

**ANNEX I**

**Compliance report on Corporate Governance**

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

2. Quarter ending: 30.09.2020

<b>I. Composition of Board of Directors</b>											
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.	Gurmeet Singh	AAAPS2806E06938403	Chairperson / Executive	21.07.2014	01.02.2017	-	-	22.10.1965	1	1	Nil
Mr.	Shinichi Iizuka	NA00266660	Non-executive	08.05.2019	-	-	-	23.04.1956	1	Nil	Nil
Mr.	Yoshikazu Ishihara	NA07998690	Non-executive	30.01.2018	-	-	-	30.10.1968	1	1	Nil
Mr.	Ashok Balwani	AFCPB1303A02292791	Independent	28.07.2008	01.04.2019	-	60	22.05.1951	1	1	Nil
Ms.	Indira Parikh	AEHPP4908H00143801	Independent	04.11.2014	01.04.2017	-	60	29.08.1943	2	2	Nil
Mr.	Mukesh Patel	AFSPP1245B00053892	Independent	27.03.2003	01.04.2019	-	60	22.01.1954	3	2	4

*Mr. Gurmeet Singh is Regular Chairperson. He is holding position of Chairperson and Managing Director*

<b>II. Composition of Committees</b>					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / independent / Nominee) §	Date of Appointment	Date of Cessation
1. Audit Committee	Mr. Mukesh Patel Mr. Ashok Balwani Ms. Indira Parikh	Independent Independent Independent	Chairperson Member Member	27.03.2003 30.01.2018 30.01.2018	
2. Nomination & Remuneration Committee	Mr. Mukesh Patel Mr. Ashok Balwani Ms. Indira Parikh Mr. Shinichi Iizuka	Independent Independent Independent Non-Executive	Chairperson Member Member Member	21.07.2014 30.01.2018 30.01.2018 08.05.2019	
3. Risk Management Committee	Mr. Gurmeet Singh Mr. Shinichi Iizuka Mr. Yoshikazu Ishihara	Executive Non-Executive Non-Executive	Chairperson Member Member	31.01.2017 08.05.2019 30.01.2018	
4. Stakeholders Relationship Committee'	Mr. Mukesh Patel Mr. Yoshikazu Ishihara Mr. Gurmeet Singh	Independent Non-Executive Executive	Chairperson Member Member	24.05.2010 27.07.2018 31.01.2017	

<b>III. Meeting of Board of Directors</b>		
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-Jun-2020	07-Aug-2020	45

<b>IV. Meeting of Committees.</b>					
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-Jun-2020	07-Aug-2020	Yes	3	3	45

<b>V. Related Party Transaction</b>	
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
<b>Note</b>	
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. 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**



**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		
Broad heading	Regulation Number	Compliance status (Yes / No / NA) refer note below
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
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	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



**Company Secretary**  
eCSIN: EA012626A000079275

