

Tejal Shah
B.Com., LLB, CS

Tejal Shah & Associates

COMPANY SECRETARIES

E/69, Ayojannagar Society,
Nr. Dr. Jivraj Mehta Hospital,
Paldi, Ahmedabad-380007.
M. : 9825097067
email : tejalshah.associates@gmail.com

14TH SEPTEMBER, 2023

TO,
THE CHAIRMAN,
JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED
9TH Floor, Abhijeet-1,
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 38th Annual General Meeting of your Company held on Thursday, 14th September, 2023 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: A013316E001011841

COMPANY SECRETARIES

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DETAILS OF VOTING RESULTS

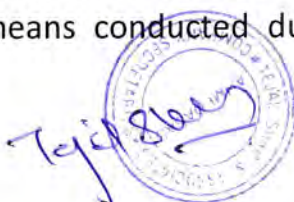
Date of the Annual General Meeting	14/09/2023
Total no. of shareholders as on record date (i.e. Thursday, September 07, 2023 - cut-off date for voting purpose)	38681
No. of shareholders present in the meeting either in person or through proxy	Not Applicable
a. Promoters and Promoter Group	Not Applicable
b. Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing*	49
a. Promoters and Promoter Group	2
b. Public	47

** 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 Monday, 11th September, 2023 (9.00 am IST) and ends on Wednesday, 13th September, 2023 (05.00 pm IST) and
2. Voting through electronic means conducted during the Annual General Meeting.



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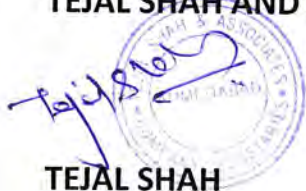
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The details of voting for each resolution are given in attached Scrutinizer's Report.

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SCRUTINIZER'S REPORT

NAME OF THE COMPANY	JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED
MEETING	38 th Annual General Meeting
DAY, DATE AND TIME	Thursday, 14 th September, 2023 at 10:00 a.m.
DEEMED VENUE	9th Floor, Abhijeet, Mithkhali 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 38th Annual General Meeting ("AGM") of M/S. JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED (hereinafter referred to as "the Company") scheduled on Thursday, 14th September, 2023 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 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Business Standard (English) and Jaihind (Gujarati), having electronic editions on 22nd August, 2023 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 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.



2.2 The Company hosted the notice of AGM on its website, website of the 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 22nd August, 2023.

2.3 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 Agent ("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 22nd August, 2023 by E-mail to 33575 Members who had already registered their E-mail IDs with the Company / Depositories;

3. Cut-off date:

Voting rights were reckoned as on Thursday, September 07, 2023, 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 Monday, September 11, 2023 till 5.00 p.m. (IST) on Wednesday, September 13, 2023 and members were required to cast their votes electronically conveying 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:

89 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 14th September, 2023 is enclosed herewith.

7.3 Based on the aforesaid results, we report that **05 Ordinary Resolutions** as set out in Item Nos. 1, 2, 3, 4 and 7 and **03 Special Resolutions** as set out in Item Nos. 5, 6 and 8 of the Notice of the AGM dated 26th July, 2023 have been **passed with the requisite majority**.

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



**TEJAL SHAH
PROPRIETOR
PRACTISING COMPANY SECRETARIES
M. NO. 13316
UDIN: A013316E001011841**

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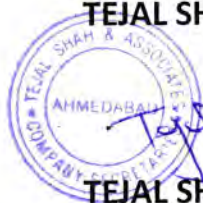
CONSOLIDATED RESULTS

Item No. 1 To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2023 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	83	22753563	2	146	85	22753709	100
Dissent	4	147	0	0	4	147	0
Total	87	22753710	2	146	89	22753856	100

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 26th July, 2023 has been passed with requisite majority.

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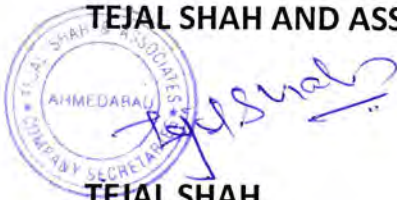
CONSOLIDATED RESULTS

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	72	22232446	2	146	74	22232592	97.71
Dissent	15	521264	0	0	15	521264	2.29
Total	87	22753710	2	146	89	22753856	100

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 26th July, 2023 has been passed with requisite majority.

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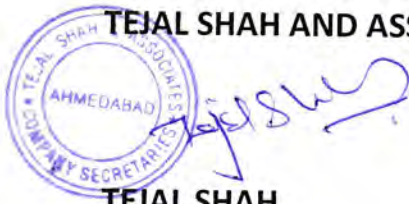
CONSOLIDATED RESULTS

Item No. 3 To ratify remuneration of M/s. Kiran J. Mehta & Co. (FRN – 000025), cost accountants as cost auditors to conduct Audit of Cost records of the Company for the financial year April 01, 2023 to March 31, 2024.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	81	22753546	2	146	83	22753692	100
Dissent	6	164	0	0	6	164	0
Total	87	22753710	2	146	89	22753856	100

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 26th July, 2023 has been passed with requisite majority.

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CONSOLIDATED RESULTS

Item No. 4 To regularise Mr. NobuyukiTao (DIN 08080705) as a Director in the Annual General Meeting, who was appointed as an Additional Director of the Company by the Board of Directors with effect from June 30, 2023.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	71	22232271	2	146	73	22232417	97.71
Dissent	16	521439	0	0	16	521439	2.29
Total	87	22753710	2	146	89	22753856	100

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 26th July, 2023 has been passed with requisite majority.

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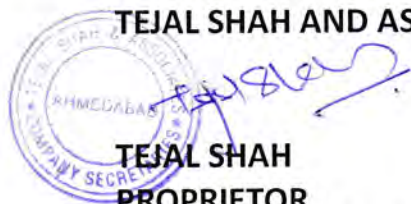
CONSOLIDATED RESULTS

Item No. 5 To appoint Mr.Arpit Kantilal Patel (DIN 01915274) as an Independent Non-Executive Director of the Company for a term of five consecutive years with effect from October 1, 2023, to September 30, 2028.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	82	22753556	2	146	84	22753702	100
Dissent	5	154	0	0	5	154	0
Total	87	22753710	2	146	89	22753856	100

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 26th July, 2023 has been passed with requisite majority.

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

A circular blue ink stamp is visible, containing the text "TEJAL SHAH & ASSOCIATES", "AHMEDABAD", and "COMPANY SECRETARIES". A handwritten signature in blue ink is written over the stamp.

**TEJAL SHAH
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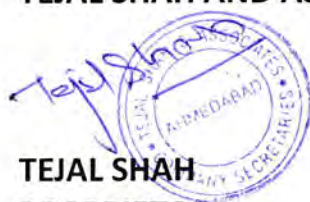
CONSOLIDATED RESULTS

Item No. 6 To re-appoint Mr. Gurmeet Singh as Managing Director for a period from February 1, 2023 to June 30, 2023 by the Board of Directors at its meeting held on Jan 25, 2023.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	78	22747779	2	146	80	22747925	99.97
Dissent	9	5931	0	0	9	5931	0.03
Total	87	22753710	2	146	89	22753856	100

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 6 of the Notice of the AGM dated 26th July, 2023 has been passed with requisite majority.

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CONSOLIDATED RESULTS

Item No. 7 To regularise Mr. SanjaySudhakaran (DIN 00212610) as a Director in the Annual General Meeting, who was appointed as an Additional Director of the Company by the Board of Directors with effect from July 1, 2023.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	79	22747884	2	146	81	22748030	99.97
Dissent	8	5826	0	0	8	5826	0.03
Total	87	22753710	2	146	89	22753856	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 7 of the Notice of the AGM dated 26th July, 2023 has been passed with requisite majority.

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CONSOLIDATED RESULTS

Item No. 8 To appoint Mr. Sanjay Sudhakaran (DIN 00212610) as Managing Director, of the Company for a period of 3 (Three) years with effect from July 1, 2023.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	68	22226131	2	146	70	22226277	97.68
Dissent	19	527579	0	0	19	527579	2.32
Total	87	22753710	2	146	89	22753856	100

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 8 of the Notice of the AGM dated 26th July, 2023 has been passed with requisite majority.

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