

**Results of the Resolutions Passed At the 33rd Annual General Meeting of Members of the
Company Held on 27th July, 2018**

28th July, 2018.

Dear Members,

33rd Annual General Meeting of the Members of the Company was held on 27th July, 2018 at 9:30 a.m at Center for Environment Education, Nehru Foundation for Development, Vastrapur-Gurudwara Road, 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. No.	Agenda	Type of resolution	Result
1.	Adoption of Financial Statement for the year ended March 31, 2018	Ordinary Resolution	Passed by requisite majority
2.	To declare Dividend for the year ended March 31, 2018	Ordinary Resolution	Passed by requisite majority
3.	To re-appoint Mr. Franz Cerwinka as Director who retires by rotation	Ordinary Resolution	Passed by requisite majority
4.	To appoint Cost Auditors for the year starting from April 01, 2018 to March 31, 2019	Ordinary Resolution	Passed by requisite majority
5.	To appoint Mr. Yoshikazu Ishihara as a Director of the Company	Ordinary Resolution	Passed by requisite majority
6.	To approve payment of Royalty upto 2.9% of the annual consolidated turnover of the previous financial year.	Ordinary Resolution	Passed by requisite majority
7.	To approve continuation of appointment of Ms. Indira Parikh as Independent Director	Special Resolution	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

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,

Chairman

33rd 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 Friday, 27th July, 2018 at 9.30 a.m. at Centre for Environmental Education, Nehru Foundation for
Development, Vastrapur-Gurudwara Road, Ahmedabad - 3800554

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 Friday, July 27, 2018 at Centre for Environmental Education, Nehru Foundation for Development, Vastrapur-Gurudwara Road, Ahmedabad - 3800554 at 9.30 a.m., submit my report as under:

1. 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.
2. 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.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

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

Adoption of audited Balance Sheet as at March 31, 2018, 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:

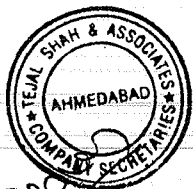
Number of members present and voting (in persons or by proxy)	Number of votes cast by them	% of total number of valid votes cast
19	826	100

(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
-	-



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, 2018.

(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
19	826	100

(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. As an Ordinary Resolution – Item No. 3 need to be passed with requisite majority.
To appoint a Director in place of Mr. Franz Cerwinka (DIN-07531210), who retires by rotation and being eligible, offers himself for reappointment.

(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
19	826	100

(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
-	-

4. As an Ordinary Resolution – Item No. 4 need to be passed with requisite majority.
To appoint cost auditors for the year starting from April 01, 2018 to March 31, 2019

(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
19	826	100

(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
-	-

5. As an Ordinary Resolution – Item No. 5 need to be passed with requisite majority.
To Appoint Mr. Yoshikazu Ishihara as a 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
19	826	100

(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
-	-



6. As an Ordinary Resolution – Item No. 6 need to be passed with requisite majority.

To approve Payment of Royalty upto 2.9% of the annual consolidated turnover of the previous financial year.

(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
19	826	100

(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
-	-

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

To approve Continuation of appointment of Ms. Indira Parikh as an Independent Director.

(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
19	826	100

(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
-	-

5. A Compact Disc (CD) contain in 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 safekeeping.

THANKING YOU,

DATE: 27TH JULY, 2018

PLACE: AHMEDABAD

For, Johnson Controls-Hitachi Air Conditioning India Limited

PARAG DAVE

COMPANY SECRETARY

As authorized by Chairman of the Meeting through Authority Letter dated 27th July, 2018



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, 2018 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 Third Annual General Meeting of the Company held on July 27, 2018.

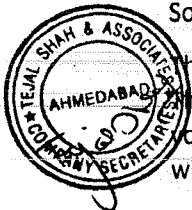
The Notice dated 23rd May, 2018 Convening Annual General Meeting (AGM) of the Company alongwith the statement setting out material facts under Section 102 of the Act were sent to the shareholders in respect of the below mentioned resolutions.

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 33rd Annual General Meeting of the company.

As on the "cut-off" date of 20th July, 2018 there were 13961 shareholders of the Company entitled to vote on the proposed resolutions as set out in item nos. 1 to 7 in the Notice of 33rd 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 Tuesday, July 24, 2018 at 9.00 a.m. and ended on Thursday, July 26, 2018 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 5th July, 2018 which is 21 days before the date of Annual General Meeting which was held on 27th July, 2018 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, 2018, 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
41	21877734	99.99

(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
2	1884	0.01

(iii) Invalid votes:

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

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, 2018.

(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
48	24312223	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	0.00

(iii) Invalid votes:

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

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

To appoint a Director in place of Mr. Franz Cerwinka (DIN-07531210), who retires by rotation and being eligible, offers himself for reappointment.

(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
24	23939433	98.47

(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
25	372791	1.53

(iii) Invalid votes:

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



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

To appoint cost auditors for the year starting from April 01, 2018 to March 31, 2019

- (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
48	24312223	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
-	-

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

To Appoint Mr. Yoshikazu Ishihara as a Director of the Company.

- (iv) 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
48	24312223	100

- (v) 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

- (vi) Invalid votes:

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

6. As an Ordinary Resolution – Item No. 6 need to be passed with requisite majority

To approve Payment of Royalty upto 2.9% of the annual consolidated turnover of the previous financial year.

- (vii) Voted in favour of the resolution:

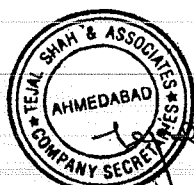
Number of members voted through electronic voting system	Number of votes cast by them	% of total number of valid votes cast
21	3921526	95.13

- (viii) 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
27	200804	4.87

- (ix) Invalid votes:

Number of members voted through electronic voting system	Total number of votes cast by them
1	20189894



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

To approve Continuation of appointment of Ms. Indira Parikh as an Independent Director.

(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
23	21553999	98.51

(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
20	325619	1.49

(iii) Invalid votes:


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

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 SECRETARIES

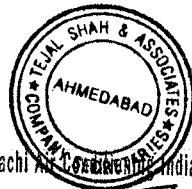
DATE: 27th JULY, 2018
PLACE: AHMEDABAD


TEJAL SHAH
PROPRIETOR
COP NO. : 13316

For, Johnson Controls-Hitachi Air Conditioning India Limited

PARAG DAVE
COMPANY SECRETARY

As authorized by Chairman of the Company through
Authority Letter dated 27th July, 2018.



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

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,

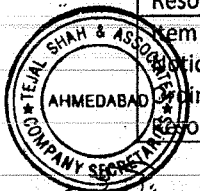
**Sub. : Passing of Resolution through electronic AND poll conducted at the 33rd AGM of
JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED (Formerly known as Hitachi Home
& Life Solutions (India) Limited) held on 27th July, 2018**

The Board of the Company at its meeting held on 23rd May, 2018 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 33rd AGM of the Company on 27th July, 2018.

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 27th July, 2018 the presence of two witnesses. At the 33rd AGM held on 27th July, 2018, 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	Mode of Voting	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	21877734	99.987%	1884	0.009%	-
	Poll	826	0.004%	-	-	-
Item No. 2 of Notice as an Ordinary Resolution	E-voting	24312223	99.987%	1	0	-
	Poll	826	0.004%	-	-	-
Item No. 3 of Notice as an Ordinary Resolution	E-voting	23939433	98.463%	372791	1.533%	-
	Poll	826	0.004%	-	-	-



Item No. 4 of Notice as an Ordinary Resolution	E-voting	24312223	99.996%	1	0	-
	Poll	826	0.004%	-	-	-
Item No. 5 of Notice as an Ordinary Resolution	E-voting	24312223	99.996%	1	0	-
	Poll	826	0.004%	-	-	-
Item No. 6 of Notice as an Ordinary Resolution	E-voting	3921526	95.109%	200804	4.870%	20189894
	Poll	826	0.020%	-	-	-
Item No. 7 of Notice as a Special Resolution	E-voting	2155399	86.846%	325619	13.120%	-
	Poll	826	0.033%	-	-	-

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**

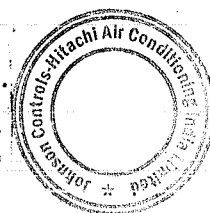
Tejal Shah
**TEJAL SHAH
PROPRIETOR
COP NO. : 13316**



**DATE: 27TH JULY, 2018
PLACE: AHMEDABAD**

For, Johnson Controls-Hitachi Air Conditioning India Limited

Parag Dave
**Parag Dave
Company Secretary**



**PARAG DAVE
COMPANY SECRETARY
As authorized by Chairman of the Meeting
Through Authority Letter dated
27th July, 2018**