

ANNEXURE I**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of Listed Entity: Johnson Controls-Hitachi Air Conditioning India Limited (Formerly known as Hitachi Home & Life Solutions (India) Limited)

2. Quarter ending: 30th September, 2018

I. Composition of Board of Directors – Change in Board of Directors during quarter ended 30th September, 2018										
Title (Mr./Ms)	Name of the Director	PAN	DIN	Category (Chairperson/ Executive/ Non-Executive /Independent/ Nominee)	Date of Appointment in the current term	Date of cessation	Tenure of Director (In months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit / Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Gurmeet Singh	AAAPS2806E	06938403	Chairperson / Executive	01.02.2017	-	-	1	1	Nil
Mr.	Franz Cerwinka	Not Applicable	07531210	Non-executive / Non-independent	30.05.2016	-	-	1	Nil	Nil
Mr.	Yoshikazu Ishihara	Not Applicable	07998690	Non-executive / Non-independent	30.01.2018	-	-	1	1	Nil
Mr.	Ashok Balwani	AFCPB1303A	02292791	Non-Executive / Independent	21.07.2014	-	57	1	1	Nil
Ms.	Indira Parikh	AEHPP4908H	00143801	Non-Executive / Independent	01.04.2017	-	60	7	7	Nil
Mr.	Mukesh Patel	AFSPP1245B	00053892	Non-Executive / Independent	21.07.2014	-	57	3	2	4

II. Composition of Committees			
Name of Committee	Name of Committee members	Category (Executive/Non-Executive / Independent / Nominee)	Category (Chairperson/Member)
1. Audit Committee	Mr. Mukesh Patel Mr. Ashok Balwani Ms. Indira Parikh	Non-Executive / Independent Non-Executive / Independent Non-Executive / Independent	Chairperson Member Member
2. Nomination & Remuneration Committee	Mr. Mukesh Patel Mr. Ashok Balwani Ms. Indira Parikh	Non-Executive / Independent Non-Executive / Independent Non-Executive / Independent	Chairperson Member Member
3. Risk Management Committee	Mr. Gurmeet Singh Mr. Franz Cerwinka Mr. Yoshikazu Ishihara	Executive Non-Executive/Non Independent Non-Executive/Non Independent	Chairperson Member Member
4. Stakeholders Relationship Committee	Mr. Mukesh Patel Mr. Yoshikazu Ishihara Mr. Gurmeet Singh	Non-Executive / Independent Non-Executive/Non Independent Executive	Chairperson Member Member

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
23-May-2018	27-Jul-2018	64 days

IV . Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee			
27-July-2018	Yes	23-May-2018	64 days

V. Related Party Transaction	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations.

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. The report submitted in the previous quarter has been placed before Board of Directors. There is no comments/observations/advice of Board of Directors.

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

Sd/-

**Parag Dave
Company Secretary**

Annexure III

I Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	YES
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	YES
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES

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

**Parag Dave
Company Secretary**