

**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: 31<sup>st</sup> December, 2016

<b>I. Composition of Board of Directors – Change in Board of Directors during quarter ended 31<sup>st</sup> December, 2016</b>										
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 / Stake-holder Committee (s) including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Franz Cerwinka	Not Applicable	07531210	Chairman/ Non- executive / Non-Independent	30.05.2016	-	-	1	Nil	Nil
Mr.	Atsushi Ohtsuka	ABYPO6762E	06584346	Executive	01.09.2015	-	-	1	1	NIL
Mr.	Vinay Chauhan	AAJPC7140G	00267806	Executive	15.05.2013	-	-	1	Nil	Nil
Mr.	Gurmeet Singh	AAAPS2806E	06938403	Executive	21.07.2014	-	-	1	Nil	Nil
Mr.	Varghese Joseph	ADFPJ1085J	03278962	Executive	01.08.2015	-	-	1	Nil	Nil
Mr.	Ashok Balwani	AFCPB1303A	02292791	Non-Executive / Independent	21.07.2014	-	57	1	Nil	Nil
Mr.	Devender Nath	AABPN5194M	02310301	Non-Executive / Independent	21.07.2014	-	57	1	1	0
Ms.	Indira Parikh	AEHPP4908H	00143801	Non-Executive / Independent	04.11.2014	-	41	7	6	Nil
Mr.	Mukesh Patel	AFSPP1245B	00053892	Non-Executive / Independent	21.07.2014	-	57	3	2	4
Mr.	Ravindra Jain	AANPJ7290E	00281279	Non-Executive / Independent	21.07.2014	-	57	1	1	Nil
Mr.	R S Mani	ABTPM6917C	00645097	Non-Executive / Independent	21.07.2014	-	57	1	Nil	Nil
Mr.	Vinesh Sadekar	AARPS9410M	00046815	Non-Executive / Independent	21.07.2014	-	57	1	Nil	Nil

<b>II. Composition of Committees</b>			
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Executive/Non-Executive / Independent / Nominee)</b>	<b>Category (Chairperson/Member)</b>
1. Audit Committee	Mr. Mukesh Patel Mr. Devender Nath Mr. Ravindra Jain	Non-Executive / Independent Non-Executive / Independent Non-Executive / Independent	Chairperson Member Member
2. Nomination & Remuneration Committee	Mr. Mukesh Patel Mr. Devender Nath Mr. Ravindra Jain	Non-Executive / Independent Non-Executive / Independent Non-Executive / Independent	Chairperson Member Member
3. Risk Management Committee	Not Applicable		
4. Stakeholders Relationship Committee	Mr. Mukesh Patel Mr. Atsushi Ohtsuka	Non-Executive / Independent Executive	Chairperson Member

<b>III. Meeting of Board of Directors</b>		
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
25-July-2016	24-Oct-2016	90

<b>IV . Meeting of Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
<b>Audit Committee</b>			
24-Oct-2016	Yes	25-July-2016	90

<b>V. Related Party Transaction</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
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	NA

## **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**