

ANNEX I**Compliance report on Corporate Governance**

1. Name of Listed Entity: Johnson Controls-Hitachi Air conditioning India Limited

2. Quarter ending: 30.09.2023

I. Composition of Board of Directors											
Title (Mr. / Ms)	Name of the Director	PAN DIN	Category (Chair-person / Executive/ Non-Executive / independent / Nominee) *	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	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.	Nobuyuki Tao	NA 08080705	Non-executive	30.06.2023	-	-	-	07.03.1967	1	1	0
Mr.	Sanjay Sudhakaran	ABDPS7334K 00212610	Executive Director	01.07.2023	-	-	-	19.10.1971	1	1	0
Mr.	Yoshikazu Ishihara	NA 07998690	Non-executive	30.01.2018	-	-	-	30.10.1968	1	0	1
Mr.	Ashok Balwani	AFCPB1303A 02292791	Independent	28.07.2008	01.04.2019	-	60	22.05.1951	1	1	0
Mr.	Mukesh Patel	AFSPP1245B 00053892	Independent	27.03.2003	01.04.2019	-	60	22.01.1954	4	1	4
Ms.	Shalini Kamath	AAQPK0502M 06993314	Independent	01.04.2022	-	-	54	15.12.1964	3	3	0

II. Composition of Committees

Name of Committee	Name of Committee members	Category	Committee Position	Date of Appointment	Date of Cessation
1. Audit Committee	Mr. Mukesh Patel Mr. Ashok Balwani Mr. Nobuyuki Tao	Independent Independent Non-Executive	Chairperson Member Member	27.03.2003 30.01.2018 01.07.2023	
2. Nomination & Remuneration Committee	Mr. Mukesh Patel Mr. Ashok Balwani Mr. Nobuyuki Tao	Independent Independent Non-Executive	Chairperson Member Member	21.07.2014 30.01.2018 01.07.2023	
3. Stakeholders Relationship Committee'	Mr. Yoshikazu Ishihara Mr. Sanjay Sudhakaran Mr. Mukesh Patel	Non-Executive Executive Independent	Chairperson Member Member	27.07.2018 01.07.2023 24.05.2010	
4. Risk Management Committee	Mr. Sanjay Sudhakaran Mr. Yoshikazu Ishihara Mr. Ashok Balwani	Executive Non-Executive Independent	Chairperson Member Member	01.07.2023 30.01.2018 25.05.2021	
5. Risk Management Committee	Mr. Sanjay Sudhakaran Mr. Yoshikazu Ishihara Mr. Shalini Kamath	Executive Non-Executive Independent	Chairperson Member Member	01.07.2023 30.01.2018 26.05.2022	

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-2023 30-Jun-2023	26-Jul-2023	25

IV. Meeting of Committees.					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
Audit Committee Meeting					
23-May-2023					
30-Jun-2023	26-Jul-2023	Yes	3	2	25
Risk Management Committee Meeting					
	14-Sep-2023	Yes	3	1	176

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	No
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Note 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2 If status is "No" details of non-compliance may be given here.	

VI. Details of Cyber Security incidence

Whether as per Regulation 27(2)(ba) of the SEBI (LODR) Regulations, 2015 there has been Cyber security incidents or breaches or loss of data of documents during the year	Yes
Date of Event	23-09-2023
Brief details of the event	<p>Johnson Controls has experienced disruptions in portions of its internal technology infrastructure and applications resulting from a cybersecurity incident. Promptly after detecting the issue, the Company began an investigation with assistance from leading external cybersecurity experts. The Company continues to assess what information was impacted and is executing its incident management and protection plan, including implementing remediation measures to mitigate the impact of the incident, and will continue taking additional steps as appropriate.</p> <p>To date, many of the Company's applications are largely unaffected and remain operational. In line with our incident management and protection plan, we have implemented business continuity plans to continue serving our customers.</p> <p>We are working, in collaboration with external cybersecurity experts, to resolve the issue as soon as possible.</p>

VII. 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
 - d. Risk management 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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

For Johnson Controls-Hitachi Air Conditioning India Limited

Parag Dave
Company Secretary
eCSIN: EA012626A000079275

ANNEX III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with the second quarter's report of next financial year

Affirmations		
<i>Broad heading</i>	<i>Regulation Number</i>	<i>Compliance status (Yes / No / NA) refer note below</i>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	Yes
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting</i>	20(3)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes

Note

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

For Johnson Controls-Hitachi Air Conditioning India Limited

Parag Dave

Company Secretary

eCSIN: EA012626A000079275

Annex IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending – 30-Sep-2023

I. Disclosure of Loans / guarantees / comfort letters / securities etc.(refer note below)

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (Guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate amount of Security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company: Not Applicable

For Johnson Controls-Hitachi Air Conditioning India Limited

Rishi Mehta
Chief Financial Officer