
Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot
[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the
Companies (Management and Administration) Rule 2014]

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,

Re: Report of Scrutinizer on passing of resolution through Postal Ballot only by way of remote
Evoting of **JOHNSON CONTROLS-HITACHI AIR CONDITIONING INDIA LIMITED** (" the Company")

1. The Board of Directors of the Company, by Resolution passed on 26th May, 2022, has appointed us as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated 26th May, 2022.
2. In terms of the Circular No. 14/2020 dated April 8, 2020, General Circular No. 17 /2020 dated April 13, 2020, General Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, and Circular No. 20/2021 dated December 8, 2021 (collectively referred to as the "MCA Circulars") the Company had sent this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at www.hitachiaircon.in and e-voting website at <https://www.evotingindia.com> and was also available on the website of stock exchanges at www.bseindia.com. and www.nseindia.com
3. We submit our report as under:
4. The Notice of Postal Ballot dated 26th May, 2022 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the

resolutions mentioned therein was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on 20th May, 2022 in compliance with the above referred MCA Circulars.

5. The Company has completed the dispatch of Postal Ballot Notice by email on 27th May, 2022. In accordance With the MCA Circulars, no physical ballot notice was dispatched to the Members in view of present-situation of Covid 19 pandemic. The Company has also published Newspaper Advertisement in Business Standard (English) and Jai hind (Gujarati), respectively, regarding dispatch of Notice of Postal Ballot alongwith Remote E-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on, 28th May, 2022.
6. The Company has offered E-voting through Central Depository Services (India)Limited ("CDSL") and the report contains the details of E-voting only.
7. The facility of E-voting remained open from 9.00 a.m. Saturday on, 28th May, 2022 and ended at 5.00 p.m. on Sunday, 26th June, 2022.
8. We have unblocked the votes cast through remote E-voting in the presence of Mr. Naresh Prajapati and Mrs. Jigisha Prajapati who are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the e-voting website of CDSL i.e. www.evotingindia.com.
9. 143 Members representing 23634013 equity shares have cast their votes through e-voting for the resolutions set out in the said notice of Postal Ballot and all votes cast upto 26th June 2022 at 5 P.M. i.e. the last date and time for e-voting were considered for scrutiny.
10. A Summary of postal ballot through E-voting is given below

Resolution No. 1:

TO APPOINT MS. SHALINI KAMATH AS A DIRECTOR (INDEPENDENT), TO HOLD OFFICE FOR A PERIOD FROM 1ST APRIL, 2022 TO 30TH SEPTEMBER, 2026. (SPECIAL RESOLUTION)

| Particulars | | No. of Postal Ballot Forms /E-voting | No. of Shares | % of Total Paid Up Equity Capital | % of total votes polled |
|-------------|---|--------------------------------------|---------------|-----------------------------------|-------------------------|
| a) | Voting exercised through E-Voting | 143 | 23634013 | 86.92% | 100% |
| b) | E-Voting ballot with assent (favour) for the Resolution | 135 | 23633886 | 86.92% | 100% |

| | | | | | |
|---|--|-----|----------|--------|------|
| c) | E-Voting ballot with dissent (against)for the Resolution | 8 | 127 | 0% | 0% |
| d) | E-Voting ballot Abstained fromvoting | 0 | 0 | 0 | 0 |
| e) | Total valid votes exercised (b+c) | 143 | 23634013 | 86.92% | 100% |
| Total Ballot with ASSENT in Electronic. | | 135 | 23633886 | 86.92% | 100% |
| Total Ballot with DISSENT in Electronic | | 8 | 127 | 0% | 0% |
| Since total votes polled in favour of the resolution is 100% and total votes polled against the resolution is 0%, resolution has been passed as Special Resolution | | | | | |

Resolution No. 2:

TO APPOINT MR. TATSUYA SUGAWARA AS A DIRECTOR OF THE COMPANY. (ORDINARY RESOLUTION)

| Particulars | | No. of PostalBallot Forms /E-voting | No. of Shares | %of TotalPaid UpEquityCapital | %of totalvotespolled |
|---|--|-------------------------------------|---------------|-------------------------------|----------------------|
| a) | Voting exercised through E-Voting | 143 | 23634013 | 86.92% | 100% |
| b) | E-Voting ballot with assent (favour)for the Resolution | 115* | 23555156 | 86.63% | 99.67% |
| c) | E-Voting ballot with dissent (against)for the Resolution | 29* | 78857 | 0.29% | 0.33% |
| d) | E-Voting ballot Abstained fromvoting | 0 | 0 | 0 | 0 |
| e) | Total valid votes exercised (b+c) | 143 | 23634013 | 86.92% | 100% |
| Total Ballot with ASSENT in Electronic. | | 115* | 23555156 | 86.63% | 99.67% |
| Total Ballot with DISSENT in Electronic | | 29* | 78857 | 0.29% | 0.33% |
| Since total votes polled in favour of the resolution is 99.67% and total votes polled against the resolution is 0.33%, resolution has been passed as Ordinary Resolution | | | | | |

***One shareholder holding holding total 1753 equity shares has voted for 1730 equity shares in favour and for 23 equity shares against the resolution.**

11. You may accordingly declare the results of the voting by postal ballot only by way remote E-voting.

12. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.

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



**TEJAL SHAH
PROPRIETOR
PRACTISING COMPANY SECRETARIES
M. NO. 13316
PLACE: AHMEDABAD
DATE: 28/06/2022
UDIN: A013316D000536663**