

Tejal Shah
B.Com., LLB, ACS

Tejal Shah & Associates

COMPANY SECRETARIES

E/69, Ayojannagar Society,
Nr. Shreyas Railway Crossing,
Paldi, Ahmedabad-380007.

Phone Nos. : 26621871, 9825097067
email : tejalshah.associates@gmail.com
email : tejal75_shah@yahoo.co.in

16TH SEPTEMBER, 2020

TO,
THE CHAIRMAN,
JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED
Formerly Known As Hitachi Home & Life Solutions (India) Limited
9TH Floor, Abhijit,
Mithkhali Six Roads,
Ahmedabad-380006

Dear Sir,

We thank you for appointing us as the scrutinizer for remote e-voting process and e-voting by your members during the 35th Annual General Meeting of your Company held on Tuesday, 15th September, 2020 through Video Conferencing ("VC") / other Audio-Visual Means ("OAVM").

We are pleased to submit the scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**FOR AND BEHALF OF,
TEJAL SHAH AND ASSOCIATES**




TEJAL SHAH
PROPRIETOR
PRACTISING COMPANY SECRETARIES
M. NO. 13316
UDIN: A013316C000951462

COMPANY SECRETARIES

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DETAILS OF VOTING RESULTS

Date of the Annual General Meeting	15/09/2021
Total no. of shareholders as on record date (i.e. Wednesday, September 08, 2021 - cut-off date for voting purpose)	35622
No. of shareholders present in the meeting either in person or through proxy	Not Applicable
a. Promoters and Promoter Group	Not Applicable
b. Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing*	38
a. Promoters and Promoter Group	2
b. Public	36

* Video conferencing includes video conference and other audio visual means

AGENDA – WISE

The Mode of Voting on all the resolution was:

1. Remote e-voting conducted between Sunday, 12th September, 2021(9.00 am IST) and ends on Tuesday, 14th September , 2021 (05.00 pm IST) and
2. Voting through electronic means conducted during the Annual General Meeting.



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The details of voting for each resolution are given in Annexure I.

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A handwritten signature in blue ink, appearing to read "Tejal Shah", with a stylized flourish at the end.

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SCRUTINIZER'S REPORT

NAME OF THE COMPANY	Johnson Controls-Hitachi Air Conditioning India Limited
MEETING	36 th Annual General Meeting
DAY, DATE AND TIME	Wednesday, 15 th September, 2021 at 10:00 a.m.
DEEMED VENUE	9th Floor, Abhijeet-1, Mithakhali Six Roads, Ahmedabad-380006
MODE	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

1. Appointment as Scrutinizer:

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 36th Annual General Meeting ("AGM") of M/S. Johnson Controls-Hitachi Air Conditioning India Limited (hereinafter referred to as "the Company") scheduled on Wednesday, 15th September, 2021 at 10:00 a.m. held through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM:

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs, the AGM was held by the Company through Video Conferencing. An advertisement was published in Business Standard (English) and Jaihind (Gujarati), on 25th August, 2021 specifying the date & time of the AGM, availability of the notice on Company's website and website of Stock Exchanges, manner of registration of email ids by the members (both physical & demat) who are



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- 2.2 yet to register their email-ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.
- 2.3 The Company hosted the notice of AGM on its website, website of the CDSL, e-voting agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 24th August, 2021.
- 2.4 The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link Intime India Private Limited the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Company completed dispatch of Notice of AGM:

On 24th August, 2021 by E-mail to 29217 Members who had already registered their E-mail IDs with the Company / Depositories.

3. Cut-off date:

Voting rights were reckoned as on Wednesday, September 8, 2021 being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM.

4. Remote e-voting process:

4.1 Agency:

The Company appointed CDSL as the agency for providing the platform for remote e-voting platform and e-voting at the AGM.

4.2 Remote e-voting period:

Remote e-voting platform was open from 9:00 a.m. (IST) on Sunday, September 12, 2021 till 5.00 p.m. (IST) on Tuesday, September 14, 2021 and members were required to cast their votes electronically conveying



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Their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

5. Voting at the AGM:

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014 for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

6. Counting Process:

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

7. Results:

7.1 We observe that:

139 Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 15th September, 2021 is enclosed herewith.



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7.3 Based on the aforesaid results, we report that **4 (Four) Ordinary Resolutions** as set out in Item Nos. 1, 2, 3 and 4 and **01 (One) Special Resolution** as set out in Item No. 5 of the Notice of the AGM dated 15th September, 2021 have been passed with the requisite majority.

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E-VOTING RESULTS

Item No. 1 To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2021 and the reports of Board of Directors and Auditors thereon.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	136	23796337	0	0	136	23796337	100.00
Dissent	3	52	0	0	3	52	0.00
Total	139	23796389	0	0	139	23796389	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 1 of the Notice of the AGM dated 25th May, 2021 has been passed with requisite majority.

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E-VOTING RESULTS

Item No. 2 To appoint a Director in place of Mr. Yoshikazu Ishihara (DIN 07998690), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	116	23712668	0	0	116	23712668	99.65
Dissent	23	83721	0	0	23	83721	0.35
Total	139	23796389	0	0	139	23796389	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated 25th May, 2021 has been passed with requisite majority.

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E-VOTING RESULTS

Item No. 3 To re-appoint Price Waterhouse & Co. Chartered Accountants LLP (Firm Registration No. 304026E /E300009), as Auditors of the Company for 2nd term to hold office from the conclusion of this Annual General Meeting held on September 15, 2021 till the conclusion of the sixth consecutive Annual General Meeting at such remuneration as may be agreed upon by Board of Directors and Auditors”.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	131	23792966	0	0	131	23792966	99.99
Dissent	8	3423	0	0	8	3423	0.01
Total	139	23796389	0	0	139	23796389	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 3 of the Notice of the AGM dated 25th May, 2021 has been passed with requisite majority.

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E-VOTING RESULTS

Item No. 4 To ratify remuneration of Cost Auditors, M/s. Kiran J. Mehta & Co. (FRN – 000025), to conduct Audit of Cost records of the Company for the financial year April 01, 2021 to March 31, 2022.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	133	23796203	0	0	133	23796203	100.00
Dissent	6	186	0	0	6	186	0.00
Total	139	23796389	0	0	139	23796389	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 4 of the Notice of the AGM dated 25th May, 2021 has been passed with requisite majority.

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E-VOTING RESULTS

Item No. 5 To approve revision in the remuneration of Mr. Gurmeet Singh, Chairman and Managing Director with effect from 1st April, 2021.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	100	23643414	0	0	100	23643414	99.36
Dissent	39	152975	0	0	39	152975	0.64
Total	139	23796389	0	0	139	23796389	100.00

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 5 of the Notice of the AGM dated 25th May, 2021 has been passed with requisite majority.

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