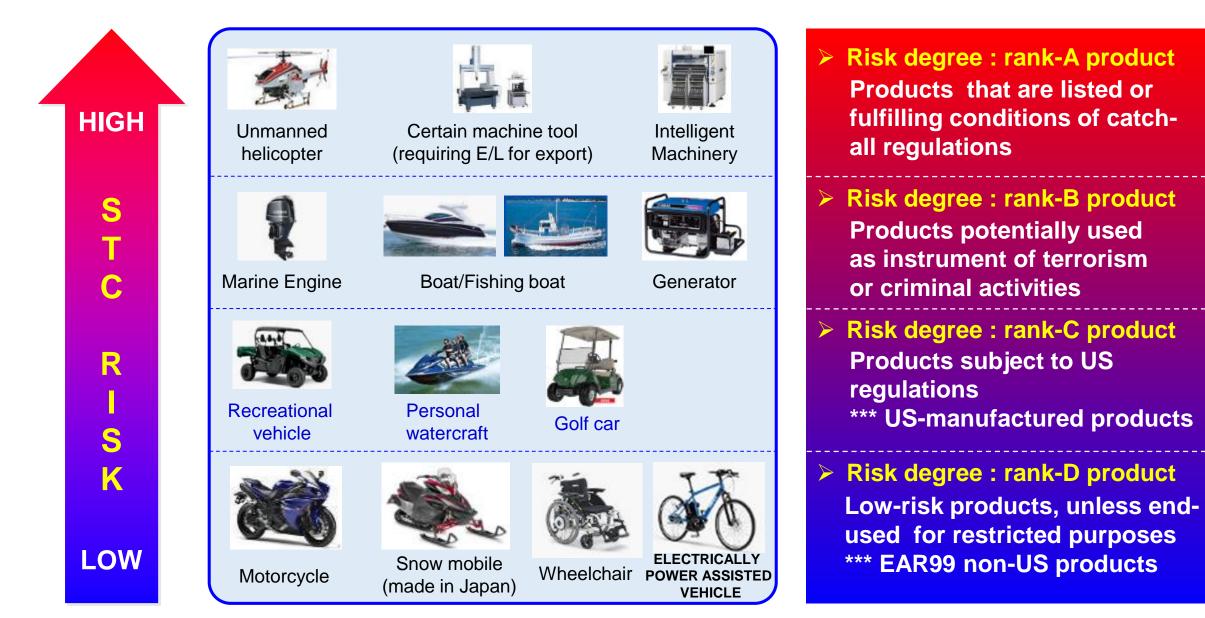
Set up adapted screening procedures to the risks of products, customers, regions and end-uses, focus resources on high-risk areas, and secure low-risked areas by making use of adapted IT systems

•	hemical/biolog e related produ	WANAGEWENI	 Arms Economic embargo or sanction
Unmanned helicopter	Equipment requiring E/L	CONTROL BY YMC STC	 Listed product (requiring E/L) Transaction with Army/Police Country subject to arms embargo or other sanctions Listed customer or end-user
Police bike	Marine product (depending on conditions)	QUESTIONABLE TRANSACTION	Other questionable transactions
Motorcycle	Recreational vehicle	CONTROL BY DIVISION IN CHARGE	 Inventory sale to Group Companies and distributors Release of Catch-All technology
		OUT OF STC CONTROL	Item non subject to Catch-All

2. STC ORGANIZATION E - Risk chart based on YMC product-line



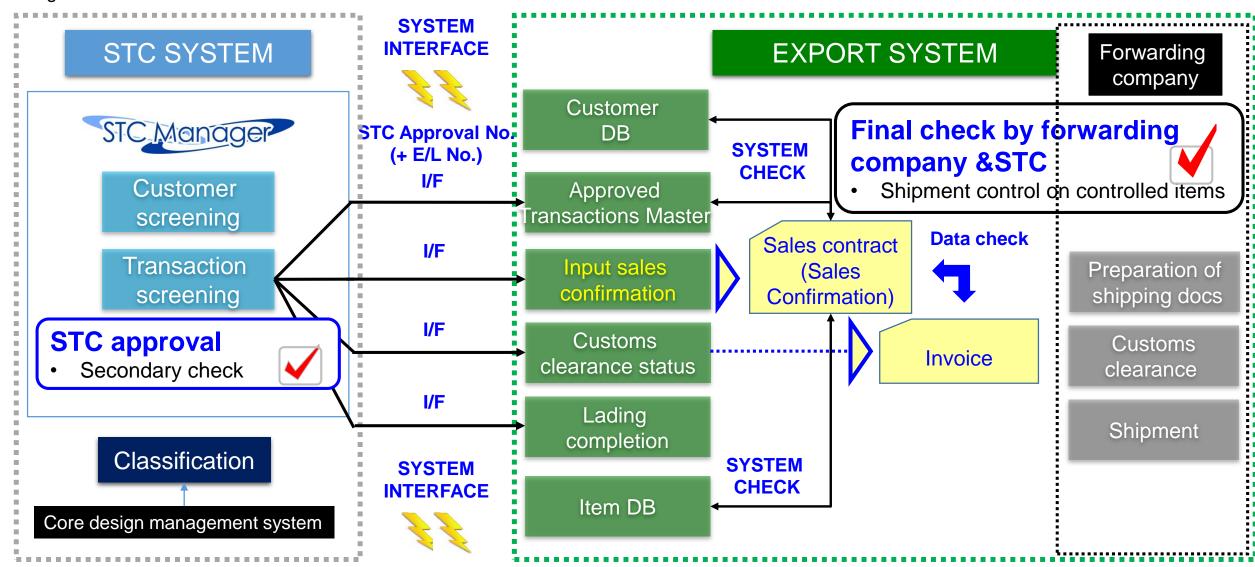
Classification of products into 4 risk levels, based on country of origin, specifications, and applicable laws.





Prevention of human errors and export incidents at the waterfront by ensuring system linkage between STC screening results and export control system

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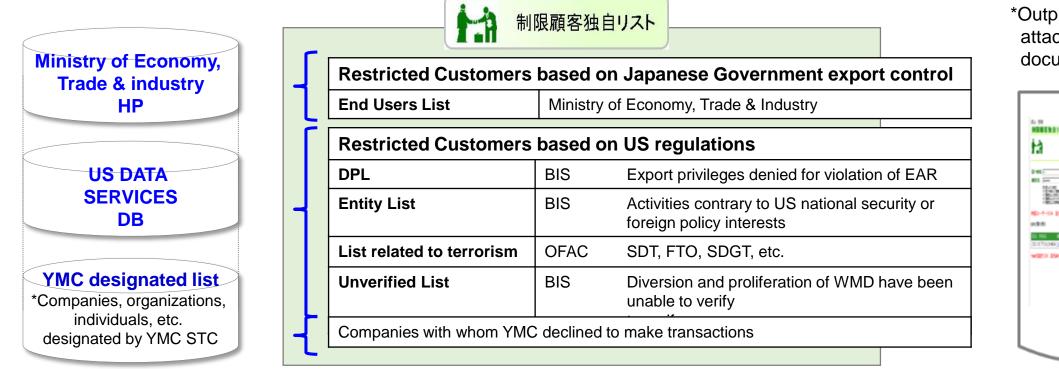


2. STC ORGANIZATION – Supplementary system (customer screening)



Consolidated database covering customers restricted by Japanese Government export control and by EU/US regulations is consulted for Customer Screening purposes in order to verify whether customers of concerns would be eventually involved in the transaction.

<<A complementary search system for customer screening>>



*Output system data and attach to other screening documents



* Customers of concerns are updated on workdays.

Share information with YMC Group companies to prevent transactions with customers of concerns.

2. STC ORGANIZATION – Scheduled STC trainings

88

47

228

1.659



STC trainings are scheduled for encouraging employees to participate to CISTEC certification tests in order to foster awareness on legal compliance (security trade control) and prevent eventual incidents

2019	Jan	Feb	Mar	Apr	Мау	Jun	Jul	Aug	Sep	Oct	Nov	Dec
STC Management Conference	\star											
Basic trainings for STC persons in charge			\star						\star			
E-learning							★ Specia	alized			★ General	
STC Committee liaison meeting				\star						\star		
Domestic Gr. Companies liaison meeting						\$						☆
Guidance to Foreign Gr. Companies						公	${\Delta}$			\overleftrightarrow	公	\overrightarrow{x}

Training results (including Group Companies)

Results for 2018 (by number of employees):

- **STC Management Meeting:** 270 114
- Basic trainings for persons in charge 11,867
- E-learning (all employees)
- STC Committee liaison meeting
- Domestic Gr. Companies liaison meeting
- Guidance to Foreign Group Companies
- Others

Training results on certified examinations (accumulated)

Accumulated number of employees having successfully passed CISTEC certification tests (by end of Sep. 2019)

19

85

- **STC Expert** ٠
- **STC Legal Expert** 31
- STC Advanced
- **STC Associate** 1.737





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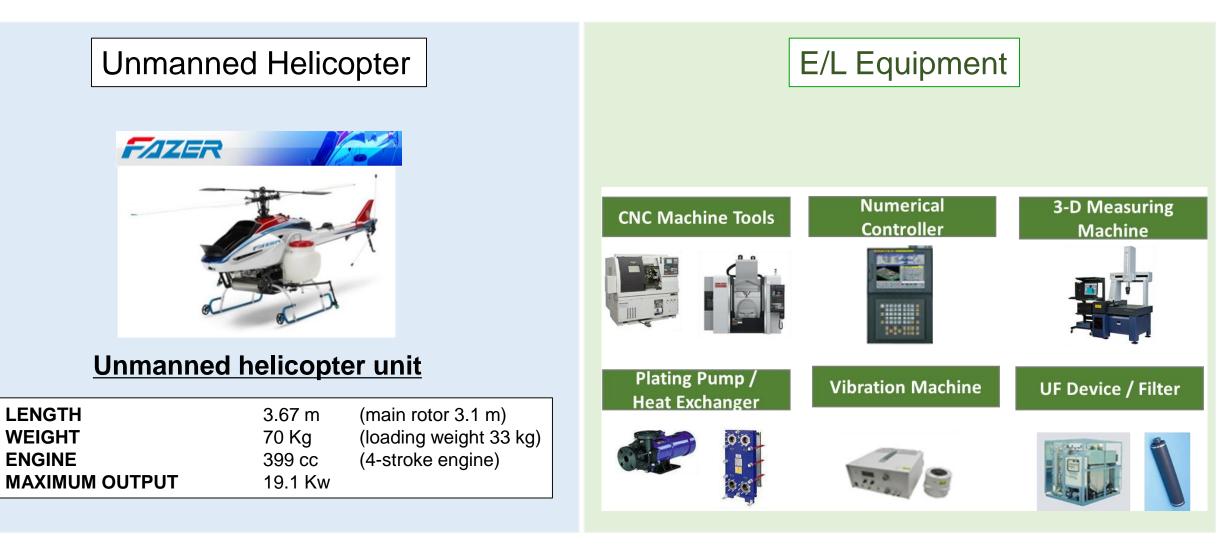
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3. STC ON CONTROLLED ITEMS - Unmanned helicopter & E/L Equipment



Controlled items based on International Regime are subject to export license issued by the Minister of Economy, Trade and Industry, and to strict and continuous control from inquiry to confirmation of the location of the end user.



3. STC ON CONTROLLED ITEMS - E/L manufacturing and inspection equipment



As Overseas Group Companies are making use of E/L equipment for consumer use (manufacturing of motorcycles and outboard motors), our control is essentially focused on location management based on our "E/L Equipment Control Manual"

Examples of manufacturing and inspection equipment owned by YMC Overseas Group Companies



3. STC ON CONTROLLED ITEMS - E/L manufacturing and inspection equipment



Implementation of thorough control based on "E/L Equipment Control Manual" by YMC Group Companies in order to prevent neglected control of E/L items eventually leading to "Letter of Assurance" violation.

<< Procedures for obtaining export licenses >>



YMC Group Company is making **<u>COMMITMENT</u>** to METI (through letter of assurance on end-use)



Exporters (such as YMC) may be subject to payment of penalties for violation of license conditions, and at the same time, Overseas Group Companies may be subject to delays in procurement of subsequent E / L items.



E/L Equipment Control Manual

Confidential YAMAHA Motor Co., Ltd. For Japan & Overseas Group Companies only

E/L Equipment/etc. Control Manual

4th Edition

<u>Attachment of specific plate</u> on E/L Equipment (for better visualization)

、 この設備(技術データ、ソフトウェアを含む)は、外国為替及び外国貿易法に基づくリスト規制貨物に該当し ます。この設備を移転、移動、廃棄、改造、転売、再輸出する場合は、経済産業省の同意が必要になること がありますので、事前にヤマハ発動機(株)までご連絡ください。

This equipment including software and technical data is the list controlled item under the Foreign Exchange and Foreign Trade Law of Japan. In case of any transfer, disposal, conversion, re-sell or reexport, please contact in advance with Yamaha Motor Co., Ltd. to obtain any authorization or approval of the Minister of Economy, Trade and Industry.



First edition: Aug. 1, 2008 Latest edition: June 1, 2018 (5th edition) <<Contents>> 1. Application items and classification 2. E/L Equipment Control Guidance

- 3. Applications and procedures
 - -1 Applications and Reporting
 - -2 List of Procedures
 - -3 ID Plate Attachment
 - -4 Forms

The following are subject to STC:

1. E/L Equipment

Machineries, jigs, tools or programs

2. E/L Consumable Commodities

Consumable materials subject E/L conditions (e.g.: Graphite block and reagent)

3. E/L Trained Personnel

Trainees participating on factory training after obtaining export license for the E/L equipment.



The following equipment is required to attach the specific plate:

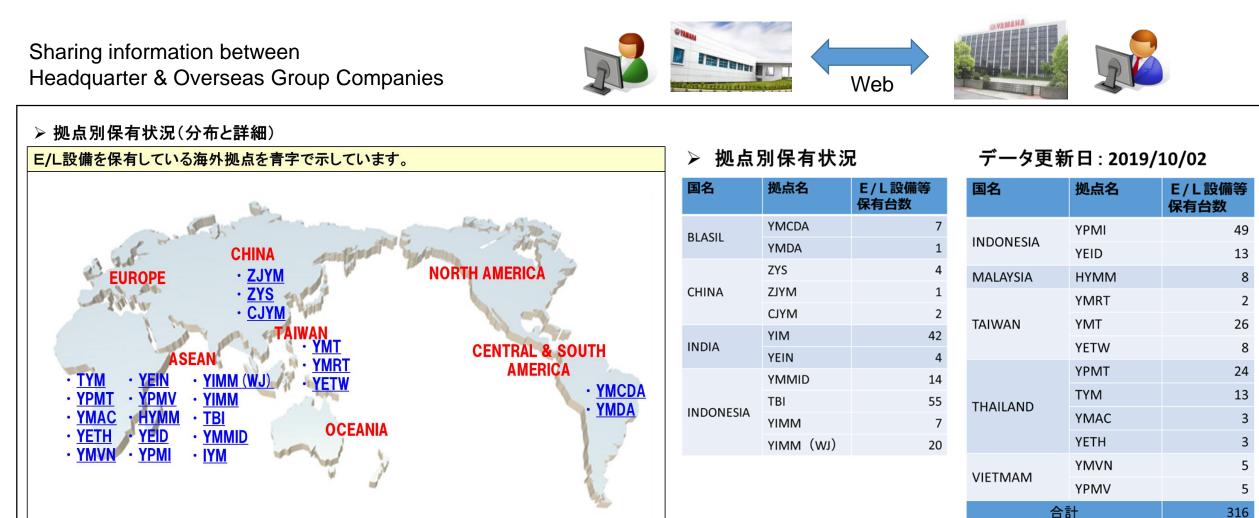
 Equipment owned or in possession by <u>Foreign Group Companies</u> (including those purchased from Trading Companies)

*Inventory verification of E/L Equipment is made once a year

3. STC ON CONTROLLED ITEMS - E/L manufacturing and inspection equipment



Overseas Group Companies proceed inventory verification once a year and report the actual status, including eventual disposal, relocation or re-export to Headquarter, which then shares the latest number of units hold by Overseas Group Companies on website.





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4. STC ON DUAL-USE ITEMS



Examination of the transaction, especially whether there are concerns over end-user and end-use, and for such purpose, implementation of strict transaction screening.



4. STC ON DUAL-USE ITEMS - Centralized record of documentation



Collection and recordkeeping of "supporting documentation" that could be used as piece of evidence in case of inquiries from third parties (governmental agencies)

Item

End-

user

Classification

- Classification sheet & parameter sheet
- Vendor's classification result
- > Drawings, pictures, catalogs etc.

Customer screening

- Website copy
 - Company registration copy
 - Business services company's report (ex. Dun & Bradstreet report), etc.
 - Screening results of Restricted Customers Search System

Enduse

Transaction screening

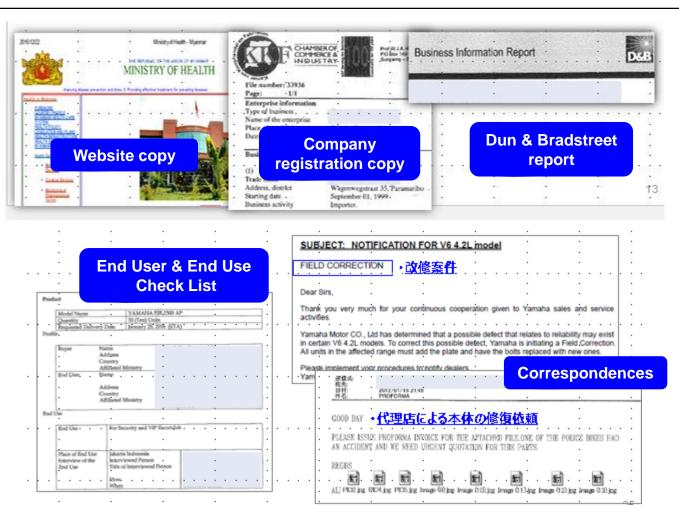
- Screening data on transaction screening system
- Contract, order sheet
- End-user and end-use certificate
- Copy of correspondences, etc.

Other

Shipment control



- Shipping documents
- Shipping result, etc.







4. STC ON DUAL-USE ITEMS - Specific documentation



In particular, obtain end-user and end-use confirmations from customers, make them aware of actual risks by inserting STC clauses in contracts.

Red Flag Indicators Check List

End-user & End-use Check List

To Yamaha M	-	E nd User & End U s Ltd. (YMC)	se Check List	Red Flag Indicators Check List
We confirmed	the profil	es of the Buyer and the En	d User and the End Use as follows:	Number
	•			Date mmm, dd,
Product Model Nan				Business Division Name
Ouantity	le			Person in Charge:
Requested	Delivery I	Date		Tel
Profile	Denvery I	7410		Check each of the following items. If, due to the form of the transaction inapplicable, circle the \mathbb{NA}
Buyer	Name			1. The customer or its address is similar to one of the parties found on the end use
	Address	1		 I he customer or its address is similar to one of the parties found on the end use stipulated in Article 10 of ICP.
	Country			2. The customer or purchasing agent is reluctant to offer information about the en
	Affiliate	ed Ministry		or end user of a product.
End User	Name			3. The product's capabilities do not fit the buyer's line of business; for example, a
	Address	<i>i</i>		bakery places an order for several sophisticated lasers.
	Country	,		4. The product ordered is incompatible with the technical level of the country to w
	Affiliate	ed Ministry		is being shipped, such as semiconductor manufacturing equipment being shipp
End Use				country that has no electronics industry
End Use				5. The customer has little or no business background, for example, fin
				information unavailable from normal commercial sources and corporate prin
	_			unknown by trade sources.
Place of Er	d Use			6. The customer is willing to pay cash for a very expensive item when the terms
Interview	of the I	Interviewed person		would normally call for financing.
End Use	1	Title of interviewed person		7. The customer is unfamiliar with the product's performance characteristics by
	I	How		wants the product.
	1	When		8.Routine installation, training, or maintenance services are declined by the cust
If we become	aware the	t the abovementioned Pro-	luct has been used for purposes other than	9.Delivery dates are vague, or deliveries are planned for out of the way destinati
			MC and comply with the instructions of	10. A freight forwarding firm is listed as the product's final destination.
YMC.		,		11. The shipping route is abnormal for the product and destination.
				12 Packaging is inconsistent with the stated method of shipment or destination.
			hereby grant YMC the right to terminate	13.When questioned, the buyer is evasive and especially unclear about wheth
			mediately effective upon a written notice	purchased product is for domestic use, for export, or for re-export.
to us, and with	iout any re	esulting obligation whatso	ever for 1 MC.	14 Customers uses only "P.O.Box" address or has facilities that appear inappro
Signed for Di	tributor -	200.6		for the items ordered.
By	sa ioutor li	anc		15 Customer's order is for parts known to be inappropriate, for which the cu
23				appears to have no legitimate need; for example, there is no indication o
				authorized shipment of system for which the parts are sought. 16 Customer is known to have, or is suspected of having, unauthorized dealing
Name:				15.Customer is known to have, or is suspected of having, unauthorized dealing embargoed countries.
Title:				
Date:				(N/

Security Trade Control Declaration Declaration + To: Yamaha Motor Co., Ltd. + This has reference to any Item supplied by Yamaha Motor Co., Ltd. ("YMC"), + Understanding that YMC implements an explicit policy regarding export control and strictly complies with all applicable laws and regulations (including Japan and the United States of America) for the purpose of maintaining world peace and security, we undertake not to do any of the following, whether directly or indirectly: + 1. Using the Item for the purpose of developing, manufacturing, using or storing any weapon of mass destruction. + 2. Using the Item for the purpose of developing, manufacturing or using any conventional weapon. +/ 3. Supplying the Item to any person who intends to use the Item for any of the purpose described in the above sections 1 and 2. 4. Supplying the Item to any person who is engaged in, or who intends to engage in, any illegal and/or criminal activity. + 5. Exporting or transferring the Item to any person and/or territory that is prohibited by YMC and/or to the following country or area (as may be updated from time to time by YMC) without prior written consent of YMC: + Iran, Iraq, Syria, Libya, Sudan, North Korea and Cuba. 4 6. Supplying the Item to any Armed Force without a prior written consent of YMC. + If we become aware that the Item has been supplied, whether directly or indirectly, to any such person described in the above sections 3, 4, 5 and/or 6, we shall immediately notify YMC and comply with the instructions of YMC. + In case we breach any of the undertakings set forth in this declaration, YMC may unconditionally terminate and cancel all relevant contract(s) at any time, immediately effective upon a written notice to us, and without any resulting obligation whatsoever for YMC. +/ The contents of this declaration constitutes our entire obligation to YMC relating to the subject matter hereof, and supersedes and replaces all previous agreements, negotiations, commitments and/or representations in respect thereto. +/ Definitions: 1) Item: commodity, technology and/or software 2) Armed Force: armed force of any nature including, without limitation, army, navy, air force, coast guard and police ...



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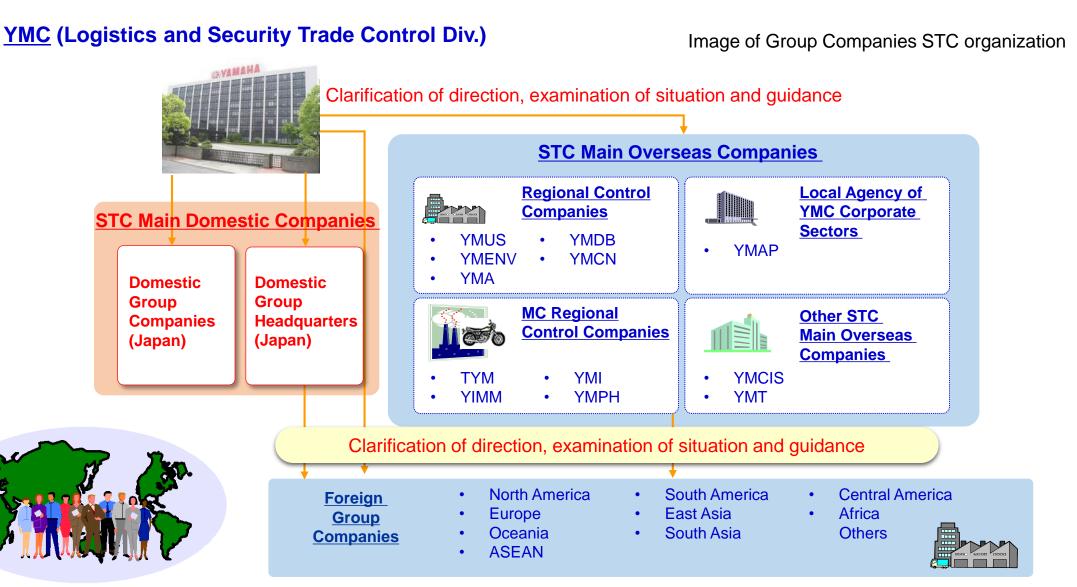
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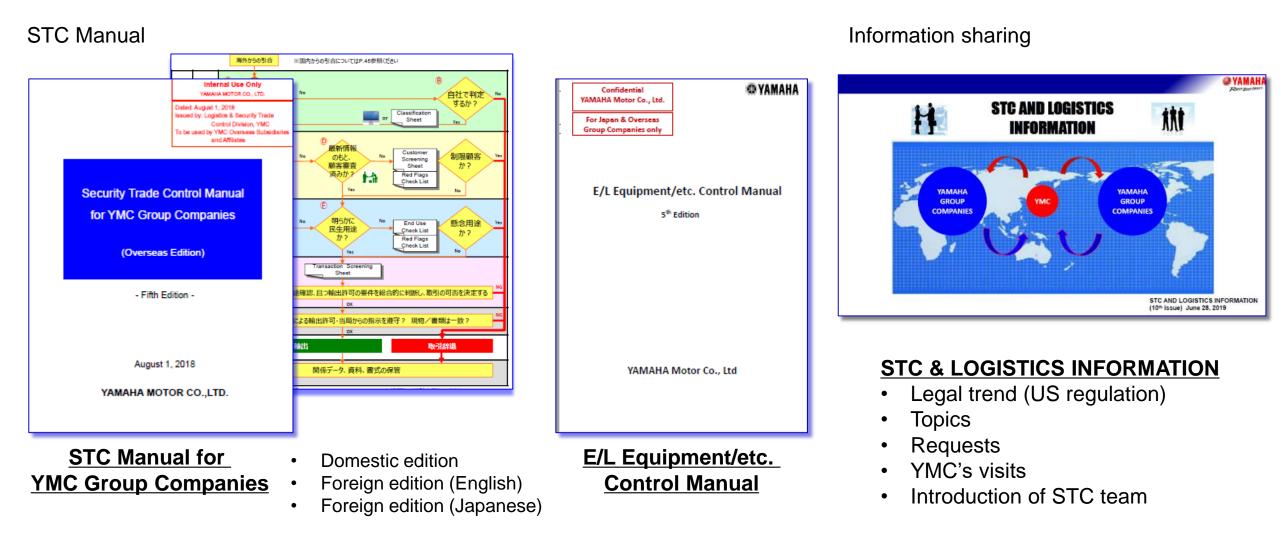


Designation and guidance of STC Overseas Companies based on legal requirements of the country of residence (Foreign Exchange and Foreign Trade Act for Japan) and the United States





Guidance through dissemination of manuals and by providing STC and Logistics information on regular basis (once every 6 months) in order to raise control level throughout YMC Group Companies and promote "standardization of security trade control"



5. STC FOR YMC GROUP COMPANIES - STC monitoring & audit



Once every 2 years, each Group Company's risks are evaluated through STC Monitoring for Group Companies, and for this opportunity, guidance and instructions are provided for the purpose of minimizing STC risks for the whole YMC Group.

Self-check (and monitoring) contents

Group companies proceed to their self-check by answering to STC Monitoring sheets, which cover the following:

- (1) Whether or not each Group Company has export and/or release, E/L items control, transactions with military forces etc.
- (2) Confirmation of the above by providing specific examples
- (3) Whether or not each Group Company has adapted organization, Internal Rules (ICP) and operational procedures
- (4) Each Group Company self-evaluation
- (5) Whether or not STC screenings are made based on the principle of double checks and reporting procedures to YMC are established
- (6) YMC examines the answers provided by each Group Company and makes report of the results (including issues) to STC Chief Manager (President) of each company
- (7) Based on STC Monitoring results, conduct necessary guidance and training with the cooperation of Headquarter

for YMC Gro	Trade Control up Companies		answer to YMC. Draft
Company:* Please select Department:* E-mail	Vour Name:* Titte:*	Temporarily save data b	y clicking this button.
About monitoring	Step1 Monitoring	Step2 Monitoring	Step3 Self Evaluation Sheet
¥All	STEP 1 Prima companies are required to a	ary Check Sheet inswer to the following ques	
Q1 Do you make any	export of commodities or release of	f technology/software to foreign co	
	ease check all items that apply:		ONO
-Commodi	ties		
Specify some	ties designed or developed by YMC Grou		

If necessary, YMC Integrated Audit Division conducts internal audit



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As a global company, YAMAHA MOTOR CO., LTD. promotes security trade control throughout its Group Company, and offers new excitement and a more fulfilling life for people all over the world through its different products

- Legal compliance to the regulations of the country of residence (Foreign Exchange and Foreign Trade Act) and US regulations
- Security Trade Control organized based on "ICP" and promoted through implementation of PDCA
- "Visualization" of risks and set up of graduated control ("efficient" / "strict" screenings)
- Dissemination and improvement through implementation of STC trainings and information sharing
- Cooperation with governmental agencies (METI) and consultation with CISTEC
- Recordkeeping of documents that could be used as piece of evidence to third parties
- Thorough E/L control based on the cooperation with Group Companies



THANK YOU FOR YOUR ATTENTION

