

**RESULTS OF THE RESOLUTIONS PASSED
AT THE 30TH ANNUAL GENERAL MEETING OF MEMBERS
OF THE COMPANY HELD ON 8TH AUGUST, 2017**

8th August, 2017

Dear Members,

32nd Annual General Meeting of the members of the Company was held on 8th August, 2017 at 9.30 a.m. at H T Parekh Convention Center, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Ahmedabad. Resolutions proposed at the said Annual General Meeting were passed by members either by way of e-voting or by poll.

On the basis of the report of Scrutinizer, copy of which is annexed hereto, I hereby declare results of voting as under:

Sr	Details of the Agenda	Resolution Required	Result
1.	Adoption of Financial Statement for the year ended 31st March, 2017	Ordinary	Passed by requisite majority
2.	To declare Dividend for the year ended 31st March, 2017.	Ordinary	Passed by requisite majority
3.	To re-appoint Mr. Vinay Chauhan as Director who retires by rotation	Ordinary	Passed by requisite majority
4.	To ratify appointment of M/s. Price Waterhouse & Co. Chartered Accountants, LLP as an Auditors of the Company.	Ordinary	Passed by requisite majority
5.	To appoint Cost Auditors for the year from April 01, 2017 to March, 31,2018.	Ordinary	Passed by requisite majority
6.	To re-appoint Ms. Indira Parikh as an Independent Director of the Company.	Special	Passed by requisite majority
7.	To appoint Mr. Gurmeet Singh as a Managing Director of the Company.	Special	Passed by requisite majority
8.	To maintain Register of Members at M/s. Link Intime India Pvt. Limited, Registrar and Transfer Agent.	Special	Passed by requisite majority

For Johnson Controls-Hitachi Air Conditioning India Limited


Parag Dave
Company Secretary



Johnson Controls-Hitachi Air Conditioning India Limited
(Formerly known as Hitachi Home & Life Solutions (India) Limited)

Head Office & Works: Hitachi Complex, Karan Nagar, Kadi, Dist: Mehsana – 382 727, Gujarat, India.

Tel: +91-2764-277571 Fax: +91-2764-233425 E-mail: hitachi@jci-hitachi.com

Dial-a-care & 3532 4848 (Prefix City/State Capital STD code or 079)

Registered Office: 9th Floor, Abhijeet – I, Mithakhali Six Roads, Ahmedabad – 380 006, Gujarat, India.

CIN No. L29300GJ1984PLC007470, Regd. Office Ph. No. 91-79-26402024

www.jci-hitachi.in

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

**Combined Scrutinizer Report for E-voting & Poll for JOHNSON CONTROLS-HITACHI AIR
CONDITIONING INDIA LIMITED (Formerly Known As Hitachi Home & Life Solutions (India)
Limited)**

To,
The Chairman
Hitachi Home & Life Solutions (India) Limited
9TH Floor, Abhijit,
Mithkhali Six Roads,
Ahmedabad-380006

Dear Sir,

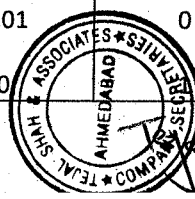
**Sub. : Passing of Resolution through electronic AND poll conducted at the 32nd AGM of
JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED (Formerly known as Hitachi Home
& Life Solutions (India) Limited) held on 08th August, 2017**

The Board of the Company at its meeting held on 23rd May, 2017 had appointed me as Scrutinizer for the e-voting and the Chairman of the AGM has appointed me as the Scrutinizer for the Poll held at the 32nd AGM of the Company on 08th August, 2017.

The Company has appointed Central Depository Services Limited as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The e-voting results were unblocked by me on 08th August, 2017 in the presence of two witnesses. At the 32nd AGM held on 08th August, 2017, the poll has been carried out to facilitate the members present in the meeting who could not participate in the e-voting to record their vote. Detail report on results of E-voting and Poll are attached in Annexure-I and Annexure-II (In MGT-13) respectively.

The result of e-voting together with that of the Poll is as under:

Item No. of Notice	Particulars of Business	Votes in favour of the Resolution		Votes Against the Resolution		Invalid Votes
		Nos.	% age	Nos.	% age	
Item No. 1 of Notice as an Ordinary Resolution	E-voting	21550018	99.99	1	100	0
	Poll	864	0.01	0	0	3
	Total	21550882	100	1	100	3
Item No. 2 of Notice as an Ordinary Resolution	E-voting	23674801	99.99	1	100	0
	Poll	864	0.01	0	0	3
	Total	23675665	100	1	100	3
Item No. 3 of Notice as an Ordinary Resolution	E-voting	23674801	99.99	1	100	0
	Poll	864	0.01	0	0	3
	Total	23675665	100	1	100	3



Item No. 4 of Notice as an Ordinary Resolution	E-voting	23674801	99.99	1	100	0
	Poll	864	0.01	0	0	3
	Total	23675665	100	1	100	3
Item No. 5 of Notice as an Ordinary Resolution	E-voting	23674801	99.99	1	100	0
	Poll	864	0.01	0	0	3
	Total	23675665	100	1	100	3
Item No. 6 of Notice as an Special Resolution	E-voting	23318993	99.99	355809	100	0
	Poll	864	0.01	0	0	3
	Total	23319857	100	355809	100	3
Item No. 7 of Notice as an Special Resolution	E-voting	23614649	99.99	60153	100	0
	Poll	864	0.01	0	0	3
	Total	23615513	100	60153	100	3
Item No. 8 of Notice as Special Resolution	E-voting	23674801	99.99	1	100	0
	Poll	864	0.01	0	0	3
	Total	23675665	100	1	100	3

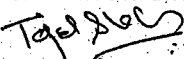
All the Resolutions stands passed under e-voting and poll with the requisite majority.

The Registers, all other papers and relevant records relating to e-voting and Poll shall remain in our safe custody unless the Minutes of the aforesaid Annual General Meeting is signed and thereafter same will be handed over to Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For TEJAL SHAH & ASSOCIATES
COMPANY SECRETARIES



TEJAL SHAH
PROPRIETOR
COP NO. : 13316

Date: 08TH August, 2017

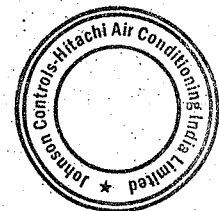
Place: Ahmedabad





PARAG DAVE
COMPANY SECRETARY

As authorized by Chairman of the Meeting
Through Authority Letter dated
08th August, 2017



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

ANNEXURE - II

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To,
JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED
(Formerly Known as HITACHI HOME & LIFE SOLUTIONS (INDIA) LIMITED)
Chairman
32nd Annual General Meeting of the Equity Shareholders of
JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED
(Formerly known as HITACHI HOME & LIFE SOLUTIONS (INDIA) LIMITED)
Held on Tuesday, 08th August, 2017 at 9.30 a.m. at
H T Parekh Convention Center, Ahmedabad Management Association,
ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur Road, Ahmedabad - 380 015

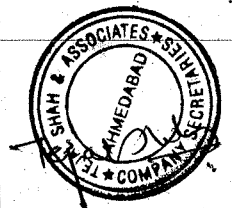
Dear Sir,

I, Tejal Shah, Practicing Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution at the Annual General meeting of the Equity Shareholders of JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED (Formerly known as HITACHI HOME & LIFE SOLUTIONS (INDIA) LIMITED), held on Tuesday, August 08, 2017 at H T Parekh Convention Center, Ahmedabad Management Association, ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur Road, Ahmedabad - 380 015 at 9.30 a.m., submit my report as under:

- After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in my presence with due identification marks placed by me.
- The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED (Formerly known as HITACHI HOME & LIFE SOLUTIONS (INDIA) LIMITED) and the authorizations / proxies lodged with the Company.
- The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- The result of the Poll is as under:
 - As an Ordinary Resolution – Item No. 1 need to be passed with requisite majority.

Adoption of audited Balance Sheet as at March 31, 2017, Statement of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:		
Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	864	85.71
(ii) Voted against the resolution:		
Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0
(iii) Invalid votes:		Total number of votes cast by them
Total number of members (in person or by proxy) whose votes were declared invalid		
3		325



2. As an Ordinary Resolution – Item No. 2 need to be passed with requisite majority.
Declare Dividend on Equity Shares for the year ended March 31, 2017.

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	864	85.71

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	325

3. As an Ordinary Resolution – Item No. 3 need to be passed with requisite majority.

Appointment of Director in place of Mr. Vinay Chauhan, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	864	85.71

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	325

4. As an Ordinary Resolution – Item No. 4 need to be passed with requisite majority.

Ratification of Appointment of M/s. Price Waterhouse & Co., LLP Chartered Accountants (Firm Registration No. 304026E), as Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	864	85.71

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	325

5. As an Ordinary Resolution – Item No. 5 need to be passed with requisite majority.

Fixation of Remuneration of M/s. Kiran J. Mehta & Co., Cost Accountants (Firm Registration No. 000025) of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	864	85.71

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared Invalid	Total number of votes cast by them
3	325



6. As a Special Resolution – Item No. 6 need to be passed with 75% majority.

Appointment of Independent Director in place of Ms. Indira Parikh, who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	864	85.71

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	325

7. As a Special Resolution – Item No. 7 need to be passed with 75% majority.

Appointment of Mr. Gurmeet Singh, as a Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	864	85.71

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them

8. As a Special Resolution – Item No. 8 need to be passed with 75% majority.

Maintenance of Register of Member at Ahmedabad Office of Link Intime India Pvt. Ltd.

(i) Voted in favour of the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	864	85.71

(ii) Voted against the resolution:

Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	325

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and will be handed over to the Company Secretary/Director Authorised by the board for safe keeping.

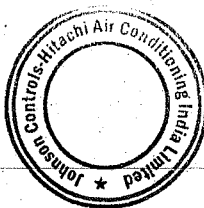
THANKING YOU,

DATE: 08TH AUGUST, 2017
PLACE: AHMEDABAD



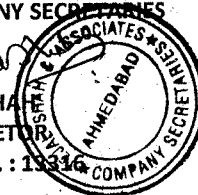
PARAG DAVE
COMPANY SECRETARY

As authorized by Chairman of the Meeting through
Authority Letter dated 08th August, 2017



FOR TEJAL SHAH & ASSOCIATES
COMPANY SECRETARIES


TEJAL SHAH
PROPRIETOR
COP NO. : 13316



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

ANNEXURE - I

**SCRUTINIZER'S REPORT ON E-VOTING CARRIED OUT FOR JOHNSON CONTROLS-HITACHI AIR
CONDITIONING INDIA LIMITED [FORMERLY KNOWN AS HITACHI HOME & LIFE SOLUTIONS
(INDIA) LIMITED]**

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,

Sub: Scrutinizer's Report on e-voting conducted pursuant to the provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

I, Tejal Shah of M/s. Tejal Shah & Associates, Practicing Company Secretaries, had been appointed as the scrutinizer by the Board of Directors of M/s. JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED (Formerly Known as Hitachi Home & Life Solutions (India) Limited) vide resolution dated 23rd May, 2017 pursuant to Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, to conduct the electronic voting process from shareholders in respect of the below mentioned resolutions passed at the Thirty Second Annual General Meeting of the Company held on August 08, 2017.

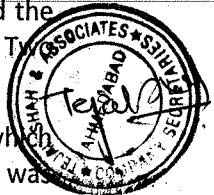
The Notice dated 23rd May, 2017 Convening Annual General Meeting (AGM) of the Company along with the statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions.

The Company has availed the E-Voting Facility offered by Central Depository Services Limited (CDSL) for conducting the e-voting by the Shareholders of the Company. The CDSL had provided a system for recording the votes of the shareholders electronically on all the items of the business sought to be transacted in the 32nd Annual General Meeting of the company.

As on the "cut-off" date of 01st August, 2017 there were 14495 shareholders of the Company entitled to vote on the proposed resolutions as set out in item nos. 1 to 8 in the Notice of 32nd AGM of JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED (Formerly Known as Hitachi Home & Life Solutions (India) Limited).

The voting period for e-voting commenced on Saturday, August 05, 2017 at 9.00 a.m. and ended on Monday, August 07, 2017 at 5.00 p.m. and the CDSL e-voting platform was blocked thereafter and the votes cast under e-voting facility were unblocked after Annual General Meeting in presence of two witnesses who are not in the employment of the Company.

As prescribed in clause (v) of sub rule 4 of Rule 20, the company also released an advertisement, which was published on 13th July, 2017 which is 21 days before the date of Annual General Meeting which was on 08th August, 2017 in Business Standard English News Paper and Jay Hind Gujarati News Papers. The



notice published in the newspaper carried required information as specified in Sub Rule 4 (v) (a) to (g) of the said Rule 20.

I have scrutinized and reviewed the voting through electronic vote tendered therein based on data downloaded from the Central Depository Services Limited (CDSL).

I now submit my Report as under on the result of the voting through electronic mode in respect of the said resolutions.

1. As an Ordinary Resolution – Item No. 1 need to be passed with requisite majority.

Adoption of audited Balance Sheet as at March 31, 2017, Statement of Profit and Loss for the year ended on that date and the reports of Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
39	21550018	91.03

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	1	0.00

(iii) Invalid votes:

Number of members voted through electronic voting system	Total number of votes cast by them
0	0

2. As an Ordinary Resolution – Item No. 2 need to be passed with requisite majority.

Declare Dividend on Equity Shares for the year ended March 31, 2017.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
47	23674801	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	1	0

(iii) Invalid votes:

Number of members voted through electronic voting system	Total number of votes cast by them
0	0

3. As an Ordinary Resolution – Item No. 3 need to be passed with requisite majority.

Appointment of Director in place of Mr. Vinay Chauhan, who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
47	23674801	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	1	0

(iii) Invalid votes:

Number of members voted through electronic voting system	Total number of votes cast by them
0	0



4. As an Ordinary Resolution – Item No. 4 need to be passed with requisite majority.

Ratification of Appointment of M/s. Price Waterhouse & Co., LLP Chartered Accountants (Firm Registration No. 304026E), as Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
47	23674801	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	1	0

(iii) Invalid votes:

Number of members voted through electronic voting system	Total number of votes cast by them
0	0

5. As an Ordinary Resolution – Item No. 5 need to be passed with requisite majority.

Fixation of Remuneration of M/s. Kiran J. Mehta & Co., Cost Accountants (Firm Registration No. 000025) of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
47	23674801	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	1	0

(iii) Invalid votes:

Number of members voted through electronic voting system	Total number of votes cast by them
0	0

6. As a Special Resolution – Item No. 6 need to be passed with 75% majority.

Appointment of Independent Director in place of Ms. Indira Parikh, who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of the resolution:

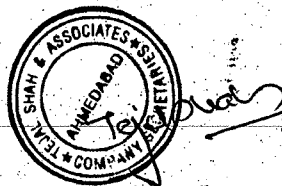
Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
34	23318993	98.50

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
14	355809	1.50

(iii) Invalid votes:

Number of members voted through electronic voting system	Total number of votes cast by them
0	0



7. As a Special Resolution – Item No. 7 need to be passed with 75% majority.

Appointment of Mr. Gurmeet Singh, as a Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
44	23614649	99.75

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
4	60153	0.25

(iii) Invalid votes:

Number of members voted through electronic voting system	Total number of votes cast by them
0	0

8. As a Special Resolution – Item No. 8 need to be passed with 75% majority.

Maintenance of Register of Member at Ahmedabad Office of Link Intime India Pvt. Ltd.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
47	23674801	100

(ii) Voted against the resolution:

Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
1	1	0

(iii) Invalid votes:

Number of members voted through electronic voting system	Total number of votes cast by them
0	0

I hereby confirm that I am maintaining registers received from service provider electronically, in respect of vote cast through e-voting by shareholders of the company. I shall be arranging to handover these records to the Chairman of the Company or such person to be authorized by him in due course as prescribed in the said rules.

Thanking you,

Yours faithfully,
For TEJAL SHAH & ASSOCIATES
COMPANY SECRETARY

Tejal Shah
TEJAL SHAH
PROPRIETOR
COP NO. : 13316

PARAG DAVE
COMPANY SECRETARY

As authorized by Chairman of the Meeting through
Authority Letter dated 08th August, 2017.

DATE: 08th AUGUST, 2017
PLACE: AHMEDABAD

